

AMENDMENT NO. 1 TO CONSULTING SERVICES AGREEMENT

THIS AMENDMENT NO. 1 TO CONSULTING SERVICES AGREEMENT (this "Amendment") is made and entered into as of May 30, 2023 (the "Amendment Effective Date"), by and between ABC TECHNOLOGIES, INC., a Delaware corporation ("Company"), and XYZ CONSULTING GROUP LLC, a Nevada limited liability company ("Consultant").

RECITALS

WHEREAS, Company and Consultant are parties to that certain Consulting Services Agreement dated January 15, 2023 (the "Agreement"); and

WHEREAS, the parties desire to amend the Agreement as set forth herein;

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein, the parties hereto agree as follows:

1. AMENDMENTS

1.1 Term Extension. Section 3.1 of the Agreement is hereby amended to read in its entirety as follows:

"3.1 Term. This Agreement shall commence on the Effective Date and shall continue until December 31, 2023, unless earlier terminated as provided herein."

1.2 Additional Services. Exhibit A of the Agreement is hereby amended to add the following additional services:

- "7. Cloud infrastructure optimization
- 8. Cybersecurity assessment and remediation planning
- 9. AI/ML strategy development"

1.3 Additional Deliverables. Exhibit A of the Agreement is hereby amended to add the following additional deliverables:

- "5. Cloud infrastructure assessment - Due by September 15, 2023
- 6. Cybersecurity report - Due by November 1, 2023
- 7. AI/ML strategy document - Due by December 15, 2023"

1.4 Compensation Adjustment. Section 2.1 of the Agreement is hereby amended to read in its entirety as follows:

"2.1 Fees. As compensation for the Services, Company shall pay Consultant fees in the amount of \$20,000 per month from August 1, 2023 through December 31, 2023, for an additional contract value not to

exceed \$100,000. The total contract value for the entire term shall not exceed \$190,000."

2. MISCELLANEOUS

2.1 Full Force and Effect. Except as expressly modified by this Amendment, the Agreement shall remain in full force and effect in accordance with its terms.

2.2 Entire Agreement. This Amendment, together with the Agreement, constitutes the entire agreement between the parties with respect to the subject matter hereof and supersedes all prior or contemporaneous communications, representations, or agreements, whether oral or written.

2.3 Counterparts. This Amendment may be executed in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment as of the Amendment Effective Date.

COMPANY:

ABC TECHNOLOGIES, INC.

By: _____

Name: John Smith

Title: Chief Executive Officer

Date: May 30, 2023

CONSULTANT:

XYZ CONSULTING GROUP LLC

By: _____

Name: Jane Doe

Title: Managing Partner

Date: May 30, 2023