

AMENDATORY AGREEMENT

THIS AMENDATORY AGREEMENT is made and entered into by and between the **CITY AND COUNTY OF DENVER**, a municipal corporation of the State of Colorado (the “City”), and **AEG LIVE – ROCKY MOUNTAINS, LLC**, a Delaware limited liability company, whose address is 930 W. 7th Avenue, Denver, CO 80204 (the “Contractor”).

WITNESSETH:

WHEREAS, the City and the Contractor entered into an Agreement dated January 13, 2014, relating to incentives for promoting shows at City venues (the “Agreement”); and

WHEREAS, the City and the Contractor wish to amend the Agreement, to extend its term and provide for additional funding during the extended term;

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

1. Paragraph 2 of the Agreement, entitled “**TERM**”, is hereby deleted in its entirety and replaced with:

“**TERM**: The term of this Agreement shall commence on January 1, 2014 and end at midnight on December 31, 2015.”

2. The term extension is intended to provide Contractor with the opportunity to earn an incentive payment on account of shows promoted in 2015, not to permit an incentive payment based on shows promoted over the combined 2-year period. To that end, references in Section 1 of the Agreement to 2014 are hereby amended to include 2015, to permit a commission payment on account of shows promoted in 2015 on the same terms and conditions as the 2014 commission program.

3. The first sentence of Section 5 of the Agreement, entitled “**FUNDING**,” is hereby amended to read as follows:

“Payments to AEG hereunder shall be made only after revenue from Qualifying Events is received as provided in section 1 above, and shall not in any event exceed Two Million Four Hundred Thousand and No/100 Dollars (\$2,400,000.00), unless this Agreement is modified to increase said amount by a duly authorized and written amendment to this Agreement executed by the parties in the same manner as this Agreement.”

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

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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 _____

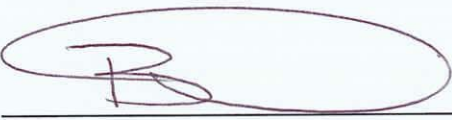
By _____

By _____



Contract Control Number: THTRS-201313532-01

Contractor Name: AEG LIVE - ROCKY MOUNTAINS LLC

By:  _____

Name: BRENT FEDRIZZI
(please print)

Title: COO
(please print)

ATTEST: [if required]

By: _____

Name: _____
(please print)

Title: _____
(please print)

