



Notice of Material Change to the Vendor Contract

Pursuant to the terms of your awarded vendor contract, all vendors must notify Region 4 Education Service Center ("Region 4") when any material change in operations, that may adversely affect members, (i.e. assignment, bankruptcy, change of ownership, merger, etc.) is made. No material change may be made to the contract without the prior written approval of Region 4. Region 4 reserves the right to accept or reject any new party.

Mythics, LLC. (vendor company name) hereby provides notice of the following material change to contract number: R190801 on this date 2/3/2023.

Instructions: (Vendors must check all that may apply and provide supporting documentation. Place your initials next to each item to confirm that documents are, indeed, included. Be sure to sign the signature page with all require signatures, prior to submitting your notice to Region 4 for approval).

- | | |
|---|---|
| <input type="checkbox"/> Assignment | <input type="checkbox"/> Change in ownership (<i>sale/purchase</i>) |
| <input type="checkbox"/> Indicate if you are assigning to your own subsidiary | <input type="checkbox"/> Asset Purchase Agreement |
| <input type="checkbox"/> Assumption Agreement | <input type="checkbox"/> Other supporting documentation |
| <input type="checkbox"/> Other supporting documentation | |
| <input type="checkbox"/> Bankruptcy | <input checked="" type="checkbox"/> Acquisition |
| <input type="checkbox"/> Official legal Notice of Bankruptcy Proceedings | <input type="checkbox"/> Asset Purchase Agreement |
| <input type="checkbox"/> Other supporting documentation | <input checked="" type="checkbox"/> Other supporting documentation |
| <input type="checkbox"/> Merger | <input type="checkbox"/> Other |
| <input type="checkbox"/> Share Exchange Agreement | <input type="checkbox"/> Supporting documentation |
| <input type="checkbox"/> Merger and Acquisition Agreement | |
| <input type="checkbox"/> Asset Purchase Agreement | |
| <input type="checkbox"/> Other supporting documentation | |

Notes: Vendor may include any other notes regarding the material change here: (attach another page if necessary).
Please see Notice of Change Letter attached.

Upon approval of this notice, the awarded contract holder and/or subsequent assignee agree to and understand the following principles:

- i. **Contract holder reference.** If the contract holder undergoes a merger, acquisition, or partial assignment, in which case they still maintain the contract, then all transactions made under the existing contract number (including purchase orders) must reference the name of the awarded contract holder. The exception to this requirement is if the contract holder no longer holds the contract or if the company has been acquired by another company and undergone a name change. Notice of the authorized name change, to the existing contract, must be provided and approved by Region 4.



In instances where the contract holder has acquired a separate and distinct company, and it is necessary to designate those certain purchases facilitated by the non-contract holder, then this designation may be made if, and only if, the contract holder is also referenced on the transaction.

ii. **Maintenance of records.** Both the awarded contract holder and subsequent assignee agree to remain responsible for maintaining all auditable records, including documents kept in the ordinary course of business and sales invoices, related to OMNIA Partners, Public Sector and/or contract number pursuant to the statutory requirements identified in the vendor contract.

iii. **Payments.** Both the awarded contract holder and subsequent assignee agree that all payments made by participating entities must be made directly to the contract holder, unless otherwise approved by Region 4. Accordingly, both parties acknowledge that in instances where it is necessary to designate the purchases facilitated by assignee, that the contract holder must also be referenced on the purchase order.

iv. **Handling of Proprietary and/or Confidential Information.** In accord with the terms of the contract, both awarded vendor and assignee agree that at all times it will hold in strict confidence and not disclose to any third party Confidential and/or Proprietary information of Region 4, except as approved in writing by Region 4, and will use the Confidential Information for no purpose other than providing services under the contract. Both awarded vendor and assignee shall only permit access to Confidential Information to those of its employees or authorized representatives having a need to know and who have signed confidentiality agreements or are otherwise bound by confidentiality obligations at least as restrictive as those contained herein.

This document is to be construed in strict accordance with the terms and conditions outlined in the Region 4/vendor master agreement referenced herein. Both awarded vendor and assignee agree to uphold the vendor obligations set forth in the vendor agreement. This Agreement will become effective when signed by all parties.

