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Armonk, New York 10504



**An IBM Company**

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June 1, 2009

**Re: Your Agreement with ILOG – Transfer of Business Processes from ILOG to IBM,  
effective July 1, 2009**

Dear Partner of ILOG,

On December 29, 2008, IBM completed the acquisition of ILOG, a leading provider of powerful easy-to-use tools for business rules, optimization, visualization and supply chain management.

We are pleased to report that the integration of ILOG continues to progress on schedule and would like to inform you that on **July 1, 2009**, we will finalize an important milestone in the integration known as “transfer of business.” On that date, among other things, we will consolidate all transaction fulfillment activity into an IBM company that does business in your country. Under the terms of your Agreement(s) with ILOG, (together with any amendments, the “Agreement(s)”), your consent to ILOG’s assignment of the Agreement(s) to the IBM entity specified in the Appendix to this letter is required. Therefore we would ask you to sign where indicated below so that our two companies can continue to transact business in accordance with the terms of the Agreement(s).

This means that we will be transitioning from ILOG processes and systems to IBM processes and systems, which include IBM software ordering; billing; course search and registration; and support renewals. Accordingly, from July 1, 2009, all documentation will be issued by IBM. Payment of any invoices after July 1, 2009, should be made to IBM, and complete payment details will be specified in the IBM invoices. Please note that as we move to IBM processes and systems, new orders for software and services and all renewals will be under IBM terms and conditions. IBM shall advise you if you need to sign a new agreement for any future purchases. Additional information regarding upcoming ILOG Support renewals will be sent out separately.

As part of the acquisition, personal information shall be transferred from ILOG to IBM. IBM's privacy policy may be viewed on [ibm.com](http://www.ibm.com) (<http://www.ibm.com/us/en/>).

Please visit [www.ILOG.com](http://www.ILOG.com) via <http://ilog.com/transferofbusiness/partners.cfm> for up-to-date information on doing business with IBM. In addition to this letter, you will also find posted a document entitled, “Doing Business with IBM”, which provides additional information to help you transact business with IBM. Both English and translated versions of this letter and the documents will be available on the website.

Please provide this packet of information to the appropriate individual(s) in your company who are also engaged with ILOG and IBM.

We would like to personally thank you for your continued support of ILOG and welcome you to the IBM family. We would also like to assure you that in most cases, the same person with whom you have been working will continue to be your primary interface at IBM. Should you have any questions, please contact your ILOG representative.

We look forward to continuing our business relationship with you through IBM and helping you meet the needs of your business.

Sincerely,



Foo, Jong Tong  
ILOG Vice President  
Asia Pacific

=====  
<<Insert Partner Name>> hereby consents to ILOG's assignment of the Agreement(s) between them as of July 1, 2009

Acknowledged and Agreed for and on behalf of <<Insert Partner Name>>

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

PLEASE RETURN A SIGNED COPY OF THIS LETTER VIA FACSIMILE TO:

Mee Mee Lieu (ILOG) on fax number +65-67730439

APPENDIX

Effective July 1, 2009, the rights and obligations arising under your agreement(s) with ILOG and/or its subsidiaries, are transferred to the IBM company listed in the chart below corresponding to where you are located. The chart also provides the address for any legal notices to the assigned IBM Company.

Location	IBM Company	Address for Legal Notices to IBM
Australia	IBM Australia Limited	PO Box 401 Pennant Hills, NSW 1715
New Zealand	IBM New Zealand Limited	PO Box 38993 Wellington, New Zealand
Japan	IBM Japan Ltd	3-2-12 Roppongi Minato-Ku, Tokyo 106-8711
Singapore	IBM Singapore Pte Ltd	9 Changi Business Park Central 1, The IBM Place, Singapore 486048
China	IBM Engineering & Technology (Shanghai) Co., Ltd	389 Gang Ao Road, Wai Gao Qiao Free Trade Zone Shanghai 200131 People's Republic of China
Hong Kong	IBM Singapore Pte Ltd	9 Changi Business Park Central 1, The IBM Place, Singapore 486048
Taiwan	IBM Singapore Pte Ltd	9 Changi Business Park Central 1, The IBM Place, Singapore 486048
Thailand	IBM Singapore Pte Ltd	9 Changi Business Park Central 1, The IBM Place, Singapore 486048
India	IBM India Private Limited	Subramanya Arcade, 12 Bannerghatta Road, Bangalore- 560 029 India
Korea	IBM Korea Inc.	The Military Mutual Aid Association B/D-467-12 Dgok-dong, Gangham-gu, Seoul, Korea