

**AMENDMENT NO. 1  
TO THE  
EMORY UNIVERSITY  
RETIREMENT PLAN  
(As Amended and Restated Effective as of January 1, 2009)**

THIS AMENDMENT entered into this 20 day of April, 2010, by Emory University (the "Employer");

**WITNESSETH**

WHEREAS, the Employer previously established the Emory University Retirement Plan (the "Plan") for the benefit of eligible employees of the Employer; and

WHEREAS, the Employer desires to amend the Plan to allow participants to withdrawal contributions from the Plan;

NOW, THEREFORE, the Plan is hereby amended as follows:

1.

Section 9.3(b)(1) of the Plan (concerning exceptions to permit withdrawals before severance from employment) is hereby amended effective as of May 1, 2010 by deleting the present provision and substituting the following:

“from his or her Employee Basic Contracts and Employee Supplemental Contracts if such Participant is at least age 59½ or is disabled (as defined in Section 9.3(d) below).”

2.

Except as here amended, the provisions of the Plan shall remain in full force and effect.

3.

This Amendment No. 1 shall be effective as of the dates indicated herein.

IN WITNESS WHEREOF, Emory University has caused this Amendment No. 1 to the Plan to be executed by its duly authorized representative this 20 day of April, 2010.

EMORY UNIVERSITY

By: Peter Barnes

Title: Vice President

ATTEST: \_\_\_\_\_