

**ASSIGNMENT AND ASSUMPTION OF MASTER CONTRACT FOR AN
AUTOMATED VEHICLE LOCATION SYSTEM, HOSTED SOFTWARE, AND
SERVICES AGREEMENT**

ASSIGNMENT OF CONTRACT

For value received, CalAmp Radio Satellite Integrators, Inc. ("Assignor") hereby assigns to CalAmp Wireless Networks Corporation ("Assignee"), effective upon execution, all of the rights, title, interest, duties and obligations in, to and under, that certain Master Contract for an Automated Vehicle Location System, Hosted Software, and Services Agreement (the "Contract"), effective as of August 29, 2012, as amended by Amendment No. 1 on December 11, 2012, Amendment No. 2 on October 8, 2013, Amendment No. 3 on September 29, 2014, Amendment No. 4 on October 13, 2014, Amendment No. 5 on February 4, 2015, Amendment No. 6 on May 13, 2015, Amendment No. 7 on June 22, 2017, and Amendment No.8 on September 26, 2017, by and between SNOHOMISH COUNTY (the "County"), a political subdivision of the State of Washington, and CALAMP RADIO SATELLITE INTEGRATORS, INC.

The undersigned acknowledges that he/she is authorized to execute this Assignment and bind the Assignor to the obligations set forth herein.

DATED this 12th day of January, 2018.

CALAMP RADIO SATELLITE INTEGRATORS, INC.

By Paul H. Washburn

Title: SVP/GM SaaS

ASSUMPTION OF CONTRACT

In consideration of the above Assignment and the County's Consent to Assignment and Assumption of the Contract, Assignee hereby accepts the foregoing assignment and assumes all of the rights, title, interest, duties and obligations under the Contract that arise after the effective date of the County's written Consent to Assignment and Assumption of the Contract.

Assignee's address for the purpose of notification by the County is: CalAmp Wireless Networks Corporation, 19144 Van Ness Avenue, Torrance, CA 90501.

The undersigned acknowledges that he/she is authorized to execute this Assumption and bind the Assignee to the obligations set forth herein.

DATED this 12th day of January, 2018.

CALAMP WIRELESS NETWORKS CORPORATION

By Paul H. Washburn

Title: SVP/GM SaaS

