



# Doing Business with IBM

## **A Guide for Ounce Labs Software Customers**

Welcome to IBM!

On July 28, 2009 IBM completed its acquisition of Ounce Labs Corporation and is in the process of integrating Ounce Labs Software into the IBM Rational Software portfolio. This combination will help customers integrate web application security and compliance management early on and throughout the software development process and enable customers to deliver more secure and compliant applications to the market.

Because your organization has licensed software solutions, contracted services or has a customer support agreement with Ounce Labs, we are providing you with important information that will help you transact business with IBM in the near future. Although you will see changes to business processes in all areas, most of your contacts in sales, service delivery, and support delivery will remain the same.

### **What transitioning to IBM means for you**

Now that Ounce Labs integration into IBM has begun, you need to be aware of several important changes, some of which require your action. Please use this information as it applies to your business.

As a customer of IBM, you will have access to an extensive portfolio of software solutions and services offerings, while continuing to enjoy the high quality, responsive service you have come to expect from your former Ounce Labs team.

IBM anticipates that you and your organization will experience a smooth transition during the next several months. During this process, both the IBM Rational team and your current SW representative will be available to answer any questions you may have, and to handle your ongoing software and service needs.

### **This document includes important information for:**

- I. Accounts Payable and Purchasing
- II. Software Support
- III. Services Engagements
- IV. Passport Advantage
- V. Subscription & Support Renewals

# I. Accounts Payable and Purchasing

Effective November 1, 2009, you will begin to notice changes as Ounce Labs' processes begin to integrate with IBM's. This document will explain many of the important changes as we move to a common process for providing and supporting Ounce Labs and IBM software and services.

## Effects on your vendor records for purchasing from and paying IBM:

The quotes and invoices you receive will change in format after November 1, 2009 and they will be issued from an assigned IBM location. This may affect the remit to address, and in certain countries, the transaction currency that you are using today. Please check the following items on your internal vendor records and adjust your purchase orders and payment processing accordingly.

For purchase orders and payment processing after November 1, 2009, please make the following changes (arranged by topic below):



These items are for your information



These items require your action

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What will change	How it will change
Vendor Name 	Vendor name will change from Ounce Labs to the applicable local/regional IBM operation covering your location.
Tax Identification Number 	Change the tax identification number you have on file for Ounce Labs to the IBM Tax Identification Number for your local IBM company. You will find the IBM Tax Identification Number for your location on IBM invoices issued to you.

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**What will change****How it will change**

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Tax Exemption Certificates



If you are eligible for U.S. or Canadian tax exempt status, you will need to reissue your company's U.S. or Canadian Tax Exemption certificates to IBM.

**Please forward to your Ounce Labs Sales Representative as soon as possible and prior to your first order with IBM.**

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Vendor remit-to address and bank account



Vendor remit to addresses and bank account details for checks, wire transfers and overnight payments will change for all new business after November 1, 2009. The new details will appear on your invoices issued from IBM after that date.

The remit-to address and bank account details on outstanding Ounce Labs invoices remain valid for those invoices only, and should be paid in accordance with their terms.

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Vendor standard payment terms



In most countries, IBM's standard payment terms of "due upon receipt" will apply to new orders for software and related services. You can find this information either on your invoice or quote.

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Currency



In some countries, new orders for software and/or related services may be quoted, invoiced and payment received in a different currency than was used for transactions with Ounce Labs. The applicable IBM quote or invoice relating to new orders after November 1, 2009 will reflect any such change(s).

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Correspondence language



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

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## Changes you may encounter with the processing of your order:

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These items are for your information



These items require your action

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### What will Change

### How It Will Change

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Your Ounce Labs Customer ID



Will change to an IBM Customer Number (ICN). You will receive your ICN in a separate communication.

Your Contact Information



All purchase documentation, such as invoices, will be sent to the contacts listed in your IBM profile associated with your IBM Customer Number (ICN) unless specified otherwise in your order.

Ounce Labs Software product names



Will change to IBM Rational standard product names and part numbers. These will appear on any quotes and invoices you receive from IBM. A complete list of current Rational product names is accessible at:

<http://ibm.com/software/rational/sw-atoz/>

Format and delivery method of documents,

software and information



The format of documents (quotes, proof of entitlement, services statements of work, invoices, etc.) you receive will change based on the regional IBM company for your location.

Note: (For Sales/Use Tax purposes please ensure to include appropriate description on invoices for items sold, i.e., E-Delivered Software License, Tangible SW License and SW Maintenance as applicable.)

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**What will Change****How It Will Change**

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Delivery of Software Media & License Keys

In the majority of cases, IBM will deliver Software to you via an IBM portal designed for easy electronic download and access.

Where you request physical delivery of software and it is available from IBM, IBM will align delivery with IBM standard procedures based on your location and country of end use.

License keys are required for most IBM Rational software products. The IBM Rational License Key Center is the on-line service for generating and managing your license keys.

