



Statewide Contract Addendum

This addendum is added to and is to be considered part of the subject contract.

Statewide Contract #: SW1018

PeopleSoft Contract ID: 3910

Contract Title: IPHIS

Contract Issuance Date: 09/29/2014

Contract Supplier: Orion Health Inc.

Addendum # Three (3)

Addendum Date: 01/09/2020

OMES Point of Contact:

Contracting Officer: Carol Williams-Downing

Phone Number: 405-522-0432

E-mail address: Carol.williamsdowning@omes.ok.gov

Addendum Information:

This addendum is issued to exercise renewal option five (5) of ten (10) for SW1018-IPHIS

Contract Period: 01/09/2020 – 09/28/2020

Agreement Period: 09/29/2014 – 09/28/2025

This addendum also serves to update the Contracting Officer information to:

Carol Williams-Downing
OMES/Central Purchasing
405-522-0432

Carol.williamsdowning@omes.ok.gov

Executed addendum enclosed.

**ADDENDUM NO. 5
TO OKLAHOMA STATEWIDE CONTRACT NO. ITSW1018
FOR
INTEROPERABLE PUBLIC
HEALTH INFORMATION SYSTEM**

This Addendum No. 5 (the "Addendum"), entered into as of September 26, 2019 (the "Addendum Effective Date"), modifies and is a Contract Document pursuant to the terms of the Oklahoma statewide contract numbered ITSW1018 (the "Contract") between the State of Oklahoma (the "State") and Orion Health Inc. ("Orion Health").

PREAMBLE: Effective as of September 30, 2014, the State and Orion Health entered into the Contract in which Orion Health agreed to provide products and services related to the State's Interoperable Public Health Information System. The State purchased a subscription Rhapsody Integration Engine license through a subsequent addendum to the Contract. Orion Health recently announced that its Rhapsody business was acquired by Hg, a specialist technology investor committed to helping build global businesses. In connection with the Hg transaction, a new company, InterOperability Bidco, Inc. d/b/a Rhapsody has been set up to acquire a majority stake in Orion Health's Rhapsody business. All of the assets of the Rhapsody business, including its customer contracts, employees and intellectual property were transferred to InterOperability Bidco, Inc. (or its subsidiaries) with effect from completion of the Hg transaction (the "Hg transaction") on October 31, 2018 pursuant to the terms of the transaction documentation entered into between Orion Health Group Limited and InterOperability Bidco Inc. As such, the parties wish to amend the Contract to move the Rhapsody subscription license from the Contract to a standalone Rhapsody license agreement.

NOW, THEREFORE, in consideration of the mutual covenants contained herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

- 1) Rhapsody Subscription License. Schedule 1 of the Contract is hereby amended by striking the additional Rhapsody Enterprise subscription license as added in Addendum No. 2, Section 1.A.
- 2) Standalone Rhapsody License Agreement. Attached as Exhibit A is the standalone Rhapsody Master Agreement which includes the License, Support and Services Agreement to be executed by Customer and InterOperability Bidco, Inc. in conjunction with this Addendum. If the Rhapsody Master Agreement including the License Support and Services Agreement is not entered into in conjunction with this Addendum, this Addendum shall be null and void.
- 3) General. All other provisions of the Contract, to the extent not modified by this Addendum, shall remain in full force and effect. In the event of a conflict between this Addendum and the Contract, this Addendum shall prevail.

SIGNATURE PAGE TO
ADDENDUM NO. 5
TO OKLAHOMA STATEWIDE CONTRACT NO. ITSW1018
FOR
INTEROPERABLE PUBLIC
HEALTH INFORMATION SYSTEM

ORION HEALTH:

Orion Health Inc.



September 27, 2019

Sean Donoghue, SVP

Date

STATE:

State of Oklahoma



9-27-19

Date