

**COMMONWEALTH OF PENNSYLVANIA  
STATE SYSTEM OF HIGHER EDUCATION**

**Contract Inquiry No. 4900000530-A2**

**THIS AMENDMENT**, is made and entered into between Pennsylvania’s State System of Higher Education (2300 Vartan Way, Suite 207, Harrisburg, Pennsylvania 17110), an agency of the Commonwealth of Pennsylvania (hereinafter “State System”)

and

Honorlock, Inc. at 2500 North Military Trail, Suite 322, Boca Raton, FL 33431 acting through its proper officials, (hereinafter referred to as “Contractor” or “Honorlock”) (Federal I.D. #82-1939155).

Both the State System and Contractor, when used together, are hereinafter referred to as “Parties”. The State System is an instrumentality of the Commonwealth of Pennsylvania, established by and existing pursuant to Article XX-A of the Public School Code of 1949, as amended, 24 P.S. § 20-2001-A, et seq., and is authorized thereby to enter into this Contract.

**WHEREAS**, the Parties entered into an agreement for Online Proctoring Services on March 29, 2021, in Contract No. 4900000530; and

**WHEREAS**, the Parties are mutually agreeable to amend the original Contract to update the pricing summary.

**NOW THEREFORE**, for and in consideration of the foregoing and the mutual promises hereinafter expressed and intending to be legally bound hereby, the Parties hereby do agree to the following amendment:

1. The updated pricing for Contractor’s product offerings is attached hereto, incorporated herein and marked as Attachment A.
2. All other terms and conditions of Contract No. 4900000530 not modified in this Amendment shall remain in full force and effect and be considered incorporated herein as part of the Amended Contract. Said Original Contract is attached hereto.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed pursuant to due and legal action authorizing the same to be done the dates listed below.

FOR THE CONTRACTOR:

Patrick Henn CFO  
04/18/2024  
Individual Owner or Member  
(if Contractor is an individual or partnership or limited liability company)

Patrick Henn CFO  
04/18/2024  
Vice President Date

Secretary or Treasurer Date

FOR THE STATE SYSTEM:

Jeff Mandel DocuSigned by:  
4/19/2024 | 8:04:32 AM EDT  
2EAC86ED69BA47F...  
Director, Procurement Shared Services

APPROVED AS TO FISCAL RESPONSIBILITY, BUDGETARY APPROPRIATENESS AND

Molly Mercer DocuSigned by: OF FUNDS  
4/19/2024 | 8:09:10 AM EDT  
7B4CC4E478B2475...  
Chief Financial Officer

APPROVED AS TO FORM AND

David B. Mueller DocuSigned by:  
'2024 | 5:48:01 AM PDT  
769B0450965B446...  
University Legal Counsel

