

**Termination Addendum to SAP Software and Support Agreement
("Termination Addendum")**

between

**SAP Public Services Inc.
1399 NEW YORK AVENUE N.W. SUITE 800
WASHINGTON DC, 20005
United States
("SAP")**

and

**San Bernardino County
268 W. Hospitality Lane, 4th Floor
SAN BERNARDINO, CA, 92415-0018
United States
("Customer")**

**Customer ID: 1021033
Case ID: 3063272756**

1. PREAMBLE

- 1.1. Customer and SAP have entered into SAP Software and SAP Support agreement(s) including various order forms and associated documents governed by the respective GTC (collectively "**Agreement**"). This Termination Addendum modifies and becomes an integral part of the Agreement.
- 1.2. SAP and Customer have agreed upon permanently terminating Customer's Use rights / license grant in relation to certain SAP Software and to terminate the corresponding SAP Support as listed in Schedule 1 of this Termination Addendum.
- 1.3. This Termination Addendum as issued by SAP is a binding offer by SAP that will expire on 12.26.2025 ("**Offer Expiry Date**"). It only becomes effective upon SAP's receipt of this Termination Addendum duly signed by both parties ("**Effective Date**") on or prior to the Offer Expiry Date.

2. LICENSE TERMINATION

- 2.1. With effect from the date defined in Schedule 1 of this Addendum ("**Change Date**"), SAP and Customer hereby agree that the Software Use rights / license grant shall be irrevocably terminated with regards to the Software listed in Schedule 1 under "Terminations" ("**Terminated Software**") and Customer and its authorized Affiliates/Subsidiaries shall immediately and permanently cease use of the Terminated Software. Customer shall destroy all copies of the SAP Proprietary/Confidential Information in every form.
- 2.2. Upon SAP's request, Customer must certify to SAP in writing that Customer and its Affiliates/Subsidiaries have fulfilled the obligations as set out in this Section.

3. SUPPORT TERMINATION

- 3.1. As of the Change Date, SAP Support for the Terminated Software will be terminated without further notice from SAP.
- 3.2. SAP and Customer further agree that the Maintenance Base for the remaining Software licensed under the Agreement shall be reduced and the SAP Support Fees shall be adjusted accordingly as of the Change Date as set out in Schedule 1 of this Termination Addendum.

4. AUDIT

- 4.1. Upon 10 days' notice SAP may audit Customers' SAP installations to verify that Customer ceased Use of the Terminated Software and (if applicable) related SAP Support after the Change Date. This one-time audit right is in addition to SAP's other verification rights under the Agreement and shall take precedence over any limitations to SAP's verification previously agreed with Customer.

5. DISCLAIMER

- 5.1. This Termination Addendum does not relieve Customer of any payment or obligations under the Agreement due before the Change Date.
- 5.2. Except as herein provided, none of the terms of the Agreement will be affected by this Termination Addendum. This Termination Addendum does not affect the Agreement between SAP and Customer with regards to SAP Software for which the quantity was not reduced.
- 5.3. Any terms not defined in this Termination Addendum will have the meaning ascribed to them in the Agreement. In case of a conflict between the terms of this Termination Addendum and the terms of the Agreement, the terms of this Termination Addendum will prevail.
- 5.4. Signatures sent by fax, pdf, email, DocuSign or other electronic means for which a process has been provided by SAP will be deemed original signatures.

