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Doing Business with IBM for Sterling Commerce Software-as-a-Service Solutions

What Sterling Commerce Software-as-a-Service solution customers in North America need to know

On October 18, 2011 Sterling Commerce Software-as-a-Service (SaaS) solution business transactions will be managed by IBM, including transactions for the following products.

- Sterling Collaboration Network
- Sterling Managed Services
- Transportation Management Service
- Supply Chain Visibility
- and all other Sterling Commerce SaaS offerings

The "Doing Business with IBM guide for Sterling Commerce SaaS solutions describes changes that North American customers should expect and actions required to maximize the benefits of your relationship with IBM. It will also ensure a smooth transition to IBM's business systems and processes. Most of your contacts in sales, service delivery, support and education will remain the same.

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

If you are also a Sterling Commerce licensed software customer you may have already experienced some of these changes and taken actions necessary to facilitate the migration from Sterling Commerce to IBM.

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Important actions for Sterling Commerce customers

Create an IBM profile

Note: If you are also a Sterling Commerce licensed software customer you have likely completed this step.

Why an IBM profile	Website
With an IBM profile, you can view, update or add personal contact details, job title or registration settings.Please note there may be a delay of up to 15 minutes before you will be able to use your new IBM ID.	Create or update your IBM profile here: https://www.ibm.com/account/profile/us?

Create an IBM registration

Note: If you are also a Sterling Commerce licensed software customer you have likely completed this step

Why an IBM registration	Website
Your IBM registration ID is your single point of access to IBM web applications.	Create or update your IBM registration here:
You need just one IBM ID and one password to access any IBM registration-based application.	https://www.ibm.com/account/profile/us?pa ge=reg
IBM profile and IBM registration FAQs	https://www.ibm.com/account/profile/us?pa ge=faqhelp#13
Worldwide IBM registration helpdesk	https://www.ibm.com/account/profile/us?pa ge=helpdesk

Customer Purchase Order (PO) Requirements

Under the terms of your contract previously signed with Sterling Commerce, an invoice will be issued from IBM in November, 2011 for your October, 2011 usage. To assist with any additional requirements that may arise from receiving an invoice from IBM with new IBM part numbers, we would like to offer you the opportunity to provide IBM with a new PO to cover subsequent billing periods.

If your company requires issuing a purchase order to facilitate payment for Software-as-a-Service (SaaS) solutions ("Customer PO Requirements"), you will be required to provide either a new company issued purchase order or a PO waiver letter in order to process your contractual payments.

If you have Customer PO Requirements, unless you provide written instructions to exclude invoices for existing or new purchases of Software-as-a-Service (SaaS) solutions from your Customer PO Requirements (via a PO waiver letter), your current instructions to IBM regarding Customer PO requirements will apply to such transactions.

If we have not heard from you by the expiration of your current billed period, then we will issue the new invoice, with any previous references recorded with Sterling Commerce, as per the existing contract.

Contact your IBM/Sterling Commerce representative with any questions.

Tax ID Exemption Certificates and Change Requirements

If you have not already done so you will need to reissue Tax Exemption Certificates from your company to IBM. Please submit your Tax Exemption Certificate to Sterling Commerce Sales Administration team at this website: <u>sterlss@us.ibm.com</u>.

If applicable, your vendor Tax Identification Number will change.

State of New York customers should note that withholdings for EDI excise taxes will not immediately appear on IBM invoices. No action is required as NY customers are only obligated for taxes that appear on IBM invoices.

Existing Contracts with Sterling

All existing contracts with Sterling will be honored and migrated to IBM. Your monthly Network, Managed Services, Transportation Management, DataSync and Warehouse Management billings will continue per the terms in your existing contract. These invoices will be issued from IBM starting in the next few months. All of these existing contracts will remain in effect unless a change or modification is required. We are ready to work with you to execute a new contract under IBM for any needed changes or for contracts with fixed end dates. Please contact your sales representative with any questions or to initiate a change to your contract.

