

IBM SmartCloud Enterprise

Charges Schedule - United States in U.S. dollars

Effective Date: August 31, 2012

This Charges Schedule provides the current IBM charges and rates applicable for the Services acquired from IBM and provided under the terms of the IBM SmartCloud Agreement, including its Attachments. Capitalized terms used herein have the same meaning as set forth in the IBM SmartCloud Agreement. Charges are exclusive of any duty, tax, levy, or fee.

IBM will invoice and Customer agrees to pay applicable charges for all Services options ordered at the following rates and charges. One time charges will be invoiced upon acceptance of Customer's order. Monthly recurring charges and usage charges will be invoiced monthly unless the invoiced amount is small, then in such case; IBM may at its discretion combine such amount with a subsequent monthly invoice. Monthly charges may be prorated based upon the date during the month the Services option begins, changes or ends.

For Services acquired from an IBM Business Partner, this Attachment does not apply. The IBM Business Partner sets all charges for the Services provided by IBM. The agreement with the IBM Business Partner will specify applicable charges applicable for the Services. Contact the IBM Business Partner for current charges.

1. Instance Compute Resource and Operating System Image Charges

The usage charges for an Instance include charges for virtual compute resources and charges for a SCE Operating System if selected to be provisioned with the Instance. Instance usage charges will depend on whether Customer selected to use the Services on a reserved capacity or unreserved capacity basis.

1.1 Preferred Pricing for Reserved Capacity

For Reserved Capacity Packages, the following charges apply:

- the monthly recurring charge will be an amount equal to the number of reserved capacity units ordered times the applicable reserved capacity unit monthly recurring charge for a specified commitment period applies as follows:

| Reservation Commitment Period | Monthly recurring charge for each Reserved Capacity Unit |
|-------------------------------|--|
| 6 month commitment | \$ 1,850 |
| 12 month commitment | \$ 1,300 |

and;

- the per hour usage charges for each Instance provisioned within the capacity limitations of the Reserved Capacity Package applies as follows:

| 32-bit SCE Operating System Configuration | Copper | Bronze | Silver | Gold |
|--|----------|----------|---------|---------|
| Red Hat Enterprise Linux | \$0.089 | \$0.100 | \$0.135 | \$0.195 |
| SUSE Linux Enterprise Server 11.0 | \$ 0.059 | \$ 0.070 | \$0.105 | \$0.165 |
| Windows Server (2003 and 2008 versions) | \$0.064 | \$0.075 | \$0.150 | \$0.210 |
| 32-bit Configuration without a SCE Operating System | | | | |
| Customer provided Linux operating system or other Service Component operating system | \$0.039 | \$0.050 | \$0.085 | \$0.145 |

| 64-bit SCE Operating System Configuration | Copper | Bronze | Silver | Gold | Platinum |
|---|---------|---------|---------|---------|----------|
| Red Hat Enterprise Linux | \$0.165 | \$0.210 | \$0.250 | \$0.370 | \$0.720 |
| SUSE Linux Enterprise Server 11.0 | \$0.135 | \$0.180 | \$0.220 | \$0.340 | \$0.650 |
| Windows Server (2003 and 2008 versions) | \$0.205 | \$0.220 | \$0.270 | \$0.550 | \$1.250 |
| 64-bit Configuration without a SCE Operating System | | | | | |
| Customer provided Linux operating system or an other Service Component operating system | \$0.115 | \$0.160 | \$0.200 | \$0.320 | \$0.630 |

*Until October 11, 2012, usage in excess of the Reserved Capacity Package limitation will be charged at the above preferred reserved capacity per hour usage charge rates. After October 11, 2012, any such usage in excess of the Reserved Capacity Package limitations will be charged at the unreserved capacity per hour usage charge set forth in section 1.2 below.

1.2 Pricing for unreserved Capacity

Without a reserved capacity package, the per hour usage charges apply for each Instance provisioned as follows:

| 32-bit SCE Operating System Configuration | Copper | Bronze | Silver | Gold |
|---|---------------|---------------|---------------|-------------|
| Red Hat Enterprise Linux | \$0.125 | \$0.145 | \$0.230 | \$0.360 |
| SUSE Linux Enterprise Server 11.0 | \$ 0.095 | \$ 0.115 | \$0.200 | \$0.330 |
| Windows Server (2003 and 2008 versions) | \$0.100 | \$0.120 | \$0.240 | \$0.370 |
| 32-bit Configuration without a SCE Operating System | | | | |
| Customer provided Linux operating system or an other Service Component operating system | \$0.075 | \$0.095 | \$0.180 | \$0.310 |

| 64-bit SCE Operating System Configuration | Copper | Bronze | Silver | Gold | Platinum |
|---|---------------|---------------|---------------|-------------|-----------------|
| Red Hat Enterprise Linux | \$0.300 | \$0.400 | \$0.480 | \$0.740 | \$1.460 |
| SUSE Linux Enterprise Server 11.0 | \$0.270 | \$0.370 | \$0.450 | \$0.710 | \$1.390 |
| Windows Server (2003 and 2008 versions) | \$0.340 | \$0.400 | \$0.500 | \$0.960 | \$1.990 |
| 64-bit Configuration without a SCE Operating System | | | | | |
| Customer provided Linux operating system or an other Service Component operating system | \$0.250 | \$0.350 | \$0.430 | \$0.690 | \$1.370 |

