****

***Invensys***

***Value Assessment***

**Time and Materials Statement of Work**

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PTC and Invensys agree that this Statement of Work (“SOW”) ~~and the accompanying Global Services Agreement (“GSA”) between PTC and Invensys~~constitutes the complete agreement regarding the Services described herein. ~~PTC will not begin performance of this Statement of Work until it receives a purchase order from Invensys.~~

Fee waived.

**Accepted By:**

|  |
| --- |
| Invensys Project Executive Sponsor |
| Date: | |
| PTC VP and General Manager |
| Date: | |

PTC presents this fixed-price Statement of Work (SOW) to Invensys to complete a Value Assessment.

**PROJECT UNDERSTANDING**

Based on recent discussions with Invensys, PTC is prepared to complete a Value Assessment, to include the following tasks:

* Review current policies, processes, tools and data related to product environmental compliance, including but not limited to REACH.
* Review current business situation and needs with respect to identified regulations, to include REACH, and key customer requirements.
* Perform high-level gap analysis  relative to best known methods and key business needs
* Develop recommendations to address both short-term and long-term needs. Final report will include a product compliance risk assessment and action plan typically addressing the following focus areas:
  + High-level strategy and approach
  + Data – environmental data related to product bills of materials, supplier parts, and suppliers.
  + Business processes
  + Organization, roles and responsibilities
  + Information technology

**PROJECT PHASES**

The project will consist of 3 phases:

* Pre-Study Phase – Determine team composition and participation requirements on-site; Gather contact information for key roles; Perform preliminary scoping of short-term and long-term business goals; Assemble data package (i.e. document compliance policies, customer requests/requirements, processes, database tools, system environment, data samples); Schedule on-site agenda and interview schedule. This phase is typically completed within one week of kickoff.
* Study Phase
  + (Optional) Overview and kickoff session
  + Conduct on-site, one-on-one interviews (1- 2 hours each) with key participants of the core team, business stakeholders and executive sponsor.
  + Duration of Study Phase is typically 1 to 2 days.
* Post Study Phase – Prepare assessment results and recommendations; Present results and recommendations. Report is typically available within two weeks of the site visit.

The on-site agenda and interview schedule is based solely on: 1.) the information gathered during the pre-study phase; 2.) availability of company resources; and 3.) preliminary scoping decisions related to short and long term goals.

**DELIVERABLES**

* Value Assessment Report
* Presentation and review of Value Assessment Report

**RESOURCES**

Participants should include, as applicable, the following key stakeholders: Project Executive Sponsor, Environmental Compliance Champion, Compliance Manager, Risk Assessment Manager, Compliance Analysts or Supplier Data Analysts, Product Manager, Engineering Manager, Quality Manager(s), Procurement Manager, Sales Manager, and IT Manager. Participants will be identified in the pre-study phase and will be available during onsite visit for brief one-on-one interviews (1 to 2 hours each).

PTC will provide one Senior Business Consultant or Subject Matter Expert (SME) specializing in Product Environmental Compliance and Product Lifecycle Management (PLM)*.*

**PRICING**

~~PTC will perform the Value Assessment for a fixed-price of~~

Fee waived.

~~All travel and living expenses incurred while on-site will be invoiced to Invensys at cost. Estimated travel expenses are~~

Travel expenses waived

**ASSUMPTIONS**

This Statement of Work (SOW) is based on the following assumptions:

* Invensys will provide internet connectivity or Virtual Private Network (VPN) access to PTC personnel engaged in this project while on-site
* Invensys will provide PTC personnel a conference room or suitable work area while on-site
* Invensys will provide access to the appropriate and necessary resources required to interview and work with throughout the duration of the engagement
* Invensys will provide detailed documentation to PTC for compliance policies; data collection processes and procedures; product compliance processes and procedures; systems, tools and databases used for supplier data, bills of material (BOMs); and systems architecture with integration touch points defined
* All Invensys documentation provided to PTC will remain strictly confidential and will not be made available to anyone outside of PTC Technology
* ~~Invensys must execute this Statement of Work (SOW) and issue a Purchase Order (PO) for the full amount of the engagement prior to PTC allocating resources to commence the project~~
* ~~All project, travel and living expenses invoiced and submitted to Invensys must be paid upon receipt~~

PROPRIETARY NOTICE

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This SOW, including all related enclosures and attachments, is to be used for evaluation purposes only. You may make and distribute copies of the SOW to those employees and consultants who have a need-to-know during your review period. In the event Customer does not place a purchase order on PTC in respect of this SOW, this document in its entirety must either be destroyed or returned to PTC, as directed by PTC.

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