

THIRD AMENDMENT TO AGREEMENT NO. 10-2919
BETWEEN THE CITY OF LOS ANGELES AND
JOHNSON MATTHEY, INC.

THIS THIRD AMENDMENT to Agreement No. 10-2919 is made and entered into by and between the CITY OF LOS ANGELES, a municipal corporation ("City"), acting by and through its Board of Harbor Commissioners ("Board"), and JOHNSON MATTHEY, INC. ("Consultant" or "Subrecipient") as follows:

WHEREAS, this agreement implements a grant to the City as set forth in Project Grant Agreement No. G09-AWIP-13 ("Grant") between the City and California Air Resources Board ("ARB");

WHEREAS, City and ARB have amended the Grant a third time to provide additional time for completion of the project and amended the Disbursement Schedule and Project Implementation Schedule to reflect additional time; and

WHEREAS, City and Subrecipient wish to amend this Agreement to reflect the second amendment to the Grant.

NOW, THEREFORE, IT IS MUTUALLY AGREED AS FOLLOWS

1. Section III.B.1 is amended to read "December 2, 2013".
2. All references in this Agreement to the Grant shall mean the Grant as amended a third time.
3. Exhibit A is amended by adding and incorporating the Third Amendment to Project Grant Agreement No. G09-AWIP-13, a copy of which is attached hereto as Exhibit A-1.
4. Exhibit B is amended by replacing the Project Implementation Schedule with the revised Project Implementation Schedule in the Third Amendment to the Grant (Exhibit B, Attachment III thereto).
5. Subrecipient acknowledges the third amendment of the Disbursement Schedule in the Grant and agrees to its effects on Subrecipient's compensation from City.
6. City hereby consents to assignment of this Agreement by Johnson Matthey, Inc., to Johnson Matthey Stationary Emissions Control LLC, a subsidiary of Johnson Matthey, Inc. All references to Consultant shall now mean Johnson Matthey Stationary Emissions Control LLC. Johnson Matthey Stationary Emissions Control LLC hereby accepts assignment of this Agreement and agrees to be bound by its terms

Except as amended herein, all remaining terms and conditions of Agreement No. 10-2919 shall remain in full force and effect.

IN WITNESS THEREOF, the parties hereto have executed this Third Amendment to Agreement No. 10-2919 on the date to the left of their signatures.

THE CITY OF LOS ANGELES, by its Board of Harbor Commissioners

Dated: _____

By: _____
Executive Director

Attest: _____
Board Secretary

JOHNSON MATTHEY, INC.

Dated: 4/29/13

By: [Signature]
DAVID FERN ASST SECRETARY
(Print/type name and title)

Attest: [Signature]
Leslie Lenhardt, Corporate Counsel
(Print/type name and title)

JOHNSON MATTHEY STATIONARY EMISSIONS CONTROL LLC

Dated: 4/29/13

By: [Signature]
JERRY STORMAN, PRESIDENT
(Print/type name and title)

Attest: [Signature]
Betty Ann Keen / Executive Assistant
(Print/type name and title)

APPROVED AS TO FORM AND LEGALITY
_____, 2013
CARMEN A. TRUTANICH, City Attorney

By _____
SIMON M. KANN, Deputy

Account #	W.O. #
Ctr/Div#	Job Fac.#
Proj/Prog#	
Budget FY:	Amount:
TOTAL	
<u>For Acct/Budget Div. Use Only</u>	
Verified by:	_____
Verified Funds Available:	_____
Date Approved:	_____