

**AMENDMENT NO. 1 TO
LIMITED LIABILITY COMPANY AGREEMENT
of
VSP VENTURES OPTOMETRIC SOLUTIONS LLC,
a Delaware limited liability company**

This Amendment No. 1 to the Limited Liability Company Agreement (this "**Amendment**") of **VSP VENTURES OPTOMETRIC SOLUTIONS LLC**, a Delaware limited liability company (the "**Company**"), is executed effective as of February 23, 2021 (the "**Effective Date**") by the undersigned member, VSP Ventures Management Services LLC, a Delaware limited liability company (the "**Member**"), as permitted by Section 22 of the Limited Liability Company Agreement of the Company dated as of July 5, 2019 (the "**Operating Agreement**").

RECITALS

- A. The Member desires to designate a new Manager and reappoint its Officers;
- B. Section 22 of the Operating Agreement provides that all amendments to the Operating Agreement must be in writing and signed by the Member.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned, intending to be legally bound, hereby agrees as follows:

1. Amendment of Section 4(a) of the Operating Agreement. Section 4(a) of the Operating Agreement is hereby amended and restated in its entirety as follows:

"(a) The operations of the Company shall be conducted by a manager (the "Manager") who shall be Tiffanie Burkhalter. All actions taken by Ms. Burkhalter in the name of President of VSP Ventures Optometric Solutions LLC prior to the Effective Date are hereby ratified and confirmed."

2. Amendment of Exhibit B of the Operating Agreement. Exhibit B of the Operating Agreement is hereby amended and restated in its entirety as shown on Exhibit B attached hereto.

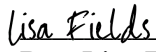
3. Continuing Effect of Operating Agreement. Except as provided in this Amendment, the Operating Agreement shall remain in full force and effect in accordance with the terms thereof.

IN WITNESS WHEREOF, the undersigned have executed this Amendment No. 1 to the Limited Liability Agreement of VSP Ventures Optometric Solutions LLC effective as of the first date written above.

MEMBER:

VSP Ventures Management Services, LLC

DocuSigned by:




By: Lisa Fields

Its: Secretary

The undersigned consents and agrees to serve as the Manager of **VSP VENTURES OPTOMETRIC SOLUTIONS LLC**, pursuant to the foregoing Limited Liability Company Agreement dated as of the effective date, as the same may be amended from time to time.

DocuSigned by:



Tiffanie Burkhalter

EXHIBIT B
MANAGER AND OFFICERS
of
VSP VENTURES OPTOMETRIC SOLUTIONS LLC

Name and Address of Manager:

Tiffanie Burkhalter
3333 Quality Drive
Rancho Cordova, CA 95670

Officers:

Chief Executive Officer: Michael Guyette
Chief Financial Officer: Alec Mahmood
Chief Legal Officer: Thomas Fessler
President: Tiffanie Burkhalter
Secretary: Lisa Fields
Vice President of Finance: Les Passuello
Assistant Vice President of Finance: Monica Perez