

SECURITY LEVEL DATA DISTRIBUTION ADDENDUM

This Security Level Data Distribution Addendum (this "Addendum"), effective as of March 16, 2009 (the "Effective Date"), supplements and amends the Index Level Data Distribution Agreement (the "Agreement"), dated September 22, 2008, by and between MSCI Inc. ("MSCI" or "Licensor") and Wall Street on Demand ("Distributor").

1. License:

- (a) In addition to the license granted to Distributor under the Agreement, MSCI hereby grants to Distributor a temporary, nonexclusive, non-transferable, limited license to distribute the International Equity Data set forth on Exhibit 1 to this Addendum (the "Security Level Data") solely through Distributor's products listed in Schedule B of the Agreement dated September 22, 2008 solely to such customers of Distributor who have executed agreements with MSCI for the receipt of the Security Level Data and which MSCI in its sole and absolute discretion has authorized, by written notice to Distributor, to receive the Security Level Data (each, an "Authorized Customer"). Additionally, Distributor shall enter in a customer agreement with each Authorized Customer substantially in the form attached hereto as Exhibit 3.
- (b) Upon execution of this Addendum and on a quarterly basis thereafter, Distributor shall provide MSCI with a list of all then-current Authorized Customers. MSCI may from time to time by notice in writing to Distributor, effective as of the time indicated in such notice, revoke the right of any Authorized Customer to receive the Security Level Data or any portion thereof.
- (c) Distributor shall provide MSCI with a copy of and access to the Licensed Product during the term.
- (d) MSCI or its representative may, on twenty (20) business days' prior written notice, audit the records and systems of Distributor to verify compliance with the terms and conditions of this Addendum and the Agreement. A shorter notice will be allowed, in MSCI's sole discretion, where MSCI in good faith suspects a breach or threatened breach by Distributor of this Addendum or the Agreement. MSCI retains the right to audit Distributor for one (1) year after termination of this Addendum. Distributor shall cooperate with any reasonable requests of MSCI to facilitate any such audit. If any such audit reveals a breach of this Addendum of the Agreement by Distributor, the reasonable costs and expenses of such audit shall be borne by Distributor.
- (e) No license or right of any kind with respect to the Security Level Data is granted to Distributor except as expressly provided in this Addendum.

2. Payments and Payment Terms:

The license granted to Distributor in this Addendum shall be separately terminable from the license granted to Distributor in the Agreement, and may be terminated in accordance with the termination provisions set forth in the Agreement. However, any termination of the Agreement shall automatically and simultaneously terminate this Addendum and the license granted hereunder.

- (a) Subject to Section 3.1 of the Agreement with respect to any renewal terms, Distributor shall pay MSCI the following annual fee hereunder annually in advance (which is discounted by 39% from the standard Security Level Distribution fee of \$82,000): \$25,000 effective September 1st 2009. Distributor shall receive the data at zero cost for the period of March 16th 2009 until August 31st, 2009. During this period Distributor shall not distribute the Data.
- (b) The license fees charged in this Addendum shall be in addition to, and not in lieu of, any other fees payable under the Agreement.
- (c) Distributor shall pay all fees due hereunder and under the Agreement within 30 days of the date of the invoice.

3. Term. This Addendum shall have an initial term of 1 year. The renewal provisions set forth in Section 7.1 of the Agreement shall apply to this Addendum. Additionally, the license rights granted above are separately terminable on any of the bases for termination set forth in the Agreement.
4. Entire Agreement: This Addendum is intended to amend and operate in conjunction with the Agreement and together this Addendum and the Agreement constitute the complete and exclusive statement of the agreement between the parties and supersede in full all prior proposals and understandings, oral or written, relating to the subject matter hereof. Except as expressly modified herein, all terms and conditions set forth in the Agreement shall apply to this Addendum and all references to the Data in the Agreement shall be deemed to include the Security Level Data. To the extent that any terms of this Addendum conflict with any terms of the Agreement, the terms of this Addendum shall control with respect to distribution of the Security Level Data via the Licensed Product.
5. Governing Law. This Addendum shall be governed by, and construed in accordance with, the internal laws of the State of New York without regard to its conflict or choice of laws principles.

IN WITNESS WHEREOF, the parties have caused this Addendum to be executed and do each hereby warrant and represent that their respective signatory whose signature appears below has been and is on the date of this Addendum duly authorized by all necessary and appropriate corporate action to execute this Addendum.

Wall Street On Demand, Inc.

By: 

Name: James Tannen

Title: CEO

MSCI INC.

