

## FIRST AMENDATORY AGREEMENT

**THIS FIRST AMENDATORY AGREEMENT** by and between the **CITY AND COUNTY OF DENVER**, a municipal corporation of the State of Colorado (the “City”), and **SHOTSPOTTER, INC.**, a Delaware corporation, registered to do business in Colorado, whose address is 7979 Gateway Blvd., Suite 210, Newark, CA 94560 (the “Contractor” also “ShotSpotter,” “we,” “us,” or “our”).

### WITNESSETH:

**WHEREAS**, the Parties entered into an Agreement dated December 10, 2015 (the “Agreement”), relating to a subscription to the ShotSpotter Flex System which detects loud impulsive incidents, classifies them as gunfire, fireworks, or other, and sends them to the SST Incident Review Center; and

**WHEREAS**, the Parties wish to amend the Agreement to expand the scope of coverage an additional 2.5 square miles, extend the term and increase the compensation to the Contractor.

**NOW, THEREFORE**, in consideration of the premises and the mutual covenants and obligations herein set forth, the Parties agree as follows:

1. Article 1 of the Agreement entitled “SERVICES TO BE PERFORMED” is amended to read as follows:

1. “**SERVICES TO BE PERFORMED**: Contractor, under the general direction of, and in coordination with, the City’s Manager of Safety or other designated supervisory personnel (the “Manager”) agrees to perform and deliver the services described on **Attachments 1 and 2** (the “Statement of Work” or “SOW”) and to expand the current coverage to include a 2.5 square mile area, services to be consistent with the current coverage. The total cost for installation and ongoing subscription is shown on **Attachment 3**.”

2. Article 3 of the Agreement entitled “TERM” is amended to read as follows:

“3. **TERM**: The term of the Agreement is from January 8, 2016 through December 31, 2018.”

3. Article (D)(i) entitled “Maximum Contract Amount” is amended to read as follows:

“4. **COMPENSATION AND PAYMENT**:

“D. **Maximum Contract Liability**:

(i) Any other provision of this Agreement notwithstanding, in no

event shall the City be liable for payment for services rendered and expenses incurred by Contractor under the terms of this Agreement for any amount in excess of the sum of **ONE MILLION EIGHT HUNDRED SEVENTY-ONE THOUSAND FOUR HUNDRED AND NINE DOLLARS AND 01/100 CENT (\$1,871,409.00)**. Contractor acknowledges that any work performed by the Contractor beyond that specifically authorized by the City is performed at Contractor's risk and without authorization under this Agreement."

4. Except as herein amended, the Agreement is affirmed and ratified in each and every particular.

**EXHIBITS**

**Attachment 3-Invoices and Quotation**

**[SIGNATURE PAGES FOLLOW]**

**Contract Control Number:**

IN WITNESS WHEREOF, the parties have set their hands and affixed their seals at Denver, Colorado as of

SEAL

**CITY AND COUNTY OF DENVER**

ATTEST:

By \_\_\_\_\_

\_\_\_\_\_

APPROVED AS TO FORM:

REGISTERED AND COUNTERSIGNED:

By \_\_\_\_\_

By \_\_\_\_\_

By \_\_\_\_\_



**Contract Control Number:** POLIC-201525310-01

**Contractor Name:** SHOTSPOTTER INC

By: *[Signature]*

Name: *Sonya Stedden*  
(please print)

Title: *VP Finance & Controller*  
(please print)

**ATTEST: [if required]**

By: \_\_\_\_\_

Name: \_\_\_\_\_  
(please print)

Title: \_\_\_\_\_  
(please print)





## Quotation

7979 Gateway Blvd., Suite 210  
Newark, CA 94560-1156  
Phone (888) 274-6877 Fax (650) 887-2106

DATE 12/12/2016  
Quotation # 107  
Customer ID

## Quotation For:

Quotation valid until: 4/30/2017

Denver Police Department  
Financial Services Division  
1331 Cherokee Street, #422  
Denver, CO 80204

