

AMENDMENT 1 TO STATEMENT OF WORK

This Amendment 1 (FEK-0096-TCS-CR01) (“**Amendment**”) dated January 1, 2024 (“**Effective Date**”) is entered into by and between TCS Inc (“**Vendor**”) and PQR Bank Bank N.A. (“**PQR Bank**” or “**Client**”) pursuant to the (1) General Terms dated September 15, 2010, by and between PQR Bank and Vendor, and (3) the Statement of Work (“**SOW**”) dated March 27, 2023, by and between PQR Bank and Vendor. All of the terms and conditions of the General Terms, the PSA and any applicable country-specific Attachment(s) are incorporated into the SOW by this reference (“**Master Agreement**”). If the Parties have not executed a PSA or required country-specific Attachment under the Master Agreement, the Parties agree that the terms set forth in PQR Bank’s then-current standard PSA or applicable country-specific Attachment(s) apply to the SOW. Terms that are capitalized but not defined in the SOW have the meaning given in the Master Agreement. The Parties acknowledge and agree that any Services contemplated under this Amendment that may have been provided by Vendor prior to the Effective Date are governed by the terms and conditions of the Amendment and the Master Agreement.

RECITALS

WHEREAS, the parties wish to amend the Agreement on the terms and conditions set forth herein;

NOW, THEREFORE, in consideration of the covenants, promises, obligations and conditions set forth below and in the Agreement, the receipt, adequacy, and sufficiency of which are hereby acknowledged, the parties to this Amendment, intending to be legally bound, agree as follows:

Section 1 SOW GENERAL SUMMARY: SOW Term, Professional Services End Date (estimated) is hereby amended to **December 31, 2024**.

Section 4.1 Scope is hereby deleted and replaced in its entirety with the following:

Revision to the scope section based on the changes in priority and scope of the assets.

Assets in scope of remediation and type of remediation to be based on the business priority, and section of technology/ platform of choice. Scope includes Rewrite/ Replatform, Decommission and Lift & Shift. The number of assets within these categories are subject to priority, approval to proceed, and available time on hand.

Section 8.1, Fees is hereby replaced in its entirety with the following:

8.1 Fees

a. Fees for the Year 2023

Vendor will provide the Professional Services and Work Product set forth herein on a Fixed Fee basis using the fees outlined below. The total fees invoiced under this SOW will not exceed **\$ 2,412,544** unless otherwise agreed to by the Parties via an Amendment to this SOW.

Location	Role	Price Band	Number of Resources	Start Date	End Date	Rate (USD)	Total Hours	Total Fees
Onsite	Program Manager /Delivery Manager	5 - Specialized	1	3/27/2023	12/31/2023	\$270.00	1456	\$393,120.00
Onsite	Technical Business Analyst	5 - Specialized	1	3/27/2023	12/31/2023	\$248.00	1456	\$361,088.00
Onsite	Technical Business Analyst	5 - Specialized	2	3/27/2023	12/31/2023	\$218.00	2048	\$446,464.00
Onsite	Project Manager	5 - Specialized	1	4/3/2023	8/31/2023	\$218.00	344	\$74,992.00
Onsite	Scrum Master	4 - Specialized	1	4/3/2023	8/31/2023	\$182.00	344	\$62,608.00

Onsite	Lead Architect	5 - Specialized	1	4/15/2023	12/31/2023	\$300.00	1352	\$405,600.00
Onsite	Senior Software Engineer	5 - Specialized	1	3/27/2023	12/31/2023	\$230.00	1456	\$334,880.00
Onsite	Senior Software Engineer	5 - Specialized	1	7/1/2023	8/31/2023	\$230.00	344	\$79,120.00
Onsite	Senior Software Engineer	5 - Specialized	1	5/1/2023	8/31/2023	\$230.00	688	\$158,240.00
Onsite	Senior QA Engineer	5 - Specialized	1	6/1/2023	8/31/2023	\$196.00	492	\$96,432.00
Total (USD)								\$2,412,544

- Total Number of Resources reduced **from 11 to 5** and the Fees for Year 2023 is reduced by \$1,003,024.00 to \$2,412,544.

b. Fees for Year 2024

Vendor will provide the Professional Services and Work Product set forth herein on Fixed Fee basis using the fees outlined below. The total fees invoiced under this SOW will not exceed **\$1,981,776** unless otherwise agreed to by the Parties via an Amendment to this SOW.

