

Amendment Number 1
to
Contract Number DIR-TSO-4159
between
State of Texas, acting by and through the Department of Information Resources
and
HP Inc.

This Amendment Number 1 to Contract Number **DIR-TSO-4159** (“**Contract**”) is between the Department of Information Resources (“**DIR**”) and HP Inc. (“**Vendor**”). DIR and Vendor agree to modify the terms and conditions of the Contract as follows:

1. **Contract, Section 1.C. Order of Precedence** is hereby amended and replaced in its entirety as follows:

C. Order of Precedence

For purchase transactions under this Contract, the order of precedence shall be as follows: this Contract; Appendix A, Standard Terms and Conditions For Products and Related Services Contracts; Appendix B, Vendor’s Historically Underutilized Businesses Subcontracting Plan; Appendix C, Pricing Index; Appendix D, Software Licensing and Software and Hardware Support Agreement; Appendix E, Managed Print Services Agreement; Appendix E1 Premium Managed Print Services Agreement; Appendix F, Master Lease Agreement; Appendix F1, Master Lease Agreement Lease Purchase Schedule; Appendix F2, Master Lease Agreement Schedule (FMV); Exhibit 1, Vendor’s Response to RFO DIR-TSO-TMP-417, including all addenda; and Exhibit 2, RFO DIR-TSO-TMP-417, including all addenda; are incorporated by reference and constitute the entire agreement between DIR and Vendor governing purchase transactions. For lease transactions under this Contract, the order of precedence shall be as follows: this Contract; Appendix F, Master Lease Agreement; Appendix F1, Master Lease Agreement Lease Purchase Schedule; Appendix F2, Master Lease Agreement Schedule (FMV); Appendix A, Standard Terms and Conditions For Products and Related Services Contracts; Appendix B, Vendor’s Historically Underutilized Businesses Subcontracting Plan; Appendix C, Pricing Index; Appendix D, Software Licensing and Software and Hardware Support Agreement; Appendix E, Managed Print Services Agreement; Appendix E1 Premium Managed Print Services Agreement; Exhibit 1, Vendor’s Response to RFO DIR-TSO-TMP-417, including all addenda; and Exhibit 2, RFO DIR-TSO-TMP-417, including all addenda; are incorporated by reference and constitute the entire agreement between DIR and Vendor governing lease transactions. In the event of a conflict between the documents listed in this paragraph related to purchases, the controlling document shall be this Contract, then Appendix A, then Appendix B, then Appendix C, then Appendix D, then Appendix E, then Appendix E1, then Appendix F, then Appendix F1, then Appendix F2, then Exhibit 1, and finally Exhibit 2. In the event of a conflict between the documents listed in this paragraph related to lease transactions, the controlling document shall be this Contract, then Appendix F, then Appendix F1, then Appendix F2, then Appendix A, then Appendix B, then Appendix C, then Appendix D, then Appendix E, then Appendix E1, then Exhibit 1, and finally Exhibit 2. In the event and to the extent any provisions contained in multiple documents address the same or substantially the same subject matter but do not actually conflict, the more recent provisions shall be deemed to have superseded earlier provisions.

2. **Appendix E, Managed Print Services Agreement** is hereby added in its entirety.
3. **Appendix E1 Premium Managed Print Services Agreement** is hereby added in its entirety.
4. **Appendix F, Master Lease Agreement** is hereby added in its entirety.
5. **Appendix F1, Master Lease Agreement Lease Purchase Schedule** is hereby added in its entirety.
6. **Appendix F2, Master Lease Agreement Schedule** is hereby added in its entirety.

All other terms and conditions of the Contract as amended, not specifically modified herein, shall remain in full force and effect. In the event of conflict among the provisions, the order of precedence shall be Amendment Number 1, and then the Contract.

IN WITNESS WHEREOF, the parties hereby execute this amendment to be effective as of the date of the last signature.

HP Inc.

Authorized By: Signature of File

Name: Judith M. Alexander

Title: Senior Counsel

Date: 2/25/2019

The State of Texas, acting by and through the Department of Information Resources

Authorized By: Signature on File

Name: Hershel Becker

Title: Chief Procurement Officer

Date: 3/28/2019

Office of General Counsel: DB 3/28/2019