

## Softcat plc – Variation Agreement

**THIS AGREEMENT** is made effective as of the date of last signature between Softcat plc, a company registered in England and Wales with registered number 02174990, whose registered address is Solar House, Fieldhouse Lane, Marlow, Buckinghamshire, United Kingdom SL7 1LW ("**Softcat**") and **NHS Midlands and Lancashire CSU**, whose registered address is **Bennett House, 2<sup>nd</sup> Floor East, Town Road, Hanley, Stoke on Trent ST1 2QB** ("**Customer**").

### 1. Purpose

- a. Softcat and Customer (together the "**Parties**") entered into an agreement under which Softcat agreed to supply certain products and services to the Customer. This agreement was made pursuant to the NHS SBS Digital Workspace Framework SBS/19/AB/WAB/9411, reference **OVREEA02SOTL V1**, with effective date 1<sup>st</sup> January 2025 ("**Terms**").
- b. The Parties wish to vary the Terms with the amendments set out in clause 3 below.
- c. In this variation agreement, expressions defined in the Terms and used in this variation agreement have the meaning set out in the Terms. In the event of any discrepancy between the provisions of this variation agreement and the Terms, this variation agreement shall take precedence.

### 2. Consideration

In consideration of the mutual promises set out in this variation agreement, the Parties agree to amend the Terms as set out below.

### 3. Variation

With effect from the date of this variation agreement, the Parties agree the following amendments and associated additional costs as an amendment to the original contract Terms:

a)	Reduction in Licenses	<p>The number of <u>Domains</u> being licensed in AD360's ADManager Plus has reduced from 8 to 6.</p> <p>The number of <u>Domain Controllers</u> being licensed in AD360's ADAudit Plus has reduced from 288 to 278.</p> <p>Line 5 - The number of <u>Azure Tenants</u> being licensed in AD360's ADAudit Plus has reduced from 2 to 1.</p>
b)	Extension Pricing	<p>The updated pricing for the contract shall be as per Appendix A of this Variation Agreement.</p> <p>(The original quote is included in Appendix A1 for visibility.)</p>

Except as set out in this clause 3, the Terms, including any previous Variations, shall remain effective and unaltered except as amended by this variation.

The Parties agree that any change in scope or Variations to the Call Off Contract, shall be subject to this formal change control process. The delivery or scope of works shall remain unaltered except as agreed and amended by a formal variation.

## Softcat plc – Variation Agreement

By signing this variation agreement, each Party confirms that they have read and understood the information set out above and agrees to be bound by its terms.

This request is made on behalf of Softcat, by:		Accepted on behalf of Customer, by:	
Signature	[Redacted]	Signature:	[Redacted]
Name:	[Redacted]	Name:	[Redacted]
Job Title:	Account Manager	Job Title:	Chief Digital & Information Officer
E-mail:	[Redacted]	E-mail:	[Redacted]
Date:	29/01/25	Date:	28 <sup>th</sup> January 2025

## Softcat plc – Variation Agreement

### **Appendix A** **Pricing Schedule**

Quote adjusted to reflect license reductions:

Quote Subject: ManageEngine AD360

Quantity	Description	Unit Price	Total Price
1	AD360 ADManager Plus Pro Subs 2 Yr fee for 6 Domains (Unrestricted Obs), 40 Helpdesk Admins & GRC Add-on		£21,400.00
1	AD360 ADManager Plus Pro Edition Subs 2 Yrs fee for 66650 User Objects Backup		£9,600.00
1	AD360 ADAudit Plus Pro Subs 2 Yrs fee for 278 Domain Controllers		£57,000.00
1	AD360 ADAudit Plus Pro Subs 2 Yr fee for 705 File Servers		£18,200.00
1	AD360 ADAudit Plus Pro Subs 2 Yrs fee for 1 Azure AD tenant		£1,700.00
1	AD360 ADSelfService Plus Pro Subs 2 yrs Fee For 66650 Domain Users		£17,600.00
1	AD360 ADSelfService Plus Pro Subs Endpoint MFA Add-on 2 Yrs Fee For 410 Domain Users		£1,300.00
1	AD360 ADSelfService Plus Pro Subs 2 Yrs Fee For Failover and Secure Gateway Services		£600.00
Please note:		Subtotal (GBP)	£127,400.00
- Prices exclude VAT		Delivery	£0.00
- Quotes valid for calendar month unless otherwise stated, or exchange rate dependent		Total (GBP)	£127,400.00
- Errors and omissions excepted			

**Except as provided for above, the payment terms set out in the Terms will continue to apply.**

## Softcat plc – Variation Agreement

### **Appendix A1**

### **Original Pricing**

(included for visibility)

Quote Subject: ManageEngine AD360

Quantity	Description	Unit Price	Total Price
1	AD360 ADManager Plus Pro Subs 2 Yr fee for 8 Domains (Unrestricted Obs), 40 Helpdesk Admins & GRC Add-on		£22,400.00
1	AD360 ADManager Plus Pro Edition Subs 2 Yrs fee for 66650 User Objects Backup		£9,600.00
1	AD360 ADAudit Plus Pro Subs 2 Yrs fee for 288 Domain Controllers		£57,500.00
1	AD360 ADAudit Plus Pro Subs 2 Yr fee for 705 File Servers		£18,200.00
1	AD360 ADAudit Plus Pro Subs 2 Yrs fee for 2 Azure AD tenant		£2,800.00
1	AD360 ADSelfService Plus Pro Subs 2 yrs Fee For 66650 Domain Users		£17,600.00
1	AD360 ADSelfService Plus Pro Subs Endpoint MFA Add-on 2 Yrs Fee For 410 Domain Users		£1,300.00
1	AD360 ADSelfService Plus Pro Subs 2 Yrs Fee For Failover and Secure Gateway Services		£600.00
Please note:		Subtotal (GBP)	£130,000.00
- Prices exclude VAT		Delivery	£0.00
- Quotes valid for calendar month unless otherwise stated, or exchange rate dependent		Total (GBP)	£130,000.00
- Errors and omissions excepted			