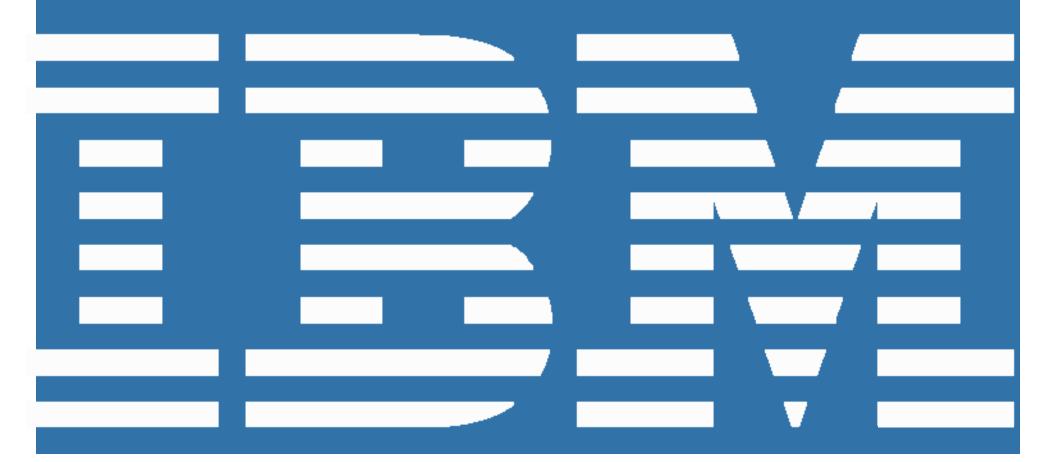
Doing Business With IBM A guide for Cloudant customers in North America



Welcome to IBM!

On March 4, 2014, IBM announced that it had completed the acquisition of Cloudant, Inc., a privately held database-as-aservice (DBaaS) provider that enables developers to easily and quickly create next generation mobile and web apps. Cloudant will extend IBM's leadership in Big Data and Analytics, Cloud Computing and Mobile, further helping clients take advantage of these key areas of growth for their businesses.

This "Doing Business with IBM" guide describes changes to expect and actions needed to maximize the benefits of your relationship with IBM. It will also help ensure a smooth transition to IBM's business systems and processes.

As a customer of IBM, you will continue to have access to Cloudant offerings, now under the IBM brand, as well as the extensive IBM portfolio of software and services solutions, while enjoying the high-quality, responsive service you have come to expect from both Cloudant and IBM.

We thank you for your continued support of Cloudant and IBM and we look forward to enhancing our business relationship with you through the expanded capabilities that IBM provides. Should you have any questions, please contact your IBM Cloudant representative.

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1. Important Highlights

Effective November 1, 2014, Cloudant Customer Numbers will be replaced with IBM Customer Numbers (ICNs). **Your ICN**, along with your Software Site Number, can be found below your contact information in the hardcopy Transfer of Business notification letter sent to your company's Primary Contact of record. Alternately, you may contact <u>eCustomer care</u> (www-112.ibm.com/software/howtobuy/passportadvantage/paocustomer/docs/en_US/ecare.html) to obtain this information.

All purchase documentation, such as invoices, will be sent to the Primary Contact listed in your IBM profile associated with your ICN unless specified otherwise in your order. If you identified a unique "Bill To" contact and address under Cloudant processes, future invoices will be sent to that contact/address combination. Please reference the "Table of changes for Accounts Payable and Purchasing" in this document for additional information about billing changes.

Until further notice, Cloudant Support will continue to be accessed through existing channels. Details can be found in the "Support" section of this document.

If your Dedicated Service expires before November 1, 2014, you may have received a Cloudant Service Agreement Renewal from your Cloudant Account Manager. You should proceed with confirming your renewal by your current expiration date or October 31, 2014, whichever is earlier, to assure uninterrupted Dedicated Cluster Service. If you have not yet received a Cloudant Service Agreement Renewal, please contact your Cloudant Account Manager immediately.

2. Important actions for Cloudant customers

Create an IBM profile

Your company's Primary Contact will need to create an IBM profile

With an IBM profile, you can view, update or add personal contact details, job title or registration settings.

Create or update your IBM profile here: https://www.ibm.com/account/profile/us

Create an IBM Registration

Your company's Primary Contact will need to create an IBM Registration

Your IBM Registration ID, also known as an IBM ID, is your single point of access to IBM web applications that use IBM Registration.

You need just one IBM ID and one password to access any IBM Registration based application. Furthermore, your information is centralized so you can update it in a convenient and secure location. You can create or update your IBM Registration here: https://www.ibm.com/account/profile/us?page=reg

Please note there may be a delay of up to 15 minutes before you will be able to use your new IBM ID.

Need assistance?