Comments or Special Instructions: None

SALESPERSON	P.O. NUMBER	SHIP DATE	SHIP VIA	F.O.B. POINT	TERMS

DESCRIPTION	AMOUNT
<b>ShotSpotter Flex<sup>®</sup> Gunfire Location, Alert and Analysis Service Renewal</b>	
<b>2017</b>	
Original 3.0 square miles (North) - 1/8/17-12/31/17	161,451.00
6.0 square mile expansion (District 1 and 4 and Park Hill) - 4/23/17-12/31/17	254,833.00
0.5 square mile expansion (Sun Valley) - 4/23/17-12/31/17	21,236.00
2.0 square mile expansion (Montbello) - 9/21/17-12/31/17	38,889.00
Subtotal for 2017	476,409.00
<b>2018 - 1/1 to 12/31/18 for all sections</b>	
Original 3.0 square miles (North) -	165,000.00
6.0 square mile expansion (District 1 and 4 and Park Hill)	360,000.00
0.5 square mile expansion (Sun Valley)	32,500.00
2.0 square mile expansion (Montbello)	140,000.00
Subtotal for 2018	697,500.00
SUBTOTAL	\$ 1,173,909.00
TAX RATE	0.00%
SALES TAX	-
TOTAL	\$ 1,173,909.00

If you have any questions concerning this quotation, contact Dale Cephers,  
Director of Southwest Region Sales at 510-794-3152.

THANK YOU FOR YOUR BUSINESS!



ShotSpotter Inc, dba SST, Inc.

7979 Gateway Blvd., Suite 210

Newark, CA 94560

Ph. 510-794-3100

Fx. 408-608-0340

[www.shotspotter.com](http://www.shotspotter.com)

Tax ID # 47-0949915

## Invoice

Date  
Invoice #

5/26/2016  
INV#11042

**Bill To**

Denver Police Department

Financial Services Division

1331 Cherokee Street, #422

Denver, CO 80204

**Ship To**

Denver Police Department

1331 Cherokee Street, #422

Denver, CO 80204

Item	Quantity	Description	Amount
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		<b>ShotSpotter Flex™ Gunfire Location, Alert and Analysis Service - Expansion of 2.0 square miles per contract signed May 19th, 2016</b>	
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		Due upon execution of agreement	
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			<b>\$70,000.00</b>
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**TOTAL**

**\$70,000.00**

*If you have questions on this invoice please contact  
accounting@shotspotter.com or call us at 510-794-3134.*



ShotSpotter Inc, dba SST, Inc.

7979 Gateway Blvd., Suite 210

Newark, CA 94560

Ph. 510-794-3100

Fx. 408-608-0340

[www.shotspotter.com](http://www.shotspotter.com)

Tax ID # 47-0949915

## Invoice

Date  
Invoice #

6/17/2016  
INV#11052

**Bill To**  
Denver Police Department  
Financial Services Division  
1331 Cherokee Street, #422  
Denver, CO 80204

**Ship To**  
Denver Police Department  
1331 Cherokee Street, #422  
Denver, CO 80204

Item #	Quantity	Description	Amount
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**ShotSpotter Flex<sup>SM</sup> Gunfire Location, Alert and Analysis Service - 0.5 square mile expansion to Sun Valley**

Due upon execution of agreement	16,250.00
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Due upon live status	16,250.00
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**TOTAL      \$32,500.00**

*If you have questions on this invoice please contact  
[accounting@shotspotter.com](mailto:accounting@shotspotter.com) or call us at 510-794-3134.*



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Newark, CA 94560

Ph. 510-794-3100

Fx. 408-608-0340

[www.shotspotter.com](http://www.shotspotter.com)

Tax ID # 47-0949915

Date  
Invoice #

9/27/2016  
INV#11113

## Invoice

**Bill To**

Denver Police Department

Financial Services Division

1331 Cherokee Street, #422

Denver, CO 80204

**Ship To**

Denver Police Department

1331 Cherokee Street, #422

Denver, CO 80204

Item	Quantity	Description	Amount
		<b>ShotSpotter Flex<sup>SM</sup> Gunfire Location, Alert and Analysis Service - Expansion of 2.0 square miles per contract signed May 19th, 2016</b>	
		Due upon live status	\$70,000.00
		<b>TOTAL</b>	<b>\$70,000.00</b>

*If you have questions on this invoice please contact  
[accounting@shotspotter.com](mailto:accounting@shotspotter.com) or call us at 510-794-3134.*