

**COMMONWEALTH OF PUERTO RICO
PUERTO RICO ELECTRIC POWER AUTHORITY**

**CONTRACT 2019-P00045 -A
FIRST AMENDMENT**

APPEAR

AS FIRST PARTY: The Puerto Rico Electric Power Authority (PREPA), a public corporation and government instrumentality of the Commonwealth of Puerto Rico, created by Act 83 of May 2, 1941, as amended (Act 83), represented in this act by its Chief Executive Officer/Executive Director, José F. Ortiz Vázquez, of legal age, married and resident of San Juan, Puerto Rico. -----

AS SECOND PARTY: Triple-S Salud, Inc. (hereinafter referred to as "the Insurer"), a corporation organized and existing under the laws of the Commonwealth of Puerto Rico, herein represented by its President, Madeline Hernández Urquiza, of legal age, single and a resident of San Juan, Puerto Rico, duly authorized to appear in representation of the Insurer by Certificate of Incumbency dated December 26, 2019. -----



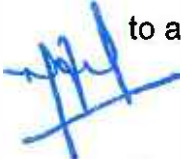
Both PREPA and Administrator are herein individually referred to as a "Party" and collectively referred to as the "Parties".

WITNESSETH

WHEREAS, PREPA, by virtue of its enabling act (Act 83), has the authority to engage those professional, technical and consulting services necessary and convenient to the activities, programs, and operations of PREPA;-----

WHEREAS, on December 27, 2018 the Parties executed the Contract 2019-P00045 (hereinafter referred to as "Contract") for the provision of health insurance products for PREPA's Retirees Employees under 65 years of age (hereinafter referred to as "The Plan"). The Contract is effective until December 31, 2019. -----

WHEREAS, as a result of PREPA's Request for Proposal (RFP) 97716, on December 27, 2019, the Parties executed the Contract 2020-P00066 (hereinafter referred to as "New Contract") to provide PREPA the same services during 2020.-----

 WHEREAS, through Resolution of December 27, 2019 the Puerto Rico Court of Appeal, upheld a complaint brought by MMM Healthcare, LLC (case KLRA2019-00796), requesting the stay of PREPA's administrative proceedings related to the execution of a contract under the RFP 97716. -----

WHEREAS, through Resolution of December 30, 2019, notified on December 31, 2019, the Puerto Rico Court of Appeals, sustained the stay of PREPA's administrative proceedings related to the execution of a contract under the RFP 97716. -

WHEREAS, after considering the adverse effect that the above mention stay could have in the beneficiaries of PREPA's health plan, the Parties agrees to extend the Contract for a thirty (30) days period or until the determination of the Court of Appeals, regarding case KLRA2019-00796, whichever occurs first. -----

THEREFORE, in consideration of the mutual covenants and agreements contained in this amendment, hereinafter stated, the Parties agree themselves, their personal representatives, and successors as follows: -----

TERMS AND CONDITIONS

1. FIRST: The Parties agree to extend the term of the Contract for an additional thirty (30) days, under the same terms and conditions. Nevertheless, if during the thirty-day extension period, the Court of Appeal resolves the Motion for Reconsideration filed by PREPA, on December 27, 2019, in case KLRA2019-00796, eliminating the stay of proceedings, the Parties agrees that the terms and conditions of the New Contract will be in full force and effect immediately. -----
2. SECOND: All other terms and conditions, specifications, stipulations, insurances, and requirements established in the Contract, as amended, shall remain unaltered and fully enforceable.-----

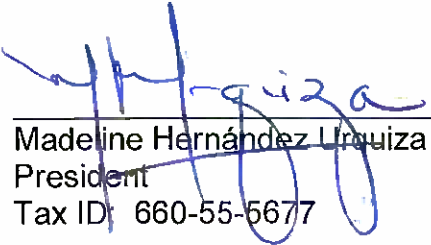
In WITNESS WHEREOF, the Parties hereto have agreed to execute this First Amendment of the Contract in San Juan, Puerto Rico, on December 31, 2019.-----

Puerto Rico Electric Power Authority

Triple-S Salud, Inc.



José F. Ortiz Vázquez
Chief Executive Officer
Tax ID: 660-43-3747



Madeline Hernández Uruiza
President
Tax ID: 660-55-5677