

**Amendment No. 1 to Master Agreement 8327, and
State of Oregon Participating Addendum 8327**

This is Amendment No. 1 to Master Agreement 8327 for Formula Rebates for Women, Infants and Children (WIC), dated March 27, 2019, as amended from time to time ("Master Agreement and State of Oregon Participating Addendum" "Contract") between the State of Oregon, acting by and through its Department of Administrative Services (DAS), Procurement Services (PS) ("or State"), and Abbott Laboratories, Inc. ("Contractor"). This Amendment is effective on the date signed by all parties and upon receipt of all approvals necessary for signing ("Amendment Effective Date").

RECITALS

WHEREAS, the State of Oregon, acting by and through its Department of Administrative Services (DAS), Procurement Services (PS) ("or State") DAS and Contractor entered into a Master Agreement and the State of Oregon Participating Addendum 8327 effective on November 26, 2018, incorporated herein by this reference (the Master and Participating Addendum);
WHEREAS, DAS PS and Contractor intended to amend Exhibit 2 with new contract pricing
NOW, THEREFORE, in consideration of the premises, covenants and agreements contained herein and other good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

The Master Agreement and the State of Oregon PA is amended as follows:

1. Contractor and the State of Oregon, acting through its Department of Administration, Procurement Services, and the participating members of the NASPO Cooperative Purchasing Program, d/b/a "NASPO ValuePoint", are parties to that certain Formula Rebates for Women, Infants and Children (WIC) Master Agreement 8327, dated November 26, 2018, as amended (the "Contract" or "Master Service Agreement").
2. In connection with the Contract, DAS PS and Contractor entered into a Participating Addendum (PA), dated November 30, 2018, as amended (the "PA").
3. DAS PS and Contractor intend to make certain changes to the Master Agreement and PA to delete Exhibit 2, NASPO WIC Contract Pricing with an effective date of January 29, 2019 and replace it with new Exhibit 2 with a price increase in market effective date of May 1, 2019 and a rebate increase effective date of June 1, 2019.

Except as expressly amended above, all other terms and conditions of Contract are still in full force and effect. Contractor certifies that the representations, warranties and certifications contained in the Contract are true and correct as of the Amendment Effective Date and with the same effect as though made at the time of this Contract.

Certification:

Any individual signing on behalf of Contractor has the authority and knowledge to make the following certifications, and hereby certifies under penalty of perjury:

- a. the number set forth in the contract is Contractor's correct taxpayer identification number;
- b. Contractor is not subject to backup withholding because:

- i. Contractor is exempt from backup withholding;
 - ii. Contractor has not been notified by the IRS that Contractor is subject to backup withholding as a result of a failure to report all interest or dividends; or
 - iii. the IRS has notified Contractor that Contractor is no longer subject to backup withholding.
- c. for a period of no fewer than six calendar years preceding the Amendment Effective Date, Contractor has faithfully complied with and is not in violation of:
- i. all tax laws of this state, including but not limited to ORS 305.620 and ORS chapters 316, 317, and 318; and
 - ii. any tax provisions imposed by a political subdivision of this state that applied to Contractor, to Contractor's property, operations, receipts, or income, or to Contractor's performance of or compensation for any work performed by Contractor; and
 - iii. any tax provisions imposed by a political subdivision of this state that applied to Contractor, or to goods, services, or property, whether tangible or intangible, provided by Contractor/Consultant; and
 - iv. any rules, regulations, charter provisions, or ordinances that implemented or enforced any of the foregoing tax laws or provisions.
- d. in the event that Contractor is a general partnership or joint venture, that Contractor signature(s) on this Amendment constitute certifications to the above statements pertaining to the partnership or joint venture, as well as certifications of the above statements as to any general partner or joint venturer signing this Amendment.

CONTRACTOR

By: Keri Stempel
 Title: Sr. Manager, WIC Contracts
 Date: 3/29/2019
 FEID # 36-4184946

STATE OF OREGON, acting by and through its

By: [Signature]
 Title: SPA
 Date: 4/1/19

Approved pursuant to ORS 291.047

By: Not required
 Assistant Attorney General
 Date: _____