N/A- Pricing amendment only

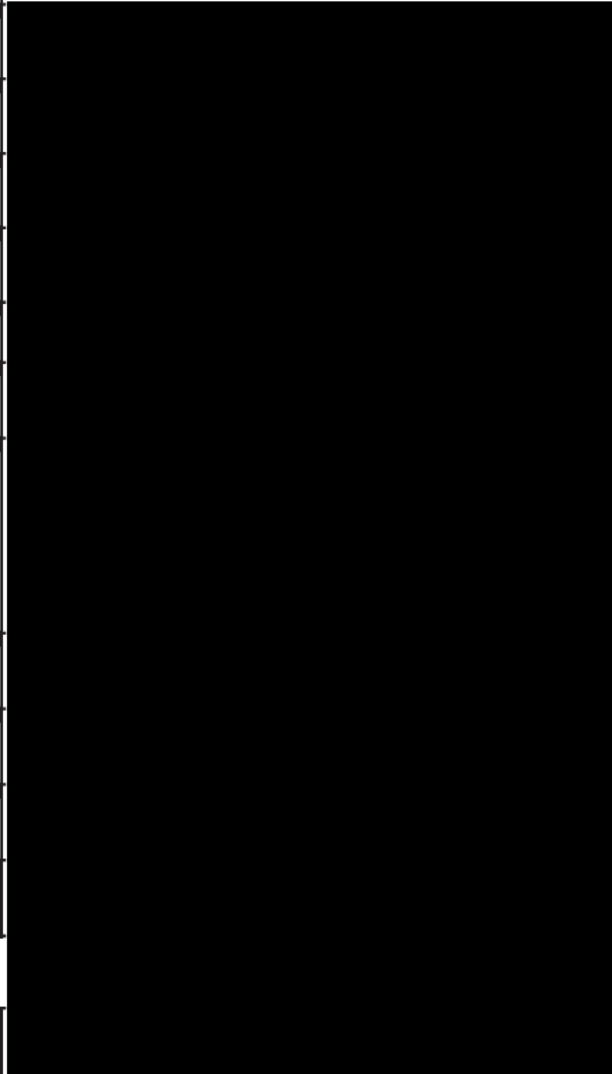
Deputy Attorney General

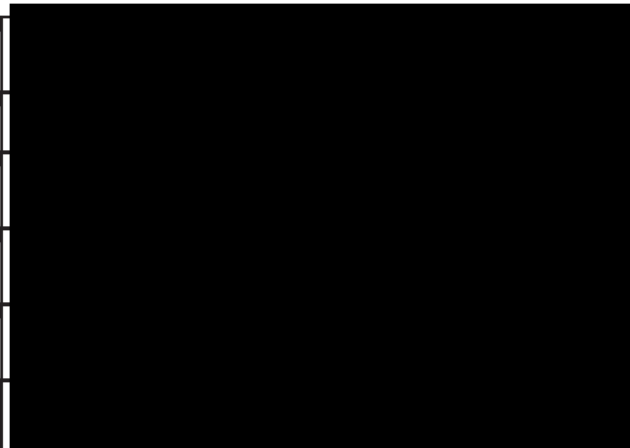
N/A- Pricing amendment only

Office of General Counsel

*Note regarding signatures above. If a corporation, two signatures are required, one being the President or Vice President, the second being the Secretary or Treasurer. Signatory authority of signatures can be delegated provided there is a certified Board resolution presented with this contract.*

Pennsylvania's State System of Higher Education  
Online Proctoring Solutions  
RFP #2020-COOP-LAV-45  
COST PROPOSAL

<b>AUTOMATED PROCTORING</b>	<b>HONORLOCK</b>
Exam Length	
Automated Standard Per Student / First Hour	
Automated Standard Per Student / Additional Hours	
Automated Standard Per Student - Unlimited Use Annual	
Comments	
Implementation	
Training	
Live-ID Verification	
Lockdown Browser	
Webcam Recordings	
Screen Recordings	
Discounted Pricing off List Price	

Volume Pricing	
Annual Renewal Rate - YR 2	
Annual Renewal Rate - YR 3	
Annual Renewal Rate - YR 4	
Annual Renewal Rate - YR 5	

Value-Added Offerings:	
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**VOLUME PRICING PER NUMBER OF STUDENTS ANNUALLY**

<b>AUTOMATED PROCTORING SERVICES</b>	<b>HONORLOCK</b>
1,000+ Users	
5,000+ Users	
10,000+ Users	
15,000+Users	
25,000+Users	
50,000+Users	

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Pennsylvania's State System of Higher Education  
Online Proctoring Solutions  
RFP #2020-COOP-LAV-45  
COST PROPOSAL

<b>LIVE ONLINE PROCTORING</b>	<b>HONORLOCK</b>
Exam Length	
Live Standard Per Student / First Hour	
Live Standard Per Student / Additional Hours	
Comments	
Live Standard Per Student - Unlimited Use Annual	
Comments	
Implementation	
Training	
Live-ID Verification	

Lockdown Browser	[REDACTED]
Webcam Recordings	[REDACTED]
Screen Recordings	[REDACTED]

Discounted Pricing off List Price	[REDACTED]
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Volume Pricing	See below.
Annual Renewal Rate - YR 2	[REDACTED]
Annual Renewal Rate - YR 3	[REDACTED]
Annual Renewal Rate - YR 4	[REDACTED]
Annual Renewal Rate - YR 5	[REDACTED]

Value-Added Offerings:	[REDACTED]
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**VOLUME PRICING PER NUMBER OF STUDENTS ANNUALLY**

LIVE ONLINE PROCTORING SERVICES	HONORLOCK
1,000+ Users	[REDACTED]
5,000+ Users	[REDACTED]
10,000+ Users	[REDACTED]
15,000+Users	[REDACTED]
25,000+Users	[REDACTED]
50,000+Users	[REDACTED]

Automated with Live Proctor Pop-in.