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

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

On August 27, 2010, IBM completed its acquisition of Sterling Commerce, a leading global provider of e-commerce, fulfillment and business-to-business integration capabilities. 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.

- IBM Sterling B2B Collaboration Network, previously known as Sterling Collaboration Network
- IBM Sterling B2B Integration Services, previously known as Sterling Managed Services
- IBM Sterling Transportation Management Service
- IBM Sterling Supply Chain Visibility
- and all other IBM Sterling SaaS offerings

This document includes important information about the integration of Sterling Commerce into IBM on October 18, 2011. Whether you are new to doing business with IBM, or have an established partner relationship, we look forward to working with you to meet your customers' needs.

This document is designed to provide you with important information that will help guide you in conducting business with IBM. Although processes are changing, most of your contacts in sales, service delivery, support and education will remain the same.

As an IBM Business Partner, you will continue to have access to Sterling Commerce offerings as well as IBM's extensive 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 business partner you have already experienced some of these changes and taken actions necessary to facilitate the migration from Sterling Commerce to IBM.

We anticipate that you and your organization will experience a smooth transition to IBM during the next several months. During this process, the IBM team and your IBM and Sterling Commerce representative are available to answer questions and to address your ongoing product and service needs.

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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 quotes and invoices you receive may change in format after October 18, 2011, and they will be issued from an IBM location as appropriate. All outstanding quotes expire on October 17, 2011, unless stated otherwise in the quote. This may affect the remit-to address, and in certain countries, the transaction currency that you are using today.

Tax ID Exemption Certificates and change requirements

You will need to reissue Tax Exemption Certificates from your company to IBM. Please submit your Tax Exemption Certificate prior to your first order to Sterling Commerce Sales Administration team: sterlss@us.ibm.com.

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. Please contact your channel sales account manager with any questions.

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 the applicable local/regional IBM operation covering your location (the term "Vendor" below represents the IBM operation).
Tax Identification Number	<p>Change the Tax Identification Number you have on file for Sterling Commerce to the IBM Tax Identification Number for the local IBM entity responsible for transactions in your location.</p> <p>You will find the IBM Tax Identification Number for your location on IBM invoices issued to you.</p>
VAT or taxes exemption	<p>If you are currently exempt from local VAT or taxes, you will need to reissue Tax Exemption Certificates from your company to IBM.</p> <p>Please submit your Tax Exemption Certificate prior to your first order to: Sterling Commerce Sales Administration team: sterlss@us.ibm.com.</p>
Vendor remit-to addresses	<p>Vendor remit-to addresses for checks, wire transfers, and overnight payments will change for all new business after October 18, 2011.</p> <p>The new details will appear on your invoices issued from IBM after that date.</p>
Vendor standard payment terms	<p>Vendor standard payment terms in your existing Sterling Commerce contract will apply until such time as that contract expires, is terminated or replaced.</p> <p>Any new agreements entered into with IBM in the future will be subject to the IBM standard payment terms applicable at the time of the new agreement.</p> <p>You can find this information on either your invoice or quote.</p>
IBM customer number	<p>Effective October 18, 2011, Sterling Commerce customer numbers will be replaced with IBM customer numbers (ICN).</p> <p>You will receive your ICN in a separate communication from Sterling Commerce. Please note that your ICN will be used with all order-related Sterling Commerce communications.</p>
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.

What is changing	Description
Part numbers and descriptions	<p>New part numbers and product descriptions for the Sterling Commerce portfolio will replace the pre-existing Sterling Commerce product descriptions.</p> <p>These new part numbers and descriptions will appear on quotes and invoices you may receive from IBM.</p> <p>Product descriptions will be similar to the original Sterling Commerce product descriptions.</p>
Document Formats	<p>The format of documents (services statements of work, invoices, etc.) you receive will change based on the local/regional IBM operation covering your location.</p> <p>All Sterling Commerce SaaS partners:</p> <ul style="list-style-type: none"> • Invoices from Sterling Commerce reflected line item billing with a separate, negative value line item which reflected your contract discount amount. • The invoice your company will receive from IBM beginning in October will reflect line items billed net of your contract discount. • Where your company has received detailed invoices from Sterling Commerce (e.g., , mailbox detail), you will continue to receive this detailed information separate from the invoice, but at net price only.
Purchase orders	<p>Effective with your next billing period, the invoice you receive will be issued from IBM, with any previous references recorded with Sterling Commerce.</p> <p>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.</p> <p>Contact your IBM/Sterling Commerce representative with any questions.</p>
Invoice Delivery	<p>Invoices will be physically mailed – visit the Customer Support on-line web site for e-invoicing options: http://www-304.ibm.com/support/operations/us/en</p> <p>Credit Card customers can obtain their invoice copies by contacting Customer Support OnLine and/or registering for invoices on-line at: http://www-304.ibm.com/support/operations/us/en</p>
Invoice Timing	<p>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.</p>

What is changing	Description
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.
Order submission	Details regarding order submission will be communicated separately.

Credit

Every IBM Business Partner operating in a direct purchasing relationship with IBM requires credit approval to enjoy deferred invoice payment terms.

Credit granted by IBM, such as the value of invoices that can be outstanding at any one time, is commensurate with historical revenue generation (commonly 30%-40% of annual), payment history, and your company's size and financial strength.

Credit must be applied for on a periodic basis. IBM will consider the above mentioned factors when assessing your company's suitability for credit.

In addition to purchase credit, IBM Global Finance offers other programs that may be applicable, such as credit lines and end user financing. If interested, please contact your IBM sales representative.

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](http://www.ibm.com/support/operations/us/en): 1-877-426-6006
www.ibm.com/support/operations/us/en

[Customer Support Online – Canada](http://www.ibm.com/support/operations/us/en): 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 after until further notice for the following solutions:

- IBM Sterling B2B Collaboration Network, previously known as Sterling Collaboration Network
- IBM Sterling B2B Integration Services, previously known as Sterling Managed Services
- IBM Sterling Transportation Management Service
- IBM Sterling Supply Chain Visibility
- and all other IBM Sterling SaaS offerings

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

What does not change on October 18, 2011

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

Note: As we complete the migration to IBM systems, the above items will be changing and you will be notified of the changes through future communications.

For information about IBM Support, please refer to the online IBM Support portal at: [IBM Support Overview](#).

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.

Education

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: www.ibm.com/training/global.

IBM PartnerWorld

We encourage you to find out more about IBM and register your company in IBM PartnerWorld. Registration in PartnerWorld is free and is required when doing business with IBM.

If you are not a member of the IBM PartnerWorld program you could be missing out on some key channel support tools.

As a member of the PartnerWorld program, you will have the ability to access a wide variety of tools, technology and resources for you to grow your business and market share. You can join PartnerWorld by following the easy steps outlined in our online: [1-2-3 Guide to Join PartnerWorld](#).

We welcome you to IBM and expect a strong relationship to continue between our companies for our mutual success, and the success of our customers.