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BY ELECTRONIC MAIL

August 2, 2021

Dr. Carlos Mellado López
Secretary
Department of Health

Re: ManpowerGroup, Inc. 2020-DS0976 A

Dear Secretary Mellado López:

In accordance with the contract review policy of the Financial Oversight and Management Board for Puerto Rico (“FOMB”) established pursuant to Section 204(b)(2) of PROMESA (the “Policy”), we have reviewed the proposed amendment to the contract between the Department of Health (the “Department”) and ManpowerGroup, Inc. (the “Proposed Amendment”).

After reviewing the Proposed Amendment, the FOMB concludes “Approved with Observations”. Observations related to the Proposed Amendment are set forth in Appendix A attached hereto.

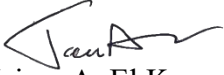
Our review is solely limited to the compliance of the Proposed Amendment with the applicable fiscal plan and no other matters. For the avoidance of doubt, the review performed by the FOMB does not cover a legal review of the contractual documentation or the contracting process, including without limitation: (i) compliance with contracting requirements under applicable laws, rules, and regulations, both federal and local and (ii) compliance with applicable laws, rules, and regulations governing procurement activities, both federal and local. In addition, the FOMB has not engaged in any due diligence or background check with respect to the contracting parties nor whether the contracting parties comply with the requirements under the applicable contract. Any material changes to the Proposed Amendment or the original contract must be submitted to the FOMB for review and approval **prior to execution**.

This letter is delivered as of the date hereof and we reserve the right to provide additional observations and modify this letter based on information not available when the review was conducted. In addition, during the course of our review, we may receive information which we may refer to the relevant authorities.

Dr. Carlos Mellado López
August 2, 2021
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This letter is issued only to the Department and solely with respect to the Proposed Amendment.

Sincerely,

A handwritten signature in black ink, appearing to read "Jaime A. El Koury". The signature is stylized with a large initial "J" and a long horizontal stroke.

Jaime A. El Koury
General Counsel

APPENDIX A

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MANPOWERGROUP, INC. – DEPARTMENT OF HEALTH

Fiscal Plan Alignment

This review covers the proposed amendment to the contract between the Department of Health (the “Department”) and ManpowerGroup, Inc. (the “Proposed Amendment”). The original contract for these services (2020-DS0976) was executed on June 10, 2020 and contemplated the provision of the following administrative personnel for the Department’s Vaccination Program, at a maximum payable amount of \$5,488,832.00 until July 31, 2021:

- Contact Tracking Coordinator
- Contact tracing team
- Health Educators / Risk Communication
- Epidemiologists
- Nurses
- Medical Technologists
- Laboratory Assistant
- IT technician
- Data Entry Technician
- Administrative staff
- Environmental Health Inspectors
- Data Manager / Biostatistical
- LTC Facilities / HAI Coordinator
- Covid-19 Coordinator
- Public Health Specialist / Administrator
- Occupational Health and Safety Officer
- Covid Response Evaluator
- Covid-19 High Risk Communities Coordinator
- Covid-19 High Risk Communities Epi / nurses
- Case Investigation Leader
- Case Investigation Coordinator
- Clinical Advisors
- Web Developer
- Sample Courier
- Runner
- General Labor

The Proposed Amendment, on the other hand, increases the contract’s maximum payable amount by **\$19,534,545.00** to **\$25,023,377** from August 1, 2021 until **July 31, 2022**. The Proposed Amendment shall be covered through **Federal Funds** accounted for through the Professional and Consulting Services line item, allocated in accounts E1290-272-0710000-06F-2020-H2050CK000526C4 (PS.84); 272-0710000-081-2020- 20NU50CK000526 (PRIFAS).

APPENDIX A

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The Department has certified that the funds required for payments under the Proposed Amendment are allocated in the corresponding account. As such, the FOMB's review indicates that the Department has sufficient budgeted funds to cover the cost of the Proposed Amendment, as of the date of this letter. However, this determination does not consider the extent to which total available funds will be subsequently encumbered by the Department throughout the Proposed Amendment's term. Consequently, we rely on the Department's budget certification for the purposes of this review.

The Department is expected to inform the FOMB of any budgetary differences other than those specified in Appendix A (Contract Submissions Questionnaire) and to request a re-review of this contract should any changes occur.

This contract review was conducted on the basis of information submitted by the Department of Health. The FOMB has not independently verified the information included in the submission. Should the FOMB become aware of any inaccuracies or misrepresentations – whether intentional or not – it would re-evaluate its assessment.