Location	Role	Price Band	Number of Resources	Start Date	End Date	Rate (USD)	Revised Rate	Total Hours	Total Fees
Onsite	Program Manager /Delivery Manager	5 - Specialized	1	1/1/2024	9/30/2024	\$270.00	\$256.50	1440	\$369,360
Onsite	Technical Business Analyst	5 - Specialized	1	1/1/2024	12/31/2024	\$248.00	\$235.60	1920	\$452,352
Onsite	Lead Architect	5 - Specialized	1	1/1/2024	12/31/2024	\$300.00	\$285.00	1920	\$547,200
Onsite	Technical Business Analyst	5 - Specialized	1	1/1/2024	9/30/2024	\$218.00	\$207.10	1440	\$298,224
Onsite	Senior Software Engineer	5 - Specialized	1	1/1/2024	9/30/2024	\$230.00	\$218.50	1440	\$314,640
Total (USD)									\$1,981,776

Section 8.3, Payment Schedule of the SOW is hereby deleted and replaced in its entirety with the following:

8.2 Payment Schedule

a. Payment schedule for Year 2023

Payment is based on PQR Bank's written acceptance of the Professional Services and Work Product set forth herein.

No.	Billing Period/Deliverable	Description of Work Product	Expected Delivery Date	Payment Amount
1	23-Mar	1. Asset Analysis & documentation 2. Assist in design and development	3/31/2023	\$80,000
2	23-Apr	1. Asset Analysis & documentation 2. Assist in design and development	4/30/2023	\$250,000
3	23-May	1. Asset Analysis & documentation 2. Assist in design and development	5/31/2023	\$250,000

4	23-Jun	Asset analysis and documentation, assist in design and development, remediation of Assets as per the business requirements, priority, and selection of technology/ platform of choice.	6/30/2023	\$400,000
5	23-Jul		7/31/2023	\$400,000
6	23-Aug		8/31/2023	\$360,000
7	23-Sep		9/30/2023	\$170,672
8	23-Oct		10/31/2023	\$170,672
9	23-Nov		11/30/2023	\$170,672
10	23-Dec		12/31/2023	\$160,582
			Total Fees	\$2,412,544

b. Payment schedule for the Year 2024

No.	Billing Period/Deliverable	Description of Work Product	Expected Delivery Date	Payment Amount
1	Jan'24	Asset analysis and documentation, assist in design and development, remediation of Assets as per the business requirements, priority, and selection of technology/ platform of choice.	31-Jan-24	\$192,432
2	Feb'24		29-Feb-24	\$182,810
3	Mar'24		31-Mar-24	\$192,432
4	Apr'24		30-Apr-24	\$202,054
5	May'24		31-May-24	\$202,054
6	Jun'24		30-Jun-24	\$182,810
7	Jul'24		31-Jul-24	\$192,432
8	Aug'24		31-Aug-24	\$192,432
9	Sep'24		30-Sep-24	\$192,432
10	Oct'24		31-Oct-24	\$91,626
11	Nov'24		30-Nov-24	\$79,132
12	Dec'24		31-Dec-24	\$79,132
			Total Fees	\$1,981,776

Overall Project Cost:

ITEM	Cost (USD)
Original SOW Value (Fixed Price)	\$3,415,568
2023 Effective reduction in SOW value	(\$1,003,024)
2023 Revised SOW value	\$2,412,544
2024 Amendment 1 value (for 2024)	\$1,981,776
Total value (for 2023 & 2024)	\$4,394,320

Except as set forth herein, the terms and conditions of the Agreement shall remain in full force and effect; provided however, that if any term or condition of the Agreement conflicts with or is inconsistent with any term or condition of this Amendment, the terms and conditions of this Amendment shall govern and control. All references to the Agreement after the Effective Date of this Amendment will be to the Agreement as modified by this Amendment. By approval in Beeline, Vendor and PQR Bank, intending to be legally bound, agree to all of the provisions of this Amendment

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9. CONTACTS

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PQR Bank	
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