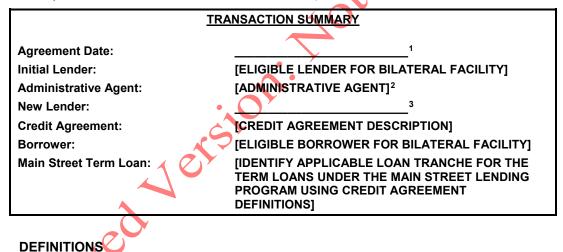
CO-LENDER AGREEMENT UNDER THE MAIN STREET LENDING PROGRAM

TRANSACTION SPECIFIC TERMS

THIS CO-LENDER AGREEMENT UNDER THE MAIN STREET LENDING PROGRAM is dated as of the Agreement Date and entered into by and between the Initial Lender, the New Lender, the other Lenders from time to time parties hereto, the Administrative Agent, the Borrower and the Loan Parties from time to time parties hereto to govern the rights and obligations of the Lenders, the Administrative Agent, the Borrower and the Loan Parties under the Credit Agreement and the other Loan Documents (the "<u>Transaction</u>"), in accordance with the terms, conditions and agreements set forth in the Standard Terms and Conditions for Co-Lender Agreements under the Main Street Lending Program (the "<u>Standard Terms</u>") published as of June 11, 2020 on the website of the Federal Reserve Bank of Boston (the "<u>Federal Reserve Bank of Boston</u>'s Website"), which is currently at <u>http://www.bostonfed.org</u>. The Standard Terms are incorporated herein by reference without any modification whatsoever except as otherwise agreed herein by the Parties and as specifically supplemented and modified by the terms and elections set forth in the Transaction Summary and Sections A through C below. The Standard Terms and the Transaction Specific Terms together constitute a single integrated Co-Lender Agreement under the Main Street Lending Program. For good and valuable consideration, receipt of which is hereby acknowledged, the Parties agree to be bound by the Standard Terms and the Transaction Specific Terms set forth herein.



A. <u>DEFINITIONS</u> Capitalized terms used in this Agreement shall have the respective meanings ascribed thereto in Section 1 of the Standard Terms, as supplemented by Section A of the Transaction Specific Terms and as otherwise may be provided in other provisions of this Agreement. Terms defined in the Credit Agreement and not otherwise defined in this Agreement shall have the same meanings in this Agreement as in the Credit Agreement. Except as otherwise expressly set forth herein, each reference herein to "the Agreement," "this Agreement," "herein," "hereunder" or "hereof" shall be deemed a reference to this Agreement. If there is any inconsistency between the Transaction Specific Terms and the Standard Terms, the Transaction

Specific Terms shall govern and control.

¹ Agreement Date to remain blank until filled in by the New Lender.

² Administrative Agent to be the same lender as the "Initial Lender".

³ Name of the New Lender to remain blank until filled in by the New Lender.

В. WIRE INSTRUCTIONS

New Lender's Wire Instructions:⁴

Bank:	
ABA No.:	
Acct.:	
Acct. No.:	
Attn.:	
Ref.:	

Initial Lender's Wire Instructions:5

Bank:	
ABA No.:	
Acct.:	
Acct. No.:	_
Attn.:	
Ref.:	_

Administrative Agent's Wire Instructions:6

Bank:	
ABA No.:	
Acct.:	
Acct. No.:	
Attn.:	
Ref.:	

NOTICE INFORMATION C.

ersion. New Lender's Address for Notices and Delivery:7

Attention: Telephone Facsimile: Electronic Mail Address:

⁴ To remain blank until completed by New Lender.

⁵ To be completed by Initial Lender.

⁶ To be completed by Administrative Agent.

⁷ To remain blank until completed by New Lender.

Initial Lender's Address for Notices and Delivery:8

Monived Version. Not for Hew USE Attention: Telephone: Facsimile: Electronic Mail Address:

Administrative Agent's Address for Notices and Delivery:9

Attention: Telephone: Facsimile: Electronic Mail Address:

⁸ To be completed by Initial Lender.

⁹ To be completed by Administrative Agent.

IN WITNESS WHEREOF, Initial Lender, Administrative Agent, Borrower, Loan Parties and New Lender have executed this Agreement by their duly authorized officers or representatives.

INITIAL LENDER

[NAME OF INITIAL LENDER]

	By: Name: Title:
	[NAME OF ADMINISTRATIVE AGENT]
	Ву:
	Name: Title:
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BORROWER

[NAME OF BORROWER]

Name: Title: LOAN PARTIES [NAME OF LOAN PARTIES] By: Name: Title: Name: Name: Title: Name: Title: Name		Ву:
LOAN PARTIES [NAME OF LOAN PARTIES] By: Name: Title:		Name:
[NAME OF LOAN PARTIES] By: Name: Title:		Title:
[NAME OF LOAN PARTIES] By: Name: Title:		
[NAME OF LOAN PARTIES] By: Name: Title:		LOAN PARTIES
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Title: For		Name:
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NEW LENDER

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Name:
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¹ To be left blank until completed by New Lender.