

**FIFTH AMENDMENT TO LICENSED USER AGREEMENT**

THIS FIFTH AMENDMENT TO LICENSED USER AGREEMENT (“Amendment”) is entered into as of April 20, 2021 (“Effective Date”), by and between Ticketmaster L.L.C., a Virginia limited liability company (“Ticketmaster”), and County of Monterey, California, as owner of Laguna Seca Recreation Area, home of WeatherTech Raceway (“County”), with reference to the following facts:

A. Ticketmaster and the Sports Car Racing Association of Monterey Peninsula (“SCRAMP”), a California 501(c)(4) not-for-profit corporation and predecessor-in-interest to County, entered into that certain Licensed User Agreement dated as of January 1, 2005, as amended by that certain Amendment to Licensed User Agreement dated as of January 1, 2010, that certain Second Amendment to Licensed User Agreement dated as of April 1, 2011, that certain Third Amendment to Licensed User Agreement dated as of October 11, 2013, and that certain Fourth Amendment to Licensed User Agreement dated as of October 22, 2015 (as amended, the “Agreement”).

B. County has agreed to assume all obligations of SCRAMP under the Agreement, and act as the “Principal” under the Agreement.

C. Ticketmaster and County desire to extend the Term of the Agreement as set forth herein.

NOW, THEREFORE, in consideration of the mutual promises and covenants set forth herein, the parties hereby agree, effective as of the Effective Date set forth above, as follows:

1. **Defined Term(s)**. All capitalized terms used and not otherwise defined herein shall have the meanings assigned to them in the Agreement.

2. **Extension of Term**. The Term of the Agreement, as modified by this Amendment, is extended and will expire on December 31, 2021.

3. **Conflicting Terms**. In the event a conflict arises between this Amendment and the terms and conditions of the Agreement the terms and conditions of this Amendment shall control. Except as specifically set forth herein to the contrary, all of the terms and conditions of the Agreement are in full force and effect, shall continue in full force and effect throughout the term and are hereby ratified and confirmed by the parties.

IN WITNESS WHEREOF, the parties have executed this Amendment as of the date set forth below.

TICKETMASTER L.L.C.,  
a Virginia limited liability company

COUNTY OF MONTEREY, CALIFORNIA

By: \_\_\_\_\_

By: \_\_\_\_\_

Title: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Date: \_\_\_\_\_