1. This Agreement is entered into between the State Agency and the Contractor named below

STATE AGENCY'S NAME
California Governor's Office of Emergency Services (Cal OES)

CONTRACTOR'S NAME
InterTalk Critical Information Systems, Inc.

2. The term of this Agreement is: April 10, 2017, or upon California Department of Technology approval, whichever is the later, through April 9, 2020

3. The maximum amount of this Agreement is: $0.00
Zero Dollars and Zero Cents

4. The parties agree to comply with the terms and conditions of the following attachments which are by this reference made a part of the Agreement:

   Appendix A – Statement of Work
   Attachment 1.0 – Contractor’s Monthly Activity Report
   Attachment 2.0 – Contractor’s Monthly Service Level Agreement Compliance Report Turn-Key 9-1-1 CPE System
   Attachment 2.1 – Contractor’s Monthly Service Level Agreement Compliance Report 9-1-1 CPE Host-Remote System
   Attachment 3.0 – Contractor’s Sample Statement of Work Turn-Key 9-1-1 CPE System Format
   Attachment 3.1 – Contractor’s Sample Statement of Work 9-1-1 CPE Host-Remote System Format
   Attachment 4.0 – Turn-Key 9-1-1 CPE System Acceptance and Authorization Checklist
   Attachment 4.1 – 9-1-1 CPE Host-Remote System Acceptance and Authorization Checklist
   Attachment 5.0 – Required Call Detail Record (CDR) Elements
   Attachment 6.0 – Call Data Record Format
   Appendix B – Budget Detail, Invoicing and Payment Provisions
   Exhibit 16 – Cost Workbook
   Exhibit A – Certificate of Name Change
   (*) IFB 8500-2016 in its entirety
   (*) Contractor’s Final Response to IFB 8500-2016 in its entirety
   (*) Appendix C – General Provisions – Information Technology (GSPD – 401IT-09/05/2014)

   Items shown with an Asterisk (*), are hereby incorporated by reference and made part of this agreement as if attached hereto.

IN WITNESS WHEREOF, this Agreement has been executed by the parties hereto.

<table>
<thead>
<tr>
<th>CONTRACTOR</th>
<th>Statewide Technology Procurement Division Use Only</th>
</tr>
</thead>
<tbody>
<tr>
<td>InterTalk Critical Information Systems, Inc.</td>
<td></td>
</tr>
</tbody>
</table>

BY (Authorized Signature) [Signature]
DATE SIGNED 05 MAY 2017

PRINTED NAME AND TITLE OF PERSON SIGNING
Chris Oldham, VP, Operations

ADDRESS
125 Joseph Zatzman Drive
Dartmouth, Nova Scotia
B3B 1W1 Canada

| AGENCY NAME | |
|-------------| |
| California Governor’s Office of Emergency Services (Cal OES) | |

BY (Authorized Signature) [Signature]
DATE SIGNED 6/5/17

PRINTED NAME AND TITLE OF PERSON SIGNING
Sara Stillwell, Assistant Director, Administrative Services Section

ADDRESS
3650 Schriever Avenue
Mather, CA 95655

Exempt per