By: 

Name: Joseph A. Gagliardi

Title: Executive Director

Exhibit 1

International Equity Index Data Modules

1) Enhanced Index Module:

Vendor Index Module plus market caps and valuation ratios at the country and regional level.

(Please note that all Enhanced Index Module clients should receive the VG Index Ratios File)

- **Regions:** Developed Markets, Emerging Markets, Asia Pacific all included in this module.
- **Delivery:** Separate permissioning required for Daily/Monthly delivery.
- **Foreign Currency:** All Equity Indices will be available in 7 currencies (USD, EUR, GBP, JPY, CHF, CAD and AUD)
- **Equity Index History:** Full monthly from 1969 and daily from 1979 for Standard Indices. New GIMI Indices starting May 31, 2007: Daily and Monthly History from May 31, 1994 for New and Provisional Indices size and style indices (Investable Market Index (IMI), Large Cap, Mid Cap, and Small+Mid (SMID) indices across key countries and regions; plus sector segmentations
- **Gulf Cooperation Council (GCC) Indices:** Monthly and Daily from June 1, 2005
- **10/40 Indices:** History from 31, December 1998
- **Select regional High Dividend Yield Indices:** Daily from 30 November 1995
- **Islamic Indices:** History from May 31, 2002
- **Frontier Market Indices:** History from May 31, 2002

2) MSCI All Country Sectors Module:

Index levels, returns, market capitalizations, and valuation ratios for sector, industry group, and industry indices.

- **Regions:** Separate permissioning required for Developed Markets, Emerging Markets, and Asia Pacific All Country Sector Modules.
- **Delivery:** Separate permissioning required for Daily/Monthly delivery.
- **History:** Daily client: rolling 7 years daily for existing indices; Monthly client: rolling 7 years monthly.

3) MSCI Core Markets Module:

Comprehensive security level information, including valuation ratios, returns, shares outstanding, balance sheet and income statement data, security description and indicators and market capitalizations for constituents and indices. The index levels and returns are included for countries, regions and the select All Country Sector Indices. Daily dividend information is included for daily subscribers. The advanced corporate events file (data elements relevant to region and delivery of client subscription) is included.

- **Regions:** Separate permissioning required for Developed Markets, Emerging Markets, and Asia Pacific Core Module.
- **Delivery:** Separate permissioning required for Daily/Monthly delivery.
- **History:** Daily & Monthly clients: rolling 7 years monthly for existing indices, 13 months daily.

4) MSCI Core Value Growth Plus Module:

Comprehensive security level information, including valuation ratios, returns, and market capitalizations for constituents and indices, plus index levels for countries and regions. Global value and growth specific data plus forward looking valuation ratios and Z scores. Daily dividend information is also included for daily subscribers. Advanced corporate events file (data elements relevant to region and delivery of client subscription) is included.

- **Regions:** Separate permissioning for Developed Markets, Emerging Markets, and Asia Pacific Value Growth Plus Module.
- **Delivery:** Separate permissioning required for Daily/Monthly delivery.
- **History:** Daily & Monthly clients: rolling 7 years monthly for existing indices, 13 months daily.

5) **MSCI Islamic Core Plus Module – Add on to Core or VG Plus Module**

Specific security-level information for the MSCI Islamic Indices, including Islamic index constituents, purified DTR, purified dividends and purified yield. Indices and underlying security data such as prices, number of shares and foreign inclusion factors are available in the 'parent' MSCI Core or Core VG Plus products.

- **Regions:** Separate permissioning for Developed Markets, Emerging Markets, and Asia Pacific
- **Delivery:** Clients must have a Core or Core VG Plus subscription. Separate permissioning required for Daily/Monthly delivery.
- **History:** Daily & Monthly clients: rolling 7 years monthly for existing indices, 13 months daily.

6) **MSCI Small Cap Module:**

Comprehensive security level information, including valuation ratios, returns, shares outstanding, security description and indicators and market capitalizations for small cap constituents and indices, plus index levels for country, region, style (Value and Growth) and select sector, industry group, and industry indices. Daily dividend information is also included for daily subscribers. Advanced corporate events file (data elements relevant to region and delivery of client subscription) is included.

- **Regions:** Separate permissioning for Developed Markets, Emerging Markets, and Asia Pacific Value Small Cap Module.
- **Delivery:** Separate permissioning for Daily/Monthly delivery.
- **History:** Daily & Monthly clients: rolling 7 years monthly for existing indices, 13 months daily.

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EXHIBIT 2

FORM OF DISTRIBUTOR'S CUSTOMER AGREEMENT

michael@justbuildit.com - Jul 29, 2024, 1:14:36 PM America/New_York