HIPAA BUSINESS ASSOCIATE AGREEMENT / QUALIFIED SERVICE ORGANIZATION AGREEMENT

This [Business Associate Agreement](https://rxhealth.box.com/s/doiw0fnf8dzdy4g7ougf6jby3kqpe6bu) (“BA Agreement”), supplements and is made a part of the Services Agreement (as defined below) by and between “Partner site” in accompanying SOW (“Covered Entity”) and Rx.Health, Inc. (“Business Associate”). Covered Entity and Business Associate may be referred to herein collectively as the “Parties” or individually as “Party.”

WHEREAS, Covered Entity and Business Associate are parties to the Services Agreement pursuant to which Business Associate provides certain services to Covered Entity. In connection with Business Associate’s services, Business Associate creates, receives, maintains or transmits Protected Health Information from or on behalf of Covered Entity, which information is subject to protection under the Federal Health Insurance Portability and Accountability Act of 1996, Pub. L. No. 104‑191 (“HIPAA”), the Health Information Technology for Economic and Clinical Health Act, Title XIII of the American Recovery and Reinvestment Act of 2009 (the “HITECH Act”), and related regulations promulgated by the Secretary (“HIPAA Regulations”); and

WHEREAS, Business Associate qualifies as a “business associate” (as defined by the HIPAA Regulations) of its clients, which means that Business Associate has certain responsibilities with respect to the Protected Health Information of its clients; and

WHEREAS, in light of the foregoing and the requirements of HIPAA, the HITECH Act, and HIPAA Regulations, Business Associate and Covered Entity agree to be bound by the following terms and conditions.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties agree to the terms and definitions listed below:

IN WITNESS WHEREOF, the Parties have executed this [BA Agreement](https://rxhealth.box.com/s/doiw0fnf8dzdy4g7ougf6jby3kqpe6bu) as of the date set forth in SOW.

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| **Partner Site**    By: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Name: Title: | **RX.HEALTH, INC.**  By: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Name: Gaurav Narang, Ph.D Title: VP, Strategic Partnerships |