2. Other Compute Resource Charges

2.1 Persistent Storage

For persistent storage for both persistent storage blocks and for Private Image storage, the following charges apply:

- a usage charge for the number of gigabytes (GBs) ordered in each persistent storage block or for the number of GB used for each Private Image storage (rounded to next whole GB) is as follows:

| Charge per GB per hour |
|-------------------------------|
| \$ 0.00015 |

and;

- a usage charge for the number of storage input and output access requests for both persistent storage blocks and for Private Image storage applies as follows:

| Storage Input and Output Access Requests* |
|--|
| Requests per million or portion thereof |
| \$0.11 |

* For saved Private Images, there will be no charge for storage input and output access requests until October 11, 2012. After October 11, 2012, storage input and output access requests to save a Private Image will also be charged for at rate in the table in item b.

2.2 Internet Data Transfer

For Internet data transfer, the following usage charges per GB inbound and outbound data transfer apply based upon the monthly aggregated data transfer amount as follows:

| Rate Tier for Monthly Terabyte (TB) Usage | Per GB charge* |
|--|-----------------------|
| For transfer amounts up to and including the 10th TB | .15 |
| for transfer amounts from the 10th TB up to and including the 50th TB | .11 |
| for transfer amounts from the 50th TB up to and including the 150th TB | .09 |
| for transfer amounts above the 150th TB | .08 |

*There will be no charge for Internet data transfer until October 11, 2012. After October 11, 2012, Internet data transfer charges will be at rates in the table above.

2.3 Reserved IP Address

For each reserved IP address ordered and available for use whether assigned or unassigned to an Instance, the per hour charge applies as follows:

| Each Reserved IP address | Charge per hour |
|------------------------------|-----------------|
| For each reserved IP address | \$0.01 |

3. Service Component Software Charges

Charges depend on the use option selected.

3.1 PAYG Software - Images

For pay as you go ("PAYG") use option, the per hour usage charges for each PAYG Software that is an Image provisioned within an Instance applies as follows:

| Image Description (for any version) | Copper Per Hour Usage Charge | Bronze Per Hour Usage Charge | Silver Per Hour Usage Charge | Gold Per Hour Usage Charge | Platinum Per Hour Usage Charge |
|---|------------------------------------|------------------------------------|------------------------------------|----------------------------------|--------------------------------------|
| IBM Images | | | | | |
| IBM Lotus Web Content Management Standard Edition (32-bit) (PAYG) | \$1.254 | \$1.254 | \$2.424 | \$5.017 | n/a |
| IBM Lotus Web Content Management (32-bit) (PAYG) | \$5.104 | \$5.104 | \$10.208 | \$20.417 | n/a |
| IBM WebSphere Portal Server & Lotus Web Content Management Standard (32-bit) (PAYG) | \$3.819 | \$3.819 | \$7.639 | \$15.278 | n/a |
| IBM WebSphere Portal Server & Lotus Web Content (32-bit) (PAYG) | \$8.019 | \$8.019 | \$16.039 | \$32.078 | n/a |
| IBM Mashup Center (32-bit) (PAYG) | \$1.703 | \$1.703 | \$3.405 | \$6.810 | n/a |
| IBM WebSphere Application Server Base (32-bit) (PAYG) | \$0.592 | \$0.592 | \$1.184 | \$2.368 | n/a |
| IBM WebSphere Application Server Base (64-bit) (PAYG) | \$1.184 | \$1.184 | \$2.368 | \$4.737 | \$9.473 |
| IBM WebSphere sMash (32-bit) (PAYG) | \$ 0.284 | \$ 0.284 | \$ 0.569 | \$ 1.138 | n/a |
| IBM DB2 Express-C (32-bit) (PAYG) | \$ 0.00 | \$ 0.00 | \$ 0.00 | \$ 0.00 | n/a |
| IBM DB2 Express-C (64-bit) (PAYG) | \$ 0.00 | \$ 0.00 | \$ 0.00 | \$ 0.00 | \$ 0.00 |
| IBM Informix Developer Edition (32-bit) (PAYG) | \$ 0.00 | \$ 0.00 | \$ 0.00 | \$ 0.00 | n/a |
| IBM Informix Innovator-C Edition (32-bit) (PAYG) | \$ 0.00 | \$ 0.00 | \$ 0.00 | \$ 0.00 | n/a |
| IBM Lotus Domino Enterprise Server (32-bit) (PAYG) | \$ 0.122 | \$ 0.122 | \$ 0.244 | \$ 0.488 | n/a |
| IBM Lotus Domino Utility Server for LotusLive Notes (32-bit) (PAYG) | \$0.541 | \$0.541 | \$1.082 | \$2.164 | n/a |
| IBM Lotus Domino Utility Server (32-bit) (PAYG) | \$0.541 | \$0.541 | \$1.082 | \$2.164 | n/a |
| IBM BigInsights Basic - Hadoop Master Node (64-bit) (PAYG) | \$ 0.00 | \$ 0.00 | \$ 0.00 | \$ 0.00 | \$ 0.00 |
| IBM BigInsights Basic - Hadoop Data Node (64-bit) (PAYG) | \$ 0.00 | \$ 0.00 | \$ 0.00 | \$ 0.00 | \$ 0.00 |
| IBM Firewall Image (32-bit) (PAYG) | \$ 0.00 | \$ 0.00 | \$ 0.00 | \$ 0.00 | n/a |
| IBM BPM Express (64 Bit) (PAYG) | n/a | n/a | \$17.182 | n/a | n/a |
| IBM Process Designer (64 Bit) (PAYG) | \$0.421 | n/a | n/a | n/a | n/a |
| Third Party Images | | | | | |
| CohesiveFT VPN-Cubed Datacenter Connect Trial (32-bit) (PAYG) | n/a | \$ 0.00 | n/a | n/a | n/a |
| Kaavo_IMOD_Trial (64-bit) (PAYG) | \$ 0.00 | \$ 0.00 | \$ 0.00 | \$ 0.00 | \$ 0.00 |
| Aviarc Global Ltd, Aviarc Trial (32-bit) (PAYG) | \$ 0.00 | \$ 0.00 | \$ 0.00 | \$ 0.00 | n/a |
| OpenCrowd IdeaShare Trial (32-bit) (PAYG) | \$ 0.00 | \$ 0.00 | \$ 0.00 | \$ 0.00 | n/a |
| AlphinatSmartGuide (32-bit) (PAYG) | \$ 0.00 | \$ 0.00 | \$ 0.00 | \$ 0.00 | n/a |

3.2 PAYG Software - SW Bundles

For pay as you go ("PAYG") use option, the per hour usage charges for each PAYG Software that is a SW Bundle applies as follows:

| SW Bundle Description (for any version) | Copper Per Hour Usage Charge | Bronze Per Hour Usage Charge | Silver Per Hour Usage Charge | Gold Per Hour Usage Charge | Platinum Per Hour Usage Charge |
|--|------------------------------------|------------------------------------|------------------------------------|----------------------------------|--------------------------------------|
| none at this time | | | | | |
| | | | | | |

3.3 BYOL, Pre-Release and DUO Service Component Software

There is no charge for BYOL, DUO or Pre-Release Service Component Software use options. If a Customer uses a Service Component Software under a use option for which it does not have proper Entitlements or for which it is not eligible, IBM reserves the right to charge Customer the per hour charge for PAYG Service Component Software for such Service Component Software or require Customer to pay amounts equal to the charges for proper Entitlements or for required eligibility.

4. Additional Services Options

4.1 Reserved Capacity

Charges for reserved capacity are set forth in section 1.1 (Preferred Pricing for Reserved Capacity) above.

4.2 Private VLAN and VPN Services

4.2.1 Private VLAN

For each Private VLAN ordered, a one time charge to set up and configure the Private VLAN of \$100.00 is due upon acceptance of Customer's order.

4.2.2 VPN Services

For each VPNE ordered (one per Cloud Data Center), in addition to charges for Private VLANs as set forth in 4.3.1 (Private VLAN) above, the following charges apply:

- a. a one time charge to set up and configure a VPNE is due upon acceptance of Customer's order as follows:

| | |
|------------------------|----------|
| One Time Set up Charge | \$900.00 |
|------------------------|----------|

and;

- b. a per hour usage charge for each VPNE as follows:

| | |
|-----------------|--------|
| Per Hour Charge | \$.085 |
|-----------------|--------|

4.2.3 Changes to existing Private VLAN or VPN Services

For each request to change an existing Private VLAN and/or VPNE within a Cloud Data Center, a one time charge of \$500.00 is due upon IBM's acceptance of Customer's change request order.