Accepted By:

SAP Public Services Inc.
(SAP)

Accepted By:

San Bernardino County
(Customer)

Name: Len Collett

Title: Lead Senior Counsel

Date:

Name: Dawn Rowe

Title: Chair, Board of Supervisors

Date:

Schedule 1
Termination Addendum to SAP Software and Support Agreement

Cloud Extension - Software (Change Effective Date 01.31.2026)								
Case ID	Sales Order	Description	Product Number	Product	Current Quantity	Terminated Quantity	Remaining Quantity	Maint. Order
3060807460	12765685	Reseller Order Form, eff. Dec 27, 2017	7018599	SAP Extend Diagnostics by CA, Foundation	94	94	0	No Maint.
3060525382	1000031636	Order form 1, eff April 29th 2016.	7018256	SAP Access Control	8	8	0	1000031636
3060525382	1000031636	Order form 1, eff April 29th 2016.	7018537	SAP Bank Communication Management	40	40	0	1000031636
3060525382	1000031636	Order form 1, eff April 29th 2016.	7018569	SAP BusinessObjects Ent, pro ed (CS)	8	8	0	1000031636
3060525382	1000031636	Order form 1, eff April 29th 2016.	7018568	SAP BusinessObjects, prof ed (user)	20	20	0	1000031636
3060525382	1000031636	Order form 1, eff April 29th 2016.	7003013	SAP Developer User	10	10	0	1000031636
3060525382	1000031636	Order form 1, eff April 29th 2016.	7016118	SAP Ent Int-Inventory Manager MobApp	100	100	0	1000031636
3060525382	1000031636	Order form 1, eff April 29th 2016.	7017281	SAP Enterprise Project Connection	2	2	0	1000031636
3060525382	1000031636	Order form 1, eff April 29th 2016.	ERP_PACK AGE	SAP ERP Foundation Starter	1	1	0	1000031636
3060525382	1000031636	Order form 1, eff April 29th 2016.	7015920	SAP Process Orchestration	2	2	0	1000031636
3060525382	1000031636	Order form 1, eff April 29th 2016.	7003012	SAP Professional User	5	5	0	1000031636
3060525382	1000031636	Order form 1, eff April 29th 2016.	7003012	SAP Professional User	970	970	0	1000031636
3060525382	1000031636	Order form 1, eff April 29th 2016.	7017299	SAP Single Sign-On	20	20	0	1000031636
3060525382	1000031636	Order form 1, eff April 29th 2016.	7017737	SAP Strategy Management, professional ed	100	100	0	1000031636
3060525382	1000031636	Order form 1, eff April 29th 2016.	7017263	SAP Supplier Lifecycle Management	1,000	1,000	0	1000031636

3060525382	1000031636	Order form 1, eff April 29th 2016.	7016968	SAP Treasury and Risk Management	40	40	0	1000031636
3060525382	1000031636	Order form 1, eff April 29th 2016.	7018551	SAP WPB Enterprise Edition	5	5	0	1000031636
3060525382	1000031636	Order form 1, eff April 29th 2016.	7018548	SAP WPB Manager	970	970	0	1000031636
3060525382	1000031636	Order form 1, eff April 29th 2016.	7018546	SAP WPB Producer	5	5	0	1000031636
3060777643	1000031651	Order Form No. 3 - Eff. Sep 26, 2017.	7003015	SAP Employee User	700	700	0	1000031651
3060777643	1000031651	Order Form No. 3 - Eff. Sep 26, 2017.	7003012	SAP Professional User	225	225	0	1000031651
3060777643	1000031651	Order Form No. 3 - Eff. Sep 26, 2017.	7018548	SAP WPB Manager	925	925	0	1000031651
3061047832	1000031659	Order Form 4 Eff. Dec. 18, 2018	7003012	SAP Professional User	600	600	0	1000031659

Cloud Extension - Support (Change Effective Date 01.31.2026)							
Case ID	Sales Order	Description	Current Support Percentage	Maint. Base	Maint. Base Change	New Maint. Base	Currency
3060525382	1000031636	Order form 1, eff April 29th 2016.	24.110	1,532,716.56	1,262,801.79	269,914.77	USD
3060777643	1000031651	Order Form No. 3 - Eff. Sep 26, 2017.	24.110	495,873.90	459,142.50	36,731.40	USD
3061047832	1000031659	Order Form 4 Eff. Dec. 18, 2018	24.110	840,070.44	777,600.00	62,470.44	USD
					2,499,544.29		