Accounts Payable and Purchasing

Effective October 18, 2011, Sterling Commerce processes will migrate to IBM. This will create a common process for you to acquire software products and services from IBM.

The invoices you receive in November, 2011 for October, 2011 usage will be issued from an IBM location as appropriate. This effects the remit-to address, and in certain countries, the transaction currency that you are using today.

Please review the following table for specific changes for Accounts Payable and Purchasing.

What is changing	Description
Vendor name	Vendor name will change from Sterling Commerce to IBM Corporation (the term "Vendor" below represents the IBM operation).
Vendor remit-to addresses	Vendor remit-to addresses for checks, wire transfers and overnight payments will change for all new business after October 18, 2011.
	The new details will appear on your invoices issued from IBM after that date.
Vendor standard payment terms	Vendor standard payment terms of "due upon receipt" may be applicable.
	You can find this information on either your invoice or quote.
Customer numbers	Sterling Commerce customer numbers will be replaced with IBM customer numbers (ICNs).
Purchase documentation	All purchase documentation, such as invoices, will be sent to the contact(s) listed in your IBM profile associated with your IBM customer number unless specified otherwise in your order.
Part numbers and product descriptions	New part numbers and product descriptions for the Sterling Commerce portfolio will replace the pre-existing Sterling Commerce product descriptions.
	These new part numbers and descriptions will appear on quotes and invoices you may receive from IBM.
	Product descriptions will be similar to the original Sterling Commerce product descriptions.

Table of changes for Accounts Payable and Purchasing

What is changing	Description
	Under the terms of your Software-as-a-Service contract previously signed with Sterling Commerce for the following solutions:
PO Requirements	 Sterling Collaboration Network Sterling Managed Services Transportation Management Service Supply Chain Visibility and all other Sterling Commerce SaaS offerings
	Effective with your next billing period, the invoice you receive will be issued from IBM, with any previous references recorded with Sterling Commerce.
	If your company requires issuing a purchase order to facilitate payment for your ongoing Software-as-a-Service billings, you will need to provide IBM with a new PO or a PO waiver letter to cover subsequent billing periods.
	Contact your IBM/Sterling Commerce representative with any questions.
Document formats	The format of documents (quotes, services statements of work, invoices, etc.) you receive will change.
Invoice Delivery	Invoices will be physically mailed – visit the Customer Support on- line web site for e-invoicing options: <u>http://www-</u> <u>304.ibm.com/support/operations/us/en</u>
	Credit Card customers can obtain their invoice copies by contacting Customer Support OnLine and/or registering for invoices on-line at: <u>http://www-304.ibm.com/support/operations/us/en</u>
Invoice Timing	Sterling Commerce Software-as-a-Service (SaaS) invoices will generated and sent in the last week of the month rather than 10th of the month.
Invoice Formats	Invoice item descriptions and usage details will be have a new appearance
Credit Card Customers	Credit Cards on file with Sterling Commerce will continue to be charged automatically. IBM will become the Merchant name rather than Sterling Commerce.
Direct Debit Customers	Recurring Direct Debits on file will not be transitioned and you will be invoiced for payment. Please remit to payment to address on the IBM Invoice.
Supplemental /Usage Reports for Sterling B2B Collaboration Network	Those customers receiving supplement invoice details will continue to receive via the email address on file with reference to IBM parts and IBM invoice numbers.

What is changing	Description
Select New York Customers	Excise tax and MTA Surcharges will be added to your IBM invoices in early 2012, until such time these tax obligations will be paid by IBM. No action is required as NY customers are only obligated for taxes that appear on IBM invoices.

Passport Advantage

As a customer of IBM, you will begin to see references to Passport Advantage: <u>http://www-01.ibm.com/software/lotus/passportadvantage/aboutpassport.html</u> and Passport Advantage Express: <u>http://www-</u>01.ibm.com/software/lotus/passportadvantage/aboutexpress.html

Passport Advantage and Passport Advantage Express are IBM's comprehensive programs for acquiring SaaS software licenses, Software Subscription and Support (product upgrades and technical support), and IBM Appliances under a single, common set of agreements, processes and tools.

