

400 West Summit Hill Drive, Knoxville, Tennessee 37902-1401

Edward Meade Director, Commercial Law

February 10, 2021

entered in maximo 2-11-2021

Contract No. 15140 Supplement No. 1

Makram B. Jaber, Esq. McGuireWoods LLP 2001 K Street, NW Washington, D.C. 20006-1040

Dear Mr. Jaber:

This letter agreement amends Contract Number 15140 (the "Contract") between McGuireWoods LLP ("Firm") and the Tennessee Valley Authority ("TVA") as follows:

1. The introductory paragraph to the Contract is hereby deleted and replaced with the following:

This records the agreement between McGuire Woods LLP (the "Firm") and the Tennessee Valley Authority ("TVA"), under which the Firm, upon TVA's request, will provide any type of legal services which may include, without limitation, the following: litigation, antitrust, labor and employment, environmental, real property, regulatory, transactions, intellectual property, securities, procurement, and strategic legal advice.

2. A new Exhibit B, Rate Sheet, is added to the Contract by replacing Section 1 of the Contract to read as follows:

The Firm's services will be provided when and as specifically requested by me or other attorneys on my staff that I may designate at a later time. The hourly rates for the Firm's services are set forth in Exhibit B, Rate Sheet. The rates set forth in Exhibit B, Rate Sheet, shall take effect on January 1, 2021, and remain in effect, and are not subject to increase, through June 30, 2023. Any increases in rates after June 30, 2023 will not exceed changes in the Firm's rates charged to its other large clients.

Except as herein amended, all terms and conditions of the Contract shall remain in full force and effect as the continuing obligations of the parties.

If the foregoing meets with your approval, please indicate acceptance on behalf of the Firm by signing below and return to Laura Adkins via email at lladkins@tva.gov.

Sincerely,

Edward Meade

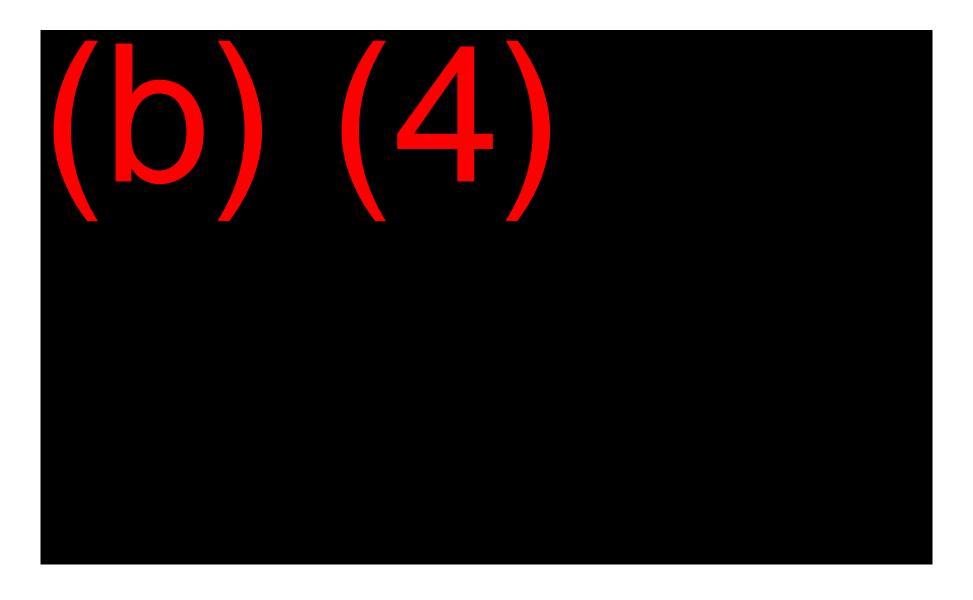
Enclosure

Accepted and agreed to this 10th day of February, 2021.

McGuireWoods LLP

By: Makan Julow
Makram B. Jaber, Esq.

Exhibit B
Rate Sheet



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