For additional information and guidance on setting up your IBM profile and IBM Registration ID, consult our Help and FAQ page at: https://www.ibm.com/account/profile/us?page=faqhelp

Alternatively, contact the Worldwide IBM Registration Helpdesk at the following link: https://www.ibm.com/account/profile/us?page=helpdesk

3. Accounts Payable and Purchasing

Beginning November 1, 2014, Cloudant accounts payable and purchasing processes will migrate to IBM. You will use a common process to acquire DBaaS products and services from IBM.

Any outstanding Cloudant Service Agreement Renewal quotes must be renewed by October 31, 2014. After this date, quotes may be reissued on IBM paper and be subject to IBM's Terms and Conditions.

Important changes in Accounts Payable and Purchasing

Please check the following items on your internal vendor records:

Tax ID Exemption Certificates and Change Requirements

Effective November 1, 2014, the vendor applicable Tax Identification Number will change and all order transactions will include applicable sales tax (unless you have a tax exempt certificate on file with IBM). Taxes will be included in the invoice you receive from IBM.

If you are currently exempt from Sales and Use tax, or local VAT, you will need to reissue your company's tax exemption certificates to IBM with your first order after November 1, 2014.

* Blank tax forms are available on applicable State websites.

Invoice / billing changes

- 1. Payment address: Invoices will originate from IBM and need to be paid to IBM, not Cloudant.
 - ➤ Please update your Vendor Master records and POs, as necessary, to reflect the new Vendor name and remit-to address from your next invoice.
- **2. Invoice delivery:** Invoices will be physically mailed. Please visit the Customer Support OnLine website for e-invoicing options. Details on Customer Support OnLine can be found in the following section.
- **3. Invoice timing:** Invoices from IBM are generated on the 22nd of each month in arrears and physically mailed to the Bill To Contact of record. You can expect to receive your first invoice from IBM beginning with the January 2015 billing cycle for the month of December 2014.

Vendor name

Vendor name will change from Cloudant, an IBM Company to the applicable local/regional IBM operation covering your location (the term "Vendor" below represents the applicable IBM entity).

Vendor remit-to addresses

Vendor remit-to address for checks, wire transfers and overnight payments will change after November 1, 2014.

The new details will appear on your invoices issued from IBM after November 1, 2014.

Important note: Invoices issued from Cloudant that are paid after November 1, 2014 should still be made payable to Cloudant, an IBM Company and remitted per the instructions on the Cloudant invoice.

Vendor standard payment terms

In most countries, IBM standard payment terms of "due upon receipt" may be applicable. You will find this information on either your invoice or quote.

Important note: Invoices issued from Cloudant should follow the payment terms as noted on the Cloudant invoice.

Currency

In some countries, the currencies used by Cloudant are different than those used by IBM, thus you may be transacting in a different currency with IBM.

Languages

In some countries, the correspondence you will receive from IBM may be in the local language.

Customer numbers

Effective November 1, 2014, Cloudant customers will be assigned an IBM Customer Number (ICN) and a Software Site Number. Your ICN, along with your Software Site Number, can be found below the contact information in the hardcopy Transfer of Business notification letter sent to your company's Primary Contact. Alternately, you may contact <u>eCustomer care</u> to obtain this information.

Important note: Your ICN will be used on all software order-related communications. IBM customers will need an ICN to identify themselves during registration to sub-systems and possibly during other interactions they may have with IBM Support.

Purchase documentation

Correspondence related to new purchases will be sent to the contact(s) listed in the IBM profile associated with your ICN unless specified otherwise in your order.

Part numbers and product descriptions

New part numbers and product and services descriptions for the IBM Cloudant portfolio will replace the existing Cloudant product and services descriptions. These new part numbers and product and services descriptions will appear on quotes and invoices you receive from IBM.

Document formats

The format of documents (quotes, services statements of work, invoices, etc.) you receive will change after November 1, 2014 and they will be issued from the local/regional IBM operation covering your location.

PO requirements

If your company requires issuing a purchase order (PO) to facilitate payment for any goods or services, IBM may require a new purchase order. Contact your IBM Cloudant representative with any questions.

4. Customer "Administrative" Support OnLine

For any IBM issued invoice or payment questions, or to acquire IBM's completed W-9 form, please contact Customer Support OnLine for USA or Canada at one of the following links. This site contains access to self-service online tools and provides the ability to email, call or chat directly with the IBM Customer Support OnLine team.

In the USA:

"Administrative" Customer Support OnLine: 1-877-426-6006 http://www.ibm.com/support/operations/us/en

In Canada:

"Administrative" Customer Support OnLine: 1-866-880-2765

http://www.ibm.com/support/operations/ca/enhttp://www.ibm.com/support/operations/ca/fr

5. Technical Support

No changes will occur November 1, 2014

The Cloudant DBaaS Support teams will continue to focus on delivering customer satisfaction without compromise. Existing Cloudant DBaaS support offerings and systems will continue to be used after November 1, 2014.

