

Attachment A

NEC Assignment

January 17, 2025

County of Santa Barbara
4568 Calle Road, Building C
Santa Barbara, CA 93110

Re: Assignment of the Assigned Contract(s)

To Whom It May Concern:

This notice is being delivered to you in connection with that certain Master Purchase Agreement (as amended and revised from time to time), Statement of Works, Purchase Orders, Support and Maintenance Agreements, Services of Independent Contractors, and Renewal Letters, currently in effect (the "**Assigned Contracts**"), by and between NEC Corporation of America ("**we**" or "**NECAM**") and County of Santa Barbara ("**you**" or "**your**").

NECAM, and certain of its affiliates, have entered into a purchase agreement with Forerunner Technologies, Inc. ("**Forerunner**"), signed January 9, 2025, pursuant to which Forerunner will purchase certain assets and liabilities in connection with our on-premises unified communications business (the "**Transaction**") upon completion of certain closing conditions (the "**Closing**").

Forerunner is a leading communication solutions provider based in New York. Forerunner is highly regarded throughout the industry as a leader in the communication solutions business sector. For more information on Forerunner, please visit their website at <https://ftrinc.com/>.

Upon the Closing, Forerunner will assume and agree to perform, and discharge and release, the rights and obligations of us under the Assumed Contracts. In connection therewith, we are hereby requesting your consent to the assignment of the Assumed Contracts effective as of the Closing.

Please acknowledge your consent and agreement to the foregoing by signing the bottom of this letter and sending a pdf copy of your signature (electronic signature is acceptable) to deon.retemeyer@necam.com. Because the Transaction is expected to close in early 2025, we would appreciate it if you could send us your signature to this consent letter by January 31, 2025. We will inform you of the Closing once it has occurred, together with any new contact information. There may be a short period after the Closing when we will continue to serve as your main contact and service provider which we will also inform you of.

Should you have any questions regarding the foregoing, please do not hesitate to contact Deon Retemeyer at deon.retemeyer@necam.com.

We appreciate your understanding and thank you for your prompt attention to this matter.

Very yours truly,

NEC Corporation of America



Deon T. Retemeyer
Vice President- Legal

AGREED AND ACCEPTED BY:
County of Santa Barbara

By: _____

Name:

Title:

Date: