

Amendment No. 3 to Registry Agreement

The Internet Corporation for Assigned Names and Numbers and XYZ.COM LLC agree, effective as of _____ (“Amendment No. 3 Effective Date”), that the modification set forth in this amendment No. 3 (the “Amendment”) is made to the 05 December 2013 .XYZ Registry Agreement between the parties, as amended (the “Agreement”).

1. **Amendment to Agreement.** Effective as of the Amendment No. 3 Effective Date, the Agreement shall be amended as follows:

The parties hereby agree to amend Exhibit A of the Agreement by deleting section 5 in its entirety:

[START OLD TEXT]

“5. Supplementary Registration Proxy

Registry Operator may offer a Supplementary Registration Proxy (SRP) providing a secondary gateway for access to SRS/EPP, RDDS (via WHOIS – port 43 –, web-based Directory Service, RDAP, or any combination of the three), or both, subject to the following requirements:

- 5.1. Any Registry Services offered through an SRP shall be consistent and coherent with the primary Registry Services. In particular, a Registry Service offered through an SRP must provide the same Registration Data; offer the same functionality; and be subject to the same specifications, service-level requirements, and emergency transition thresholds (as specified in Specification 10) as the corresponding primary Registry Service offered by the Registry Operator.
- 5.2. Registry Operator must give ICANN a ten (10) calendar days advance notice of any new or changed SRP hostnames.
- 5.3. Registry Operator must obtain ICANN’s approval pursuant to Section 7.5 of the Agreement for any subcontracting arrangement that relates to a SRP.
- 5.4. Registry Operator may offer an SRP provider access to Registration Data as long as such access complies with all the terms of this Agreement and any applicable laws.
- 5.5. Registry Operator shall provide additional Registry Functions Activity Report(s) for each SRP instance according to the requirements of Specification 3. If a SRP instance did not offer a particular Registry Service(s) (e.g. DNS) in a reporting period, the fields related to the Registry Service(s) not offered in the additional Registry Functions Activity Report(s) must contain the string "SRP".
- 5.6. Within ten (10) calendar days of any ICANN request Registry Operator shall provide additional Registration Data file(s) for each SRP instance according to

the requirements of section 3.1 of Specification 4 with the data objects for which the SRP operator is allowed to process transactions in the SRS.”

[END OLD TEXT]

The parties hereby further agree to amend Exhibit A of the Agreement by replacing the deleted section above with new text as a new section 5:

[START NEW TEXT]

“5. Registration Validation per Applicable Law

Registry Operator may perform registration validation to comply with applicable local law in a given jurisdiction. The registration validation process, by which the Registry Operator subjects domain name registrations to validation, will be subject to the criteria required by the applicable local law in the jurisdiction. Domain names that are subject to the registration validation process in the subject jurisdiction that do not pass registration validation in that jurisdiction may be suspended, deleted or otherwise updated by the Registry Operator as required by applicable local law.

5.1 Supplementary Registration Proxy

Registry Operator may offer a Supplementary Registration Proxy (SRP) providing a secondary gateway for access to Shared Registration System (SRS)/EPP, RDDS (via WHOIS – port 43 –, web-based Directory Service, or any combination), or both, subject to the following requirements:

- 5.1.1** Any Registry Services offered through an SRP shall be consistent and coherent with the primary Registry Services. In particular, a Registry Service offered through an SRP must provide the same Registration Data; offer the same functionality; and be subject to the same specifications, service-level requirements, and emergency transition thresholds (as specified in Specification 10) as the corresponding primary Registry Service offered by the Registry Operator.
- 5.1.2** Registry Operator must give ICANN a ten (10) calendar days advance notice of any new or changed SRP hostnames.
- 5.1.3** Registry Operator must obtain ICANN’s approval pursuant to Section 7.5 of the Agreement for any subcontracting arrangement that relates to a SRP.
- 5.1.4** Registry Operator may offer an SRP provider access to Registration Data as long as such access complies with all the terms of this Agreement and any applicable laws.

- 5.1.5** Registry Operator shall provide additional Registry Functions Activity Report(s) for each SRP jurisdiction according to the requirements of Specification 3 in a manner agreed with ICANN. If a SRP instance did not offer a particular Registry Service(s) (e.g. DNS) in a reporting period, the fields related to the Registry Service(s) not offered in the additional Registry Functions Activity Report(s) must contain the string "SRP".
- 5.1.6** Within ten (10) calendar days of any ICANN request Registry Operator shall provide additional Registration Data file(s) for each SRP instance according to the requirements of section 3.1 of Specification 4 with the data objects for which the SRP operator is allowed to process transactions in the SRS."

[END NEW TEXT]

The parties agree that, except as set forth in this Amendment, and any prior duly authorized and executed amendments, the current terms and conditions of the Agreement will remain in full force and effect. All capitalized terms not defined will have the meaning given to them in the Agreement.

ACCEPTED AND AGREED:

INTERNET CORPORATION FOR ASSIGNED NAMES AND NUMBERS

By: _____
Akram Atallah
President, Global Domains Division

XYZ.COM LLC

By: _____
Daniel Negari
Chief Executive Officer