

Doing Business with IBM in North America

What Varicent Cloud Customers need to know

IBM recently acquired Varicent Software, Inc. an innovative software provider delivering measurable improvements for its customers through its industry-leading incentive compensation and sales performance management solutions. Beginning February 1, 2013, Varicent, an IBM Company, will conduct business as IBM.

The following “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 Varicent 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 have come to expect from both Varicent and IBM.

During this transition process, the IBM team and your IBM and Varicent representatives are available to answer any questions and to address your ongoing software and service needs.

IMPORTANT HIGHLIGHTS:

Effective February 1, 2013, Varicent 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 you received, directing you to this document.** Alternately, you may contact [eCustomer care](http://www-112.ibm.com/software/howtobuy/passportadvantage/paocustomer/docs/en_US/ecare.html) (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 during the customer information verification process, 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.

Varicent Support will continue to be accessed through existing channels. Continue to use your Varicent Client ID for access. Further details can be found in the Technical Support section of this document.

If your subscription expiration date is on or before April 30, 2013, you should have received or will receive an invoice before January 31 for your Varicent Software subscription. Please contact your sales representative if you have not yet received or have questions regarding your subscription invoice.

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IMPORTANT ACTIONS FOR VARICENT CUSTOMERS

As the Primary Contact, you need to create an IBM profile

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

As the Primary Contact, you need to create an IBM registration

Why an IBM registration	Website
<p>Your IBM registration ID, also known as a Web ID, is your single point of access to IBM Web applications, such as Passport Advantage, which will allow you to manage your current licensed software.</p> <p>You need just one IBM ID and one password to access any IBM registration-based application.</p>	<p>Create or update your IBM registration here:</p> <p>https://www.ibm.com/account/profile/us?page=reg</p>
<p>IBM profile and IBM registration FAQs</p>	<p>https://www.ibm.com/account/profile/us?page=faqhelp#13</p>
<p>Worldwide IBM registration helpdesk</p>	<p>https://www.ibm.com/account/profile/us?page=helpdesk</p>

ACCOUNTS PAYABLE AND PURCHASING

Effective February 1, 2013, Varicent processes will migrate to IBM. You will use a common process to acquire software products and services from IBM.

The quotes and invoices you receive will change in format after February 1, 2013, and they will be issued from an IBM location. Your remit-to address may change, and in certain countries, also the transaction currency that you are using today. Please check the following items on your internal vendor records:

Important actions for Varicent customers

Tax Exemption Certificates and Change Requirements

Vendor name will change from Varicent to the applicable local/regional IBM entity covering your location (the term “Vendor” below represents the applicable IBM entity).

Vendor applicable Tax Identification Number will change.

If you are currently exempt from Sales and Use tax, or local VAT, you will need to issue your company's **Tax Exemption Certificates** to IBM with your first order after February 1, 2013.

Table of changes for Accounts Payable and Purchasing

What is changing	Description
Vendor name	Vendor name will change from Varicent, 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 address	<p>Vendor remit-to address for checks, wire transfers and overnight payments will change after February 1, 2013.</p> <p>The new details will appear on your invoices issued from IBM after February 1, 2013.</p> <p>Important note: invoices issued from Varicent that are paid after February 1, 2013 should still be made payable to Varicent, an IBM Company and remitted per the instructions on the Varicent invoice.</p>

What is changing	Description
Vendor standard payment terms	<p>In most countries, IBM standard payment terms of “due upon receipt” may be applicable.</p> <p>You will find this information on either your invoice or quote.</p> <p>Important Note: invoices issued from Varicent that are paid after February 1, 2013 should follow the payment terms as noted on the Varicent issued invoice.</p>
Currency	<p>In some countries, the currencies used by Varicent are different than those used by IBM, thus you may be transacting in a different currency with IBM.</p>
Language	<p>In some countries, the correspondence you will receive from IBM may be in the local language.</p>
Customer number	<p>Effective February 1, 2013, Varicent customers will be assigned IBM customer numbers (ICNs) and a Software Site Number. Your ICN, along with your Software Site Number, can be found below your contact information in the hardcopy Transfer of Business notification letter you received, directing you to this document. Alternately, you may contact to obtain this information.</p> <p>Please note that your ICN will be used on all order-related communications.</p>
Purchase documentation	<p>Correspondence related to new purchases will be sent to the contact(s) listed in your IBM profile associated with your ICN unless specified otherwise in your order.</p>
Part number and product description	<p>New part numbers and product descriptions for the IBM Varicent portfolio will replace the existing Varicent product descriptions.</p> <p>These new part numbers and descriptions will appear on quotes and invoices you receive from IBM.</p>
Document format	<p>The format of documents (quotes, services statements of work, invoices, etc.) you receive will change based on the local/regional IBM operation covering your location.</p>

What is changing	Description
PO requirement	If your company requires issuing a purchase order to facilitate payment for any goods or services, IBM may require a new purchase order. Customers with ongoing billing requirements for Maintenance and Support or Managed Services may be contacted by IBM to submit a purchase order.
Tax liability	Beginning February 1, 2013, 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. If you are a hosted customer, please provide a tax exempt certificate with your next purchase order for any location where benefit is derived.

TECHNICAL SUPPORT

The Varicent Support teams will continue to focus on delivering customer satisfaction without compromise. Existing Varicent support offerings and systems will continue to be used after February 1, 2013.

As we work to integrate Varicent and IBM Support, we will offer IBM Varicent customers expanded capabilities through the existing IBM Support infrastructure. Communication related to changes in your support experience can be found in the IBM Varicent Customer Center at: <http://www-01.ibm.com/software/analytics/varicent/customercenter/>

The Varicent Customer support phone and web interfaces will remain unchanged until mid 2013.

