

**SIGNED  
ORIGINAL**

**AMENDMENT NUMBER 21**  
Amendment Date: May 1, 1996  
to LICENSE AGREEMENT FOR MICROSOFT PRODUCTS #1107-3053  
between MICROSOFT CORPORATION, a Washington, USA Corporation  
and COMPAQ COMPUTER CORPORATION, a Delaware, USA Corporation

Effective as of the Amendment Date indicated above, the below signed parties agree to amend the above referenced license agreement (hereinafter the "Agreement") by this instrument (hereinafter the "Amendment") as follows:

1. Section S2 of Exhibit S(2) of the Agreement shall be amended to include the following source code files from WINDOWS NT 3.51: MGMTAPI.DLL, SNMPTRAP.EXE, and SNMP.EXE ("Product"). All terms and conditions of Exhibit S2 shall apply to Product, except that notwithstanding anything to the contrary in Section S1(c), COMPAQ may distribute Product by means of diskette, CD, or electronically in object code form with Compaq Insight Manager ("CIM") on a royalty-free basis.
2. COMPAQ shall support end users of Product. MS shall not be obligated to provide any support to COMPAQ or to COMPAQ end users of Product.
3. Notwithstanding anything to the contrary in Section 9 of the Agreement, COMPAQ's license rights to Products in this Amendment shall expire the earlier of: (i) January 1, 1998, or (ii) expiration or termination of the Agreement.
4. This Amendment No. 21 is null and void unless it is and signed by both parties and received by MS on or before May 15, 1996.

All capitalized terms used but not defined herein shall have the meanings ascribed to them in the Agreement. The terms of this Amendment shall supersede any inconsistent terms contained in the Agreement.

IN WITNESS WHEREOF, the parties have executed this Amendment in duplicate as of the date first written above. All signed copies of this Amendment shall be deemed originals.

MICROSOFT CORPORATION

*Don Hecknick*  
By (Signature)  
Don Hecknick  
Name (Printed)  
OEM Group Manager  
Title  
5/1/96  
Date

COMPAQ COMPUTER CORPORATION

*Gene Austin*  
By (Signature)  
Gene Austin  
Name (Printed)  
VP MARKETING, SYSTEMS Division  
Title  
5/8/96  
Date

MSV 0005681  
CONFIDENTIAL

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