

Novell Buying Programs: Volume License Agreement

Volume License Agreement Program Guide.....	3
Establishing a Volume License Agreement	3
Agreement Term and Renewals.....	3
Worldwide Availability.....	3
Maintenance: Product Upgrades and Technical Support.....	3
Choose the level thats right for you.....	4
Product Upgrades.....	4
Maintenance: Purchasing Rules.....	4
Purchasing Maintenance.....	4
Same Coverage by Product	5
Coverage on the Current Version Only.....	5
Protecting Open-Source Products.....	5
Coverage Dates and Renewals.....	5
VLA Pricing.....	6
VLA Ordering Process.....	6
VLA Order Fulfillment and Deliverables.....	7
Software Media Kits.....	7
Changing Resellers.....	7
Past-version Product Rights.....	7
Counting Options.....	8
Counting by Device.....	8
Counting based on Product EULA.....	8
VLA for Education.....	8
Additional Support, Training and Consulting Services.....	8

VOLUME LICENSE AGREEMENT PROGRAM GUIDE

The Volume License Agreement (VLA) is the most basic of the Novell Buying Programs. Regardless of your purchase amount, the VLA provides you with an easy and affordable way to purchase your Novell solutions without the commitment of a signed contract. You'll also receive access to valuable benefits such as technical support and electronic training. If you are looking for an easy, transaction-based process with the flexibility of acquiring licenses from a broad reseller channel and no minimum purchase requirement, the VLA is a perfect fit for you.

Establishing a Volume License Agreement

Because the VLA requires no contract signature, you obtain a VLA by simply placing an order with your Novell reseller. Licenses purchased under the VLA are subject to the terms and conditions of the End-User License Agreement (EULA) specific to each product (see www.novell.com/licensing/eula/). Novell will allocate a customer number to you upon receipt of your first VLA order. This number should accompany all future orders.

Agreement Term and Renewals

The VLA program is easily managed with renewal purchases linked to an anniversary month, rather than a contract term date. Your anniversary month is established upon the initial purchase of License + Standard Maintenance or License + Priority Maintenance.

The anniversary month means you no longer have a set end date for your VLA. Your VLA automatically renews each year unless you or Novell gives notification to terminate. No established term date also allows you to purchase multiple years of Maintenance up front, maximizing your available budget.

Licenses can be purchased as a stand-alone option or in a combined offering with 1 year of Standard or Priority maintenance. Renewal maintenance can be purchased in one and three-year increments using multi-year part numbers.

For purchases beyond a three-year commitment, you may work with your reseller or Novell account manager to place the appropriate order.

Worldwide Availability

As a VLA customer, you may share your agreement number with other business locations, divisions or affiliates worldwide. If you prefer to manage all license purchases under one customer number, any of your locations may purchase locally using your original Novell customer number. Or, if you like to have each location manage licenses separately, each location may purchase with their individual customer number. With no minimum purchase requirement, any location can set up their own VLA by simply making a purchase.

Maintenance: Product Upgrades and Technical Support

Upgrades and support can be difficult to plan for in the budget process. All customers need a convenient and inexpensive way to stay up-to-date. Maintenance, which is the combination of product upgrades, technical support, and training, makes it easy. The cost of maintenance is less than the cost of an upgrade license and includes access to Novell's award winning technical support and Novell training.

Choose the level thats right