

Registries Stakeholder Group Proposal

February 8, 2010

Draft Base Registry Agreement – Amendment provision

“Amendments and Waivers. No amendment, supplement, or modification of this Agreement or any provision hereof shall be binding unless executed in writing by both parties. The parties agree to meet every three years, if requested, to discuss in good faith any amendments that may be reasonably necessary as a direct result of changes in external factors affecting the legal or technological context of the Agreement, including but not limited to laws, applicable technical innovations, or third party, judicial or governmental actions; provided, however, that neither party shall be required to negotiate or consider amendments relating to (i) Consensus Policies, Temporary Specifications or Policies or the limitations thereon, (ii) the price of domain name registrations, (iii) the definition of Registry Services, or (iv) the term length of the Agreement. Either party may request such a meeting by giving no less than thirty (30) days’ advance written notice to the other party, and such meetings may be in person or telephonic. No waiver of any provision of this Agreement shall be binding unless evidenced by a writing signed by the party waiving compliance with such provision. No waiver of any of the provisions of this Agreement or failure to enforce any of the provisions hereof shall be deemed or shall constitute a waiver of any other provision hereof, nor shall any such waiver constitute a continuing waiver unless otherwise expressly provided.”