

AMENDMENT

THIS AMENDMENT (this "**Amendment**") effective as of July 1st, 2021 (the "**Effective Date**") by and between **BOTTLING GROUP, LLC**, a Delaware limited liability company, and its affiliates and/or their respective subsidiaries collectively comprising Pepsi Beverages Company, with an office located at 4010 Crittenden Drive, Louisville, KY 40209 ("**Pepsi**") and **Spencer County Public Schools**, with its principal place of business at 207 W. Main St, Taylorsville, KY 40071 (the "**Customer**").

WHEREAS, Pepsi and the Customer are parties to the School District Agreement commencing on September 1, 2016 (as amended on October 11, 2016, June 12, 2017, June 7, 2018, and May 15, 2019 and June 15, 2021 the "**Agreement**"); and

WHEREAS, Pepsi and the Customer wish to modify certain terms of the Agreement and memorialize the same in writing.

NOW, THEREFORE, in consideration of these premises and the covenants herein contained, it is hereby agreed that, as of the Effective Date, the Agreement is hereby amended as set forth below. As used in this Amendment, capitalized terms defined in the Agreement and not otherwise defined in this Amendment, shall have the respective meanings assigned thereto in the Agreement.

- 1) Pepsi and Customer agree to extend the Term for an additional one (1) year period, expiring on June 30, 2022.
- 2) The chart in Section 5(B) is here deleted in its entirety, and replaced with the following:

Product	Unit_Case	Minimum Vend Price*	Commission Rate**
Corp_CSD_TOTAL	20oz 24L	\$1.50	43%
Lipton_Brisk_Total	20oz 24L	\$1.50	43%
Aquafina_Base_Total	20oz 24L	\$1.50	43%
Gatorade_Total	20oz 24L	\$1.75	43%
Gatorade_Propel_Total	20oz 24L	\$1.75	43%
Gatorade_Total	12oz/355ml Total	\$1.50	43%
Corp_CSD_TOTAL	Can 12oz 12P FM	\$1.00	27%
Mt_Dew_Kickstart_Total	Can 12oz 12L	\$2.00	43%
Lipton_Pure_Leaf_Total	18.5oz 12L	\$2.00	43%
Dole_Plus_Total	10oz 24L	\$2.00	43%
LifeWTR_Total	20oz 24L	\$2.00	43%
Starbucks_DS_Energy_Total	Can 15oz 12L	\$3.50	43%
Bubly_Total	Can 16oz 12L	\$1.75	43%

*Pepsi shall have the right to increase vend prices by \$0.25 in each renewal period
**Commission Rate stated above shall only apply to Products sold by Pepsi through its Vending Machines at the beginning of the Term. If Pepsi proposes any new Products to the Customer during the Term, then Pepsi shall have the right to apply a different Commission Rate and/or Minimum Vend Price for such new Product.

- 3) Notwithstanding anything in the Agreement to the contrary, Pepsi and Customer agree that the only amounts payable to Customer during the extended Term are applicable Commissions and Rebates.
- 4) Each party represents and warrants to the other that it has the authority to enter into and perform under this Amendment; and that the execution and performance under this Amendment will not violate any agreements with, or rights of, any third party. This Amendment may be amended or modified only by a writing signed by each of the parties.
- 5) **Except as may be expressly set forth herein, all terms and conditions of the Agreement shall remain in full force and effect.**

IN WITNESS WHEREOF, Pepsi and Customer have caused this Amendment to be executed by the authorized persons set forth below.

BOTTLING GROUP, LLC
~~Education Shelby County~~

Spencer County Public Schools ~~Board of~~

By: _____
Name: Jason Spencer
Title: Key Account Manager
Date: _____

By: _____
Name: _____
Title: _____
Date: _____

Exhibit A

Products & Pricing

2021-2022 School Years

Product	Package	Price	Rebate	Dead Net Price	Unit Price
Corp_CSD_TOTAL	20oz 24L	\$22.27	\$1.75	\$20.52	\$0.86
Lipton_Brisk_Total	20oz 24L	\$22.27	\$1.75	\$20.52	\$0.86
Aquafina_Base_Total	20oz 24L	\$13.07		\$13.07	\$0.54
Gatorade_Total	20oz 24L	\$23.16	\$1.75	\$21.41	\$0.89
Gatorade_Propel_Total	20oz 24L	\$27.92		\$27.92	\$1.16
Aquafina_Base_Total	16.9oz 24P	\$10.10		\$10.10	\$0.42
Dole_Total	15.2oz/450ml Total	\$19.00		\$19.00	\$1.58
Gatorade_Total	12oz/355ml Total	\$15.74		\$15.74	\$0.66
Corp_CSD_TOTAL	Can 12oz 12P FM	\$11.29		\$11.29	\$0.47
Mt_Dew_Kickstart_Total	Can 12oz 12L	\$11.29		\$11.29	\$0.94
Mt_Dew_Kickstart_Total	Can 16oz 12L	\$11.29		\$11.29	\$0.94
Aquafina_Base_Total	12oz 8P	\$9.76		\$9.76	\$0.41
Dole_Plus_Total	10oz 24L	\$18.36		\$18.36	\$0.77