

Cloud Reseller Program Guide

This program guide's purpose is to define BroadAspect's Cloud Reseller Program policies, basic structure of the program and the key partner responsibilities so that both current and prospective partners understand the commitments they will need to make them successful. This guide does not serve as the Reseller Master Service contractual document and merely serves a program overview.

Target Audience

The BroadAspect Cloud Reseller Program is designed for organizations who seek to provide Cloud Infrastructure Services ('Cloud IaaS') powered by BroadAspect to unaffiliated third party companies, "Cloud Customers", resulting in new recurring revenue streams! Cloud Infrastructure Services are virtualized Infrastructure as a subscription service, consisting of Cloud Servers including compute, storage and networking. Any organization that provides subscription or web services to Cloud Customers is a likely candidate to become a BroadAspect Cloud Reseller Partner. The Reseller program currently includes various types of Partners who market themselves as IT as a Service, Professional Service Providers, Application Service Providers and Managed Service Providers.

Reseller Program Membership

An organization that wants to be a BroadAspect Cloud Reseller Partner must agree to and accept the terms and conditions of the Master Cloud IaaS Reseller Agreement. This agreement is provided upon request for partnership by a prospective reseller partner. Reseller qualification and approval is solely based on BroadAspect's Cloud Channel Partner Manager.

Reseller Benefits

- Preferred pricing and volume discounts
- Flexible terms and two cloud resource purchase models
- Low entry point into offering Enterprise Class Cloud services
- Complimentary Cloud Not for Resell 'NFR' services for demonstration, testing in your sales engagements.
- No physical and virtual data center expertise or investments
- Pre-Sales Support and dedicated partner contact
- Full Access to client environments with Infrastructure Portal for deployments and management

Reseller Requirements

- Cloud IaaS Sales Training
- Cloud IaaS Technical Training
- Assign (1) Cloud Solution Sales Representative
- Assign (1) Cloud Solution Engineer
- Register Cloud IaaS Leads
- Translate customer technical requirements into Cloud IaaS resource specifications
- Generate customer proposals and close contracts
- Bill Customers Directly
- Provide Tier One - IaaS and Server (OS) Support
- Provide all OS level configuration, patching, testing and Support, unless optionally contracted as service from BroadAspect
- Meet minimum monthly recurring billing commitment of \$2,000.

Reseller Pricing Model

Reseller Partners of BroadAspect enjoy a simple Cloud Services acquisition model that lowers cost with revenue commitment, length of terms and scalability of resources such as storage, thus creating predictability when costing/pricing solutions directly to direct your end customers. Resellers fall into four Reseller discount tiers which are based on monthly billable recurring services. Reseller discounts are applied to all of the Reseller's active cloud service order bundles and adjusted in combination of the bundle's service terms discounts. Each bundle is a separate invoice line item for easy reseller project cost management and reporting.

Resellers must complete one billing cycle within the next tier range before being bumped up to a higher tier by BroadAspect. If a partner's monthly recurring review falls below their current assigned tier's monthly revenue requirements, then after one billing cycle the partner will be downgraded to the qualifying tier across all resource bundles partner discount level will adjust.

The following table outlines the four Cloud Reseller Discount Tiers, related revenue requirements and Reseller discount.

Reseller Discount Tiers

Tier	Monthly Recurring	Discount
1	Min. to \$2,999	5%
2	\$3,000 - \$4,999	8%
3	\$5,000 - \$14,999	10%
4	\$15,000 +	15%

Note: Tiers maybe adjusted and new tiers added solely at the digression of BroadAspect.

Reseller Pricing

Reseller pricing starts with BroadAspect's published pricing and rate cards for Cloud infrastructure services. Always use the current pricing and rate cards or ask your BroadAspect representative for the latest pricing updates. BroadAspect may offer special limited time pricing to resellers that if bundled during the offer period would remain in effect for the bundle's service term agreement. BroadAspect from time to time may implement price adjustments, therefore within a contracted period BroadAspect may apply lower per unit pricing to a Reseller's allocated resources. During a contracted period, BroadAspect will not increase rates on a reseller's bundled pricing except where described within the Reseller Master Services Agreement.

