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Teneo®

November 16, 2021

Attn: Angela Migally, Executive Director
Salama Bint Hamdan Al Nahyan Foundation
Al Mamoura A Building, Ground Floor
PO Box 62086, Abu Dhabi, United Arab Emirates

Re: **Amendment No. 5 to Engagement Letter dated April 12, 2020 (the "*Amd. No. 5*")**

We refer to that certain Engagement Letter, as amended, effective as of April 12, 2020 (the "***Agreement***"), between **Teneo Strategy LLC**, a Delaware limited liability company (the "***Consultant***"), and **Salama Bint Hamdan Al Nahyan Foundation**, a company organized under the laws of Abu Dhabi (the "***Company***"). Capitalized terms used herein but not otherwise defined shall have the meanings assigned to such terms in the Agreement.

The parties hereby agree to amend the Agreement, effective retroactively as of November 1, 2021, as follows:

1. In consideration for the Services, the Company shall continue to pay the Base Monthly Retainer and the Additional Monthly Retainer until December 31, 2021;
2. The term of the Transformation Services shall be extended until December 31, 2021. In consideration for the Transformation Services, the Company shall pay the Consultant a monthly fee of $230,000 per month, payable within 30 days of receipt of the invoice;
3. The parties further agree to extend the term of the UAE Anniversary Services for an additional one-month term, commencing as of October 1, 2021 and ending on October 31, 2021. In consideration for the UAE Services, the Company shall pay to the Consultant a fee of $90,000, payable within 30 days of receipt of the invoice.

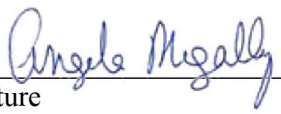
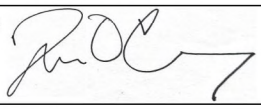
Except as modified herein, all terms and conditions of the Agreement shall remain in full force and effect. This Amd. No. 5 shall be governed under the laws of the State of New York, without regard to its conflict of law provisions and may be executed in counterpart and by facsimile.

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May it be known that the undersigned parties, for good and valuable consideration, the receipt and adequacy of which is acknowledged and agreed, accept and agree as of the date first written above:

Accepted and Agreed to:

SALAMA BINT HAMDAN AL NAHYAN FOUNDATION	**TENEO STRATEGY LLC**
Angela Migally	Tom O'Connor
Name	Name
Executive Director	CFO
Title	Title
	
Signature	Signature
December 8, 2021	December 8, 2021
Date	Date

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