ADDENDUM TO CALIFORNIA STUDENT DATA PRIVACY AGREEMENT

IN CONSIDERATION of the mutual agreement by NoRedInk ("Provider") and Irvine Unified School District ("LEA") in the Addendum, Provider and LEA agree to the following changes to the California Student Data Privacy Agreement ("DPA"), as follows:

ARTICLE II: DATA OWNERSHIP AND AUTHORIZED ACCESS

5. Subprocessors. Provider shall enter into written agreements with all Subprocessors performing functions pursuant to the Service Agreement, whereby the Subprocessors agree to protect Student Data in manner consistent with the terms of this DPA; provided, however, that LEA acknowledges that Provider cannot impose specific tems on its independent infrastructure providers, but Provider will be responsible for the actions or omissions of such infrastructure providers, and will only utilize infrastructure providers which maintain data protection and security policies consistent with those described in Exhibit "F".

ARTICLE V: DATA PROVISIONS

1.Data Security. The Provider agrees to abide by and maintain adequate data security measures, consistent with industry standards and technology best practices, to protect Student Data from unauthorized disclosure or acquisition by an unauthorized person. The general security duties of Provider are set forth below. Provider may further detail its security programs and measures in Exhibit "F" hereto. These measures shall include, but are not limited to:

g. Subprocessors Bound. Provider shall enter into written agreements whereby Subprocessors agree to secure and protect Student Data in a manner consistent with the terms of this Article V; provided, however, that LEA acknowledges that Provider cannot impose specific tems on its independent infrastructure providers, but Provider will be responsible for the actions or omissions of such infrastructure providers, and will only utilize infrastructure providers which maintain data protection and security policies consistent with those described in Exhibit "F". Provider shall periodically conduct or review compliance monitoring and assessments of Subprocessors to determine their compliance with this Article.

[Continued to next page]