

BRIGHTBYTES, INC.
3280 Peachtree Rd NE, 7th Floor
Atlanta, GA 30305

May 4, 2022

Fremont Sd 79
Attn: Brian Bullis
28855 N Fremont Center Rd
Mundelein, Illinois 60060-9451

Re: Standard Student Data Privacy Agreement IL-NDPA v1.0a, by and between BrightBytes, Inc. (the “**Company**”) and Fremont Sd 79 (“**you**”), effective May 12, 2021 (the “**Agreement**”).

Fremont Sd 79:

As you may be aware, the Company has entered into a definitive agreement with Google LLC (“**Parent**”), Bibliophile Inc., a direct or indirect wholly owned subsidiary of Parent (“**Merger Sub**”), and certain other parties named therein, pursuant to which, among other things, Merger Sub will be merged with and into the Company and the Company will be the surviving corporation and continue as a wholly owned subsidiary of Parent (collectively, the “**Transaction**”). The Transaction is currently expected to be consummated on May 17, 2022. No public announcement has been made of the Transaction, so we ask that you keep this letter, and any matters referenced herein, including the Transaction, confidential.

In connection with the Transaction, effective as of the closing thereof, the Company will become a wholly-owned subsidiary of Parent, resulting in a change of control for purposes of the Agreement (the [“**Change of Control**”]). The purpose of this letter is to seek your consent to the Transaction, including the Change of Control, and waiver of any notice or termination rights, in each case, under the Agreement.

Please countersign in the space provided below and return a PDF copy of this consent to the email address listed below. This letter may be executed in one or more counterparts, each of which will be deemed an original, but all of which together will constitute one and the same instrument. There is no change in the notice and accounting addresses for the Company, and the Company contact persons remain the same. By countersigning this letter, you agree as follows:

- You hereby consent to the Change of Control and the transactions described herein and to any deemed assignment of the Agreement that may result from the Transaction.
- You hereby acknowledge and agree that, (i) except as set forth herein, all of the terms and provisions of the Agreement shall remain in full force and effect up to and following the

completion of the Transaction, (ii) notwithstanding any provision of the Agreement to the contrary, the Transaction will not constitute a breach of or default under the Agreement, nor shall it confer any right permitting you or your affiliates to terminate, suspend or in any way impair the Agreement, (iii) you will not amend or terminate the Agreement based on the Transaction, (iv) you have no actual knowledge of any breach of or default by the Company under the Agreement, nor has any event occurred which, with the lapse of time or the giving of any notice or both, would constitute a breach of or default by the Company under the Agreement, (v) you waive any terms or conditions contained in the Agreement that may in any way affect the ability of the Company to consummate the Transaction, (vi) you waive any notice requirements (including, without limitation, as to method of delivery) with respect to this letter, the Agreement or the Transaction or any other agreements related thereto, (vii) you will not to take any action, or direct or permit any other party to take any action, to enforce any remedy under the Agreement against the Company with respect to the Transactions and (v) that the Agreement and the rights, licenses or other benefits thereunder may be exercised by, and will be for the benefit of, the Company and its post-closing affiliates, including without limitation Parent and its affiliates.

Thank you for your prompt attention to this matter. We would appreciate your signed consent by May 13, 2022. We value our relationship with you and look forward to continuing to work with you following the Transaction. If you have any questions, please contact Christian J. Swango, Chief Financial Officer via e-mail at cswango@brightbytes.net.

[Signature Page Follows]

Very truly yours,

BRIGHTBYTES, INC.



By: _____

Name: Dr. Genevieve Hartman

Title: President & COO

Acknowledged and agreed by:

Fremont Sd 79

By: Brian B. Bullis

Name: Brian Bullis

Title: Assistant Superintendent of Learning