The Cloudant DBaaS Support email and web interfaces will remain unchanged. Please ensure the Technical Support contact within your organization is aware that they should continue to access Cloudant DBaaS Support in the same way they always have via their existing email alias, IRC and Cloudant Dashboard mentioned below.

As the integration of Cloudant and IBM Support evolves, communications related to changes in your support experience can be found on the IBM Cloudant Technical Support page at: http://www-01.ibm.com/software/data/support_comm.html.

To reiterate - no changes at this time to these Support Services

Support and Product Services	Support and Product Services assistance are provided per your existing Cloudant Support agreements or contract terms governing support.
Support tickets	Cloudant DBaaS Support tickets continue to be logged on the Cloudant Dashboard and via the Cloudant email alias. Continue to use your existing IDs, Usernames and/or Passwords to gain access.

Changes coming later in 2015

Prior to any changes being made, a separate communication will go out via email regarding modifications to the Cloudant Customer Support sites and phone access numbers, as well as the timeline for these changes.

6. Dedicated Service Renewals

Cloudant's Renewals processes will be integrated into IBM processes in the phased approach defined below.

Dedicated Service Renewal: This refers to the extension of your current Dedicated Service contract.

Key dates associated with the transition to IBM processes

Dedicated Services
expiring before
November 1, 2014

You may have received a Cloudant Service Agreement Renewal from your Cloudant Account Manager and you should proceed with confirming your renewal by your current expiration date or October 31, 2014, whichever is earlier, to assure uninterrupted Dedicated Cluster Service.

Any renewals not executed by October 31, 2014 may require a new contract under IBM standard Terms & Conditions and programs (i.e., Passport Advantage/Passport Advantage Express).

If you have not yet received Cloudant Service Agreement Renewal, please contact your Cloudant Account Manager immediately.

Dedicated Services expiring after November 1, 2014

Cloudant Dedicated Services, which expire after November 1, 2014, may require a new contract under IBM standard Terms & Conditions and programs (i.e., Passport Advantage/Passport Advantage Express).

7. Passport Advantage

As a customer of IBM, you will begin to see references to Passport Advantage and Passport Advantage Express – IBM's programs to acquire DBaaS and SaaS subscriptions, software licenses, IBM appliances and related Support under a single, common set of agreements, processes and tools.

Passport Advantage / Passport Advantage Express

For further information about the benefits of Passport Advantage and Passport Advantage Express please visit our website.

→ http://www.ibm.com/software/passportadvantage

For assistance with Passport Advantage or Passport Advantage Express, please contact IBM eCustomer Care.

Additionally, IBM has recently simplified its contracts. You will now be able to purchase additional IBM products under concise, easy to read terms, with more options to address your needs and future purchases.

8. Professional Services and Education

IBM will now provide Cloudant Professional Services that include configuration, implementation, provisioning, consulting and Education.

IBM Cloudant Professional Services will serve as your client support partner with the same professional staff we have always deployed for Cloudant offerings. This includes your Account Management and Service Delivery teams.

Changes in Professional Services as of November 1, 2014

IBM will assume any ongoing Cloudant Professional Services engagements and Statements of Work (SOWs) and will perform as originally contracted. While there are several process changes regarding the way contracts and SOWs are developed, there are virtually no changes to the overall Cloudant services delivery model.

Customers will engage IBM Cloudant services to support the IBM Cloudant portfolio of products. One exception is customers who require a PO between their organization and IBM to facilitate payment for existing Cloudant services. In that case, the customer must provide their Cloudant services contact with a new IBM PO with reference to the original contract or SOW.

All new services specific orders not available through Passport Advantage and Cloud Service Agreements will be contracted using standard IBM services agreements, rate structures and SOWs.

Certain customers may receive more than one invoice for their Cloudant offering where they previously received a single invoice, i.e., Professional Services on one invoice and Dedicated Service Renewals on a separate invoice.

Changes in Software Education as of November 1, 2014

Although IBM will continue to develop IBM Cloudant training materials, training courses (public, private, and online courses) will be offered through IBM Global Training Providers to increase availability of IBM Cloudant Education worldwide. For customers who engage IBM Cloudant Implementation Services customized Education can also be delivered as part of a SOW.

Information on all IBM education offerings can be found at: www.ibm.com/training. For additional inquiries, please contact your Cloudant account rep or training manager.

IBM Information Management also offers short skill-builder videos via YouTube focused on increasing key skills in the marketplace. Keep an eye on our YouTube channel as we release new videos monthly: https://www.youtube.com/user/IBMIMEducation/videos.

Finally, IBM Information Management provides free self-paced training on Open Source technologies via Big Data University - http://bigdatauniversity.com/. These courses may be helpful to customers who need to build some foundational skills before taking deep hands-on technical training from our Global Training Providers.

9. Privacy Policy

As part of the acquisition, personal information may be transferred from Cloudant to IBM. IBM's privacy policy may be viewed online at http://www.ibm.com/privacy.