AGREED AND ACCEPTED AS OF THE DATE FIRST SET FORTH ABOVE:

Company name of awarded vendor
Mythics, Inc.

Official name of assigned or added company
Mythics, LLC

BY: Deonte J. Watters

BY: Scott Needleman

NAME: Deonte J. Watters, CCMAP

NAME: Scott Needleman

TITLE: Vice President, Contracts

TITLE: SVP, General Counsel

Region 4 Education Service Center

BY: Robert Zingelmann
DocuSigned by:
0B1D33BB0130490...

NAME: Robert Zingelmann

Chief Financial Officer

TITLE: Finance and Operations Services

DATE: 2/8/2023 | 8:21 AM CST

MYTHICS, LLC
4525 Main Street
Suite 1500
Virginia Beach, VA 23462

February 3, 2023

Via: Electronic Mail

Region 4 Education Service Center
7145 West Tidwell Road
Houston, TX 77092
Attention: Robert Zingelmann
Email: robert.zingelmann@esc4.net

Re: Notice of Change of Control and Name Change

Dear Mr. Zingelmann:

I write to announce the exciting news that Mythics, LLC (previously known as Mythics, Inc.) (the “**Company**”) received a substantial equity investment from One Equity Partners (“**OEP**”), a private equity firm which has focused on targeted investments in the technology, healthcare, and industrial sectors for over two decades. Specifically, OEP has indirectly acquired a majority stake in the Company and its wholly-owned subsidiary, Emergent, LLC (the “**Transaction**”).¹ We look forward to leveraging OEP’s background and additional resources to accelerate our efforts to address our customers’ software needs and anticipate that OEP’s deep experience in the technology sector will be a significant asset to the team moving forward. The regular operations of the Company and the Company’s management team have continued unchanged following the closing of the Transaction. We also do not anticipate any changes to your account team at this time. The Company remains committed to delivering the same high quality service that you have come to expect from us.

I am reaching out on behalf of the Company to provide notice of our change of beneficial ownership and control based upon the Transaction, in connection with the contract between Region 4 Education Service Center and the Company.

Additionally, in connection with the Transaction and investment by OEP, the Company has undergone a conversion such that its entity name has changed from Mythics, Inc., a Virginia corporation, to Mythics, LLC, a Delaware limited liability company. As such, we request that you issue a modification in connection with the below contract in order to recognize this change of name. Your current contracts team will work with you at your convenience in order to promptly process this modification.

- Mythics Contract No. R190801

If you have any questions, please do not hesitate to contact Scott Needleman directly at 301-717-8278 or at sneedleman@mythics.com.

Sincerely,


Scott Needleman
Senior VP, General Counsel

¹ For more information, see the following press release: One Equity Partners, *One Equity Partners Agrees to Make a Strategic Investment in Mythics Emergent Group, Leading IT Solutions Partner to the Public Sector* (January 11, 2023), <https://www.oneequity.com/news/newsarticle/5264>.

Notice of Material Change to Contract - Mythics R190801 - 2-3-2023 signed (003)

Final Audit Report


2023-02-06

Created:	2023-02-06
By:	Deonte Watters (dwatters@mythics.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAAuwVSpNRaEVtAEi6CnbqvRQ1e5jQbp0P5

"Notice of Material Change to Contract - Mythics R190801 - 2-3-2023 signed (003)" History

 Document created by Deonte Watters (dwatters@mythics.com)

2023-02-06 - 6:08:29 PM GMT- IP address: 35.151.156.114

 Document emailed to Scott Needlemane (sneedleman@mythics.com) for signature

2023-02-06 - 6:09:25 PM GMT

 Email viewed by Scott Needlemane (sneedleman@mythics.com)

2023-02-06 - 6:14:00 PM GMT- IP address: 100.4.101.26

 Document e-signed by Scott Needlemane (sneedleman@mythics.com)

Signature Date: 2023-02-06 - 6:14:33 PM GMT - Time Source: server- IP address: 100.4.101.26

 Agreement completed.

2023-02-06 - 6:14:33 PM GMT