

MetricStream

AMENDMENT NO. 1

This amendment ("Amendment 1"), dated as of February 6, 2018 (the "Effective Date"), amends the Application Service Provider Agreement entered into by and between MetricStream, Inc., a Delaware company headquartered at 2479 East Bayshore Road, Suite 260, Palo Alto, California 94303 ("MetricStream" or "Company") and the Federal Home Loan Bank of Chicago, headquartered at 200 East Randolph Drive ("Customer") and dated November 15, 2016 ("Agreement"). MetricStream and Customer may be referred to individually as a "Party" and collectively as the "Parties."

For good and valuable consideration, the receipt and sufficiency of which is acknowledged, the Parties agree as follows:

1. General. The Parties seek to amend the Agreement pursuant to the terms of this

Amendment 1. All capitalized terms used but not defined herein shall have the meaning assigned to them in the Agreement.

2.

Amended Terms.

(i)

Customer wishes to license, and Metric Stream agrees to license, the following Applications; (1) UCF; and (2) COBIT5; therefor the parties will execute the attached Order Form No. 2.

3. Miscellaneous. If there is any conflict between the terms of the Agreement and those of this Amendment 1, the terms of this Amendment 1 shall govern the relationship between the Parties. This Amendment 1 may be executed in counterparts, each of which shall be deemed an original, but all of which taken together shall constitute one single document between the Parties. Except as amended herein, all terms and conditions of the Agreement shall remain in full force and effect.

IN WITNESS, WHEREOF, the Parties intending to be legally bound have caused this Amendment 1 to be executed by their duly authorized representatives as of the later date written below.

METRICSTREAM, INC.

FEDERAL HOME LOAN BANK OF CHICAGO

By:

By:

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Thomas

fargen

Sinha

Name: Gunjan

Title: Executive Chailman

2/28118

Name:
Title:
Date:
Thomas H W Harper
EVP/ GA 26-Feb-18
Date:

MetricStream

Exhibit A

Order Form No. 2

This Order Form No.2 ("Order Form No. 2"), dated as of February 6, 2018 (the "Order Form Effective Date"), supplements the Application Service Provider Agreement entered into by and between MetricStream, Inc. ("MetricStream" or "Company"), and the Federal Home Loan Bank of Chicago ("Customer") and dated November 15, 2016 ("Agreement").

Cloud Application:

Metric Stream will provide the Customer with the following Applications:

O

UCF (\$15,000/year) for 3 UCF Users

O

UCF (\$2,178/year) for 22 additional UCF Users (\$99/year for each UCF user)

O

COBITS (\$3,000/year)

Type of License:

Annual Subscription License

Number of Authorized Users:

See Above

Term:

The term for the above referenced Applications begin on February 6, 2018 and shall

continue until September 30, 2019 and is coterminous with Customer's suite of licensed

Applications as set forth in the Agreement.

License Fee:

\$20,178

Cloud Services Fees:

N/A

Invoice Schedule:

First year's fee is due upon signing of the Agreement. For each year thereafter, the fee

will be invoiced to Customer upon the anniversary of the signing of this Agreement.

Payment Terms:

Net 30

Invoice Address:

FHLB Chicago

200 East Randolph

Chicago, Illinois 60601

Attn: Tom Harper

Email: tharper@fhlbc.com

Phone: 312-565-5768

IN WITNESS, WHEREOF, the Parties intending to be legally bound have caused this Order Form No. 2 to be executed by their duly authorized representatives as of the later date written below.
METRICSTREAM, INC.

FEDERAL HOME LOAN BANK OF CHICAGO

By:

By:

giello

Name:

Name: Gunjan Sinha.

Title: Executive Chailman

2/28/18

Thomas H W Harper

EVP / GA 26-Feb-18

Date:

Title:

Date: