

Amendment to License Agreement

This Amendment ("**Amendment**") to the License Agreement by and between the City of Doral, FL ("**City**") and Zencity Technologies US Inc. ("**Zencity**"), dated as of October 2, 2018 ("**License Agreement**") is entered into as of October 1, 2020 (the "**Amendment Date**").

All capitalized terms not defined herein shall have the meaning ascribed to such terms in the License Agreement.

Whereas, Zencity and City have entered into the License Agreement; and

Whereas, the License Agreement includes certain provisions that the parties mutually wish to amend as set forth herein;

Now, therefore, in consideration of the mutual promises contained herein, the parties hereto agree to amend the terms of the License Agreement as set forth below.

1. **Pricing.**

The chart appears on Page 1 of the License Agreement shall be amended as follows.

Licensed Platform	Quantity	Unit Price	Total Price
Zencity Platform monthly subscription for cities under 100K residents	12	\$3,000	\$36,000
Special design partner (early adopter) discount for the City of Doral, FL (extended to September 30, 2021 due to COVID-19)	-60%	-\$1,792	-\$21,500
TOTAL PRICE for 12 months of usage		\$1,208	\$14,500

2. **Term**

The term of this amendment shall be from the Amendment Date and shall continue for a period of 12 months, until September 30, 2021, unless terminated earlier in accordance with the terms and conditions outlined in the License Agreement.


3. **General.**

This Amendment shall be deemed for all intents and purposes as an integral part of the License Agreement and shall become effective as of the Amendment Date. In the event of a conflict between the License Agreement and this Amendment, this Amendment shall govern. Except as modified herein, all other terms of the License Agreement shall remain in full force and effect. This Amendment may be executed in several counterparts (including by email), each of which will be deemed to be an original and all of which will together constitute one and the same instrument.

In witness whereof, the parties have executed this Amendment, effective as of the Amendment Date.

DocuSigned by:


 ZenCity Technologies US Inc.
 By: Eyal Feder
 Title: CEO



 City of Doral, FL
 By: Albert P. Childress
 Title: City Manager