

**AMENDMENT NO. 02 TO  
STANDARD CONSULTING AGREEMENT**

AeroVironment, Inc. (“**AV or Party**”) and General Charles R. Holland, USAF, Retired (“**Consultant or Party**”), collectively the “**Parties**,” previously entered into a Standard Consulting Agreement with an Effective Date of January 1, 2016 (“**Agreement**”), which provides for the Consultant to render certain specified services to AV during the Term of the Agreement. The Parties have agreed to amend the Agreement as follows:

1. Section 2, “Term,” of the Agreement is modified to extend the Term of the Agreement to April 30, 2018. **The amended Section 2 reads as follows:** “Services will be performed between the Effective Date and April 30, 2018 (“**Expiration Date**”). This Agreement may be extended for additional periods by mutual written agreement between the Parties prior to the Expiration Date of the initial term or any extension thereof. If the Parties do not execute such a written agreement, this Agreement will expire and automatically terminate as of the Expiration Date.”

All other terms of the Agreement and any other terms of previous Amendments to the Agreement remain in full force and effect. If there is a conflict between the terms of this Amendment and those of the Agreement or any previous Amendment, the terms of this current Amendment shall control.

IN WITNESS WHEREOF, the Parties have executed this Amendment effective as of July 1, 2017

**AEROVIRONMENT, INC.**

Signature: /s/ Wahid Nawabi

Printed Name: Wahid Nawabi

Title: President and CEO

Date: 6/7/2017

**CONSULTANT**

GENERAL CHARLES R. HOLLAND, USAF,  
RETIRED

Signature: /s/ Charles R. Holland

Printed Name: Charles R. Holland

Date: 6/7/2017

*AEROVIRONMENT PROPRIETARY INFORMATION*