What does not change on February 1, 2013:

- Varicent Support cases continue to be logged on the IBM Varicent Technical Support Web site (continue to use your Varicent Client ID, Username and Password to gain access): <http://support.varicent.com/ics/support/mylogin.asp?splash=1&deptID=5629>
- Support is provided per your existing Varicent Support agreements.

Please ensure the primary support contact within your organization is aware that they should continue to access IBM Varicent Support in the same way they always have via email and telephone. Refer to: <http://support.varicent.com/ics/support/mylogin.asp?splash=1&deptID=5629> for more details.

A separate communication will go out via email regarding upcoming changes to the Varicent Customer Support site as well as the timeline for these changes.

As part of the transition into IBM systems and processes, all Varicent Customers were contacted to validate the correct Primary, Technical Support and Billing Contacts. **Below are informational highlights to help you understand the definition of those future roles in IBM Customer Support.**

- The **Primary** Contact will be considered as the source for notice of all changes to the agreement or other contractual issues for software and non-software services. The Primary contact will be responsible for informing IBM of all necessary changes to the Customer account. The Primary Contact also manages access to IBM's software download site for companies with software contracts. As the software download site manager, this person will approve IBM Download Site access requests from their company's employees.
- Only a **single** Primary Contact can be designated per company site location in the IBM systems.
- The **Technical Support** Contact will manage access to IBM Technical Support Services for their company's Varicent contract(s). As Technical Support contact, this person will approve IBM Technical Support site access requests from their company's employees and will receive all IBM Technical Support access instructions and communications.

At this time, Varicent Customers and Business Partners will not use IBM's Service Request Tool to open new or existing requests for assistance. If this changes, the Site Technical Contact will be notified.

- Only a **single** Technical Support Contact can be designated per company site location in the IBM systems. Additional Named Callers can be added to the system by the Technical Support Contact.
- The **Bill To** Contact will receive IBM invoices associated with active contract(s).

SaaS SUBSCRIPTION RENEWALS

The following outlines the key dates associated with the transition to the IBM Software SaaS Subscription process:

SaaS Billing Date	What will happen
SaaS subscription expires before February 1, 2013	You should have received your invoice from the Varicent Finance team as per the normal Varicent invoicing processes. You should proceed with paying any invoices issued by Varicent per the payment terms outlined on your invoice. Timely payment of these invoices will help to ensure that there are no disruptions in your subscription. If you have not yet received an invoice, please contact Varicent Finance: fhong@ca.ibm.com

SaaS Billing Date	What will happen
SaaS subscription expiration date between February 1, 2013 and April 30, 2013	If your subscription expires within these dates, you will receive an invoice issued by Varicent Finance following standard Varicent processes. All of these invoices will be issued prior to January 31, 2013 with payment terms clearly stated on the invoice. If you have not yet received an invoice for your subscription that expires during the outlined period, please contact Varicent Finance: fhong@ca.ibm.com
SaaS subscription expiration date after May 1, 2013 and beyond	Your invoices associated with your subscription agreements will now be generated out of IBM systems and sent with the same invoicing frequency you have had with Varicent. These invoices will be issued per your legacy Varicent contract until the term of the contract expires.

Any questions about your Varicent SaaS subscription should be directed to your existing Varicent support representative or via Varicent Finance: fhong@ca.ibm.com

PASSPORT ADVANTAGE

As a customer of IBM, you will begin to see references to [Passport Advantage](http://www-01.ibm.com/software/lotus/passportadvantage/aboutpassport.html) (<http://www-01.ibm.com/software/lotus/passportadvantage/aboutpassport.html>) and Passport Advantage Express (<http://www-01.ibm.com/software/lotus/passportadvantage/aboutexpress.html>). Passport Advantage and Passport Advantage Express are IBM's comprehensive program for software license acquisition, including SaaS subscriptions, Software Subscription and Support (product upgrades and technical support), and IBM Appliances under a single, common set of agreements, processes and tools.

For assistance with Passport Advantage or Passport Advantage Express, please contact IBM eCustomer Care: https://www.ibm.com/software/howtobuy/passportadvantage/paocustomer/docs/en_US/ecare.html

After February 1, 2013, IBM Varicent products and support will be available under the Passport Advantage program.

PROFESSIONAL SERVICES AND EDUCATION

IBM will now provide Varicent Professional Services and Education.

IBM Varicent Professional Services will serve as your client support partner with the same professional staff we have always deployed. This includes your Account Management and Customer Success teams.

Professional Services

Changes in Professional Services as of February 1, 2013:

- IBM will assume any ongoing Varicent 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 Varicent services business model. Customers will engage IBM Varicent services to support the IBM Varicent portfolio of products. One exception is customers who require a PO between their organization and IBM to facilitate payment for existing Varicent services. In that case, the customer must provide their Varicent services contact with a new IBM PO with reference to the original contract or 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 may be a separate system separate from the IBM software licensing contracts and order systems (e.g., Passport Advantage).
- Certain customers may receive more than one invoice for their Varicent offering where they previously received a single invoice, i.e., Services on one invoice and Software Subscription and Support Renewal on a different invoice

Education

Changes in Education as of February 1, 2013:

- IBM Varicent education will be part of the IBM Business Analytics education portfolio of offerings.
- All classes will be contracted using IBM standard training agreements.
- Course and registration information can be found at: <http://www-304.ibm.com/jct03001c/services/learning/ites.wss/us/en?pageType=page&c=U431952F76355G56>
- Additional new offerings such as the IBM Education Pack discount program and others can be found at: <http://www-304.ibm.com/jct03001c/services/learning/ites.wss/us/en?pageType=page&c=a0000155>

For additional inquiries, please contact your Varicent account rep or training manager.

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