

**Amendment Number 1**  
**to**  
**Contract Number DIR-SDD-1996**  
**between**  
**State of Texas, acting by and through the Department of Information Resources**  
**and**  
**SKILLSOFT CORPORATION**

This Amendment Number 1 to Contract Number DIR-SDD-1996 ("Contract") is between the Department of Information Resources ("DIR") and Skillsoft Corporation ("Vendor"). DIR and Vendor agree to modify the terms and conditions of the Contract as follows:

1. **Appendix A, Section 9. Vendor Responsibilities, C. Vendor Certifications, (vii)** is hereby restated as follows:

(vii) Vendor and its principals are not suspended or debarred from doing business with the federal government as listed in the *System for Award Management (SAM)* maintained by the General Services Administration;

All other terms and conditions of the Contract as amended, not specifically modified herein, shall remain in full force and effect. In the event of conflict among the provisions, the order of precedence shall be this Amendment Number 1 and then the contract.

**IN WITNESS WHEREOF**, the parties hereby execute this amendment to be effective as of the date of last signature.

**SKILLSOFT CORPORATION**

**Authorized By: Signature On File** \_\_\_\_\_

**Name: Mark P. Murray** \_\_\_\_\_

**Title: Senior Director Finance/Corporate Comptroller**

**Date: June 16, 2014**

**The State of Texas, acting by and through the Department of Information Resources**

**Authorized By: Signature On File** \_\_\_\_\_

**Name: Karen Robinson**

**Title: Executive Director**

**Date: 6-25-14**

**Office of General Counsel: 6-23-14**