As part of IBM's efforts to simplify the purchase of IBM Sterling SaaS solutions, IBM plans to make these available under IBM's Passport Advantage program beginning on October 18, 2011.

For assistance with Passport Advantage or Passport Advantage Express, please contact Passport Advantage eCustomerCare: http://www.ibm.com/software/howtobuy/passportadvantage/paocustomer/docs/en_US/ec

http://www.ibm.com/software/howtobuy/passportadvantage/paocustomer/docs/en_US/ec are.html where you will find email and phone contact information.

Recent Passport Advantage announcements

In July, IBM announced the availability of some IBM Sterling SaaS solutions in Passport Advantage. Please see the following announcement letters for more information. You will be informed as additional Sterling Commerce products are added to IBM Passport Advantage.

IBM Sterling Transportation Management System V6.9.1 helps you automate inbound and outbound transportation processes: <u>http://w3-</u> 01.ibm.com/sales/ssi/ShowDoc.jsp?DocURL=/sales/ssi/rep_ia/7/897/ENUS211-257/index.html&InfoType=AN&InfoSubType=IA&panelurl=index.wss&paneltext=Announ cement+letters&homepagelang=en_US&breadcrumb=DET001PT022

Customer "Administrative" Support OnLine

Please contact Customer Support OnLine for US or Canada at one of the following links with invoice or payment questions, or to acquire IBM's completed W-9 form. 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.

Customer Support Online – USA: 1-877-426-6006 www.ibm.com/support/operations/us/en

Customer Support Online – Canada: 1-866-880-2765 www.ibm.com/support/operations/us/en or www.ibm.com/support/operations/ca/fr

Sterling Commerce Software-as-a-Service solution Support

The Sterling Commerce support team will continue to focus on delivering customer satisfaction without compromise.

Existing Sterling Commerce support offerings and systems will continue to be offered and used until further notice for the following solutions:

- Sterling Collaboration Network
- Sterling Managed Services
- Transportation Management Service
- Supply Chain Visibility
- and all other Sterling Commerce SaaS offerings

For the most current information on IBM Sterling Commerce technical support visit: <u>https://cn.sterlingcommerce.com/login.jsp</u>

What does not change on October 18, 2011

- Support is provided per your existing Sterling Commerce support agreements.
- Sterling Commerce support is accessed through existing channels. Continue to use your Sterling Commerce customer number and Sterling Commerce support ID for access.
- Sterling Commerce support cases continue to be logged on the Sterling Commerce Technical Support web site.

Professional Services and Education

Sterling Commerce Professional Services and Education will continue to operate within the IBM Software Group.

Professional Services

Sterling Commerce Professional Services will continue to serve as your implementation and configuration partner with the same professional staff we have always deployed.

Changes in Professional Services as of October 18, 2011

Sterling Commerce will continue to operate within the IBM Software Group. IBM will assume any open Sterling Commerce Professional Services engagements and statements of work (SOW) 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 Sterling Commerce services business model. Customers continue to engage Sterling Commerce services for their implementations and configurations.

One exception is customers requiring a purchase order between their organization and IBM to facilitate payment for existing Sterling Commerce services, in that case, the customer must provide their Sterling Commerce services contact with a new purchase order, which references to the original SOW.

All new services orders will be contracted using standard IBM services agreements, rate structure and SOWs. The IBM services agreements, SOWs, and service order systems are separate from the IBM software licensing contracts and order systems (e.g., Passport Advantage).

Professional Services will operate within the IBM Software Services Group.

Changes in Education as of October 18, 2011

- IBM Sterling Commerce training, certification, training paths, course search and registration information are available at: www.ibm.com/software/sw-training
- Sterling Commerce courses will continue to be delivered by Sterling Commerce authorized instructors.
- Until its expiration date, prepaid training will be honored by IBM. Sterling Commerce discount programs will be migrated to IBM discount programs.

For further information or inquiries, please contact your Sterling Commerce training representative at: <u>www.ibm.com/training/global</u>.