4.3 Premium Support Services

For premium support Services, the monthly charge will be the greater of i) the minimum monthly charge of \$75.00; or ii) an amount equal to 5% of all other charges due for Services (excluding charges for any one-time charges and charges for PAYG Images or PAYG Bundles set forth in section 3.1 above) used during the month as invoiced by IBM.

4.4 Advanced Premium Support Services

For advanced premium support Services, the monthly charge will be the greater of i) the minimum monthly charge of \$1000.00; or ii) an amount equal to 10% of all other charges due for Services (excluding charges for any one-time charges and charges for PAYG Images or PAYG Bundles set forth in section 3.1 above) used during the month as invoiced by IBM.

4.5 SCE Operating System Support

For optional SCE Operating System support an additional per hour usage charge will be added to the applicable per hour usage charges set forth in section 1 above for each Instance provisioned with the selected SCE Operating System as follows:

| 32-bit SCE Operating System Configuration | Copper | Bronze | Silver | Gold |
|--|---------------|---------------|---------------|-------------|
| Red Hat Enterprise Linux | \$ 0.10 | \$ 0.10 | \$ 0.10 | \$ 0.10 |
| SUSE Linux Enterprise Server 11.0 | \$ 0.08 | \$ 0.08 | \$ 0.08 | \$ 0.08 |
| Windows Server (2003 and 2008 versions) | \$0.10 | \$0.10 | \$0.10 | \$0.10 |

| 64-bit SCE Operating System Configuration | Copper | Bronze | Silver | Gold | Platinum |
|--|---------------|---------------|---------------|-------------|-----------------|
| Red Hat Enterprise Linux | \$ 0.10 | \$ 0.10 | \$ 0.10 | \$ 0.15 | \$ 0.15 |
| SUSE Linux Enterprise Server 11.0 | \$ 0.08 | \$ 0.08 | \$ 0.08 | \$ 0.08 | \$ 0.08 |
| Windows Server (2003 and 2008 versions) | \$0.10 | \$0.10 | \$0.10 | \$0.15 | \$0.15 |

The optional operating system support charges will be included in any calculation of the premium support or advanced premium Services as set forth in 4.3 or 4.4 above.

4.6 Object Storage

For optional object storage the following charges apply for the selected Object Storage Package or uncommitted pay as you go usage basis.

4.6.1 Object Storage Packages

For an Object Storage Package, a usage charge for the Average Monthly Object Storage used (rounded to the next whole gigabyte (GB)) subject to a minimum monthly recurring charge for the commitment level of selected Object Storage Package as follows:

| Usage tier | 10 TB Package Rate Per GB with a 10 TB monthly minimum | 50 TB Package Rate Per GB with a 50 TB monthly minimum | 100 TB Package Rate Per GB with a 100 TB monthly minimum | 250 TB Package Rate Per GB with a 250 TB monthly minimum |
|-------------------------------------|---|---|---|---|
| First terabyte (TB) | \$0.157 | \$0.149 | \$0.140 | \$0.132 |
| Next 99 TB | \$0.143 | \$0.135 | \$0.128 | \$0.120 |
| Next 400 TB | \$0.124 | \$0.117 | \$0.111 | \$0.104 |
| Next 500 TB | \$0.114 | \$0.108 | \$0.102 | \$0.096 |
| Next 4000 TB | \$0.095 | \$0.090 | \$0.085 | \$0.080 |
| Over 5000 TB | \$0.076 | \$0.072 | \$0.068 | \$0.064 |
| Minimum Monthly Recurring Charge | \$1479.00 | \$6,926.00 | \$13,119.00 | \$28,275.00 |

4.6.2 Uncommitted Pay as You Go Usage

For uncommitted pay as you go, a usage charge for the Average Monthly Object Storage used (rounded to next whole GB) is as follows:

| Average Monthly Object Storage | Rate Per GB |
|---------------------------------------|--------------------|
| First terabyte (TB) | \$0.165 |
| Next 99 TB | \$0.150 |
| Next 400 TB | \$0.130 |
| Next 500 TB | \$0.120 |
| Next 4000 TB | \$0.100 |
| Over 5000 TB | \$0.080 |

4.7 Enterprise On-boarding Services

For each on-boarding Services package ordered a one time charge applies as follows:

| | |
|------------------------------------|-----------------|
| One Time Charge per package | \$ 3,000 |
|------------------------------------|-----------------|

5. Additional Terms

DURING ANY PERIOD A SERVICES OPTION UNDER THIS SCHEDULE IS PROVIDED AT NO CHARGE, SUCH SERVICES OPTION IS PROVIDED WITHOUT WARRANTIES OF ANY KIND, INCLUDING THE IMPLIED WARRANTIES OF MERCHANTABILITY AND FITNESS FOR A PARTICULAR PURPOSE, AND SHALL NOT BE SUBJECT TO ANY SERVICE LEVEL AGREEMENT.