



CONFIDENTIAL

CHANGE ORDER

Spreedly, Inc.
300 Morris Street
Suite 40
Durham, NC 27701

To:
Customer Legal Name: Brainly sp. z o.o
Billing Address: Krowoderska, 63B/6,
Krakow, 31-158, Poland

Issue Date: March 1, 2023

This "Change Order" modifies Order Form #1 entered between the Parties on June 15, 2022. Capitalized terms used but not defined have the meanings set forth in Order Form #1 or in the Enterprise Service Agreement dated June 6, 2022 (the "Agreement"), of which the terms of both are incorporated herein by reference.

All changes in this Change Order will be effective 3/3/2023 (the "Change Order Effective Date").

The Parties agree as follows:

1) Adjustment to Implementation Fees. Due to unforeseen circumstances impacting the implementation of the Spreedly Platform by Customer, the Parties hereby agree to reduce the one-time implementation fee under Order Form #1 from \$40,000 to \$20,000 due in full as of the Change Order Effective Date.

2) Receipt of Implementation Fees. Spreedly acknowledges prior receipt of the first half of the one-time implementation fee (total \$20,000) due under Order Form #1 as of July 26, 2022 which satisfies the Implementation services in full.

Except as expressly set forth in this Change Order, the terms of Order Form #1 will remain unchanged and in full force and effect. Nothing herein will be construed to amend the Agreement. In the event of a conflict between the terms of this Change Order and the Agreement, the Agreement will govern the relationship between the parties. Except for the reduction to the one-time implementation fees described above, this Change Order does not reduce the total Fees due to Spreedly under Order Form #1.

The Parties have executed this Amendment by their duly authorized representatives in one or more counterparts, each of which will be deemed an original.

Spreedly, Inc.

Brainly sp. z o.o



By: DocuSigned by:
KOMO
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By: DocuSigned by:
Bill Salak
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Name: Nellie Vail
Title: CFO
Date: 3/2/2023

Name: Bill Salak
Title: CTO
Date: 3/3/2023