Billing and Service Models

BroadAspect Reseller Partners may use the 'Pay-as-You-Go' hourly billing service or the Committed Resource Allocation model within a provisioned virtual private cloud environment.

The *pay-as-you-go* model by its nature has no commitment of resources or terms of services. This is a strictly pay for what you consume service. The Pay-as –you-go model does not guarantee availability of resources and may have limited or restricted inventory for periods of time. The billing calculations are based on actual usage and totaled near the end of the calendar month for invoicing with the Reseller's present discount tier rate applied to the charge total. Thus this is a very straight forward solution and a great Cloud solution for hosting a

prospect's proof of concept environment or performing testing. It can even be used for development and UAT environments that only need to run for maybe a few days a month.

The *Committed Resource Allocation* model allows the reseller to select a bundle of compute resources (RAM, CPU and Storage) and choosing a service term period from month-to-month (no discount) up to 60 months. The selected amount of compute resources are added to a Cloud Services Sales Order and this 'bundle' is then allocated to the Reseller's overall resource allocations. Reseller's may have multiple Resource Allocation bundles due to building new environments at different times, when it makes sense to the Reseller, Resource Allocation bundle terms maybe aligned into single larger billable allocations. Term and related discounts are shown in a table below.

Included Services:

- NAT Firewall services on shared hardware firewall clusters.
- Free inbound bandwidth, 250GB of outbound bandwidth per \$100 of bundle MRC, additional bandwidth billed at \$0.12/GB or can be preallocated from the rate card.
- Free/unlimited access to storage, no I/O fees!
- One Public IP Address per \$100 of bundle MRC, additional Public IP addresses as justifiable for \$5.00 Monthly each
- Unlimited 24X7 management access to BroadAspect's vCloud Portal.

Reseller Service Term Discount Options

Selected Term	Discount
12 Months	5%
24 Months	8%
36 Months	10%
48 Months	12%
60 Months	15%

How are discounts applied?

The term discount is combined with the Reseller Tier discount for a total discount that is applied to the selected resource allocation bundle. For example, a Tier 2 Reseller that selects a 24 month allocation of resources to apply to a customer project or to just add to their overall environment would achieve a total of 16% discount for that particular Cloud Sales order.

Reseller's may let one or multiple Resource Allocation bundles expire at the end of its term, renew the term or extend the term to achieve increased overall discounts.

Note: As a general guide; the partners commitment to increased quantities of the main Cloud Platform resources; (compute, storage and networking) decreases the unit cost of each resource based on length of service term agreement of the resource allocation commitment and reseller monthly revenue tier.

Complimentary NFR Cloud Bundle

For Resellers to offer proof of concepts, testing and demonstrations to end customer prospects, BroadAspect sees the importance giving NFR Cloud resources to our partners. Each Cloud Reseller is offered a 16GB RAM,

8vCPU, 200GB storage, 500 GB public data transfer bundle free of charge once the partner has become a qualified Tier 1 Reseller Partner. Use is restricted to end user sales opportunities of the partner, services are not for resell and not for internal production use. Comes with one private cloud network environment with up to two public IP addresses.

Cloud Reseller Partners are offered additional NFR resources at 50% discount as needed on a month to month basis. NFR Cloud services are deployed in BroadAspect's Standard Tier Cloud platform and the NFR service is not backed by any uptime service level agreement.

Program Restrictions, Limitations and Qualifications

- BroadAspect only supports US based Reseller Partners
- Reseller Partners sell directly to third parties ('end customers') and not internally to business units, divisions, etc.
- Must have verifiable website, company name and physical address.
- Program entry requires \$2,000 monthly services commitment.
- Must provide value added services to qualify as a Reseller partner.
- Must provide credit verification to qualify as a Reseller partner.
- Receive and resolve all SPAM, DMCA and Abuse Reports from client base.
- BroadAspect Reseller Partner cannot create sub-reseller agreements with its customers.
- Reseller program is currently only for infrastructure services.