Further licensing information can be found at:  
<http://ibm.com/software/rational/support/licensing/>

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## II. Software Support

IBM and Ounce Labs thanks you for your loyalty to Ounce Labs software products and services, and for giving us the opportunity to provide your customer support in the future. The Ounce Labs and Rational support teams are working hard to ensure a smooth and positive transition to IBM Software Support.

The transition effort has commenced, but for now, please continue to contact Ounce Labs Support as you do today for your technical support needs. Over the next several weeks, you will receive additional communications related to the transition of the support. The final transition communication will provide all the details for accessing Ounce Labs product support through IBM. We will inform you of the specific transition date at which time all calls to Ounce Labs Support will be redirected to IBM Software Support.

The IBM Software Support is committed to delivering a world-class support experience that exceeds customer expectations and differentiates IBM in the marketplace. We will do this by providing:

- Rapid response to your calls within targeted guidelines

- Ownership and ongoing communication regarding your problem status through problem resolution
- A defined escalation process when management assistance is needed
- A commitment to continuous improvement of our service processes

IBM's primary goal will be to maintain and enhance the highly satisfying support delivery experienced by Ounce Labs clients today. Upon completion of the integration of Ounce Labs operations and offerings into IBM's, Ounce Labs clients will also receive a consistent support experience for all their IBM software products.

For further information related to the IBM Software Support transition, please visit the following Ounce Labs Support Overview:

<http://ibm.com/software/rational/support/ouncelabs/>

### III. Services Engagements

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#### What will change

#### How it will change

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Services Delivery Team

Starting in late 2009, services will be delivered by the IBM Rational Security practice. Please note that IBM will continue to rely upon Ounce partners for the delivery of services and training. Also, your local IBM account team will begin to take an ever increasing role in assisting you with your services needs locally. Please contact your local IBM account team for more information.  
<http://ibm.com/software/rational/services/>

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Existing Ounce Professional Services SoWs and POs

SoWs and POs with incomplete or uninvoiced work as of November 1, 2009, will continue under the Ounce terms except as noted in I, Accounts Payable, above. No contract modifications will be permitted beyond end date extensions agreed to in writing by you and IBM. You may request to have your local IBM company create a new contract for remaining work using local IBM practices and pricing and terminate your Ounce contract early.

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What will change	How it will change
Vendor Name for incomplete services contracts	Please change the vendor name from Ounce Labs Corporation to the local/regional IBM operation covering your location. See Appendix A
New Services Agreements	All new services agreements will be proposed and contracted by your local IBM company using local practices and pricing.

## IV. Passport Advantage

As a customer of IBM, you will begin to see references to [Passport Advantage](http://ibm.com/software/lotus/passportadvantage/aboutpassport.html) (<http://ibm.com/software/lotus/passportadvantage/aboutpassport.html>) and [Passport Advantage Express](http://ibm.com/software/lotus/passportadvantage/aboutexpress.html) (<http://ibm.com/software/lotus/passportadvantage/aboutexpress.html>). Passport Advantage and Passport Advantage Express are simple, comprehensive IBM offerings for new software licenses, and Software Subscription and Support (product upgrades and technical support) under a single, common set of agreements, processes and tools.

As part of IBM's efforts to simplify the purchase and deployment of software, IBM plans to make Ounce Labs technology and support available under IBM's [Passport Advantage](http://ibm.com/software/lotus/passportadvantage/pacustomers.html) (<http://ibm.com/software/lotus/passportadvantage/pacustomers.html>) program in 4Q 2009.

In future communications, you will be receiving more detailed information on how and when Ounce Labs technology and support will be integrated into this program.

## V. Subscription & Support Renewals

Ounce Labs support renewals will be integrated into the IBM Software Subscription and Support renewals process in a phased approach. The effect on your subscription and support renewal depends on the date your support contract expires.

The following outlines the key dates associated with the transition to the IBM Software Subscription and Support process, effective November 1, 2009:

- November 1 – December 31, 2009 renewal dates: If your renewal falls within these dates, your IBM/Ounce Labs Sales Representative will provide you with a renewal quote generated from IBM systems. This quote will be based on your existing Ounce support contract with IBM terms and conditions.

**Note (1):** If you had previously been quoted by Ounce Labs but not yet invoiced, you will be re-quoted under IBM's terms and conditions.

- January 1, 2010 – ongoing renewal dates: You will receive a renewal quote to renew your Ounce Labs Support under the IBM Passport Advantage program. During this process you will be introduced to your new IBM Subscription & Support Renewals Representative who will help explain the program's benefits to you and ensure a seamless migration into Passport Advantage.

Please contact your current IBM/Ounce Sales Representative if you have questions regarding your transition to IBM.

Once again, welcome to the IBM family. We are excited to have the opportunity to continue working with you and your organization. Please know that your existing Ounce Labs sales team remains available to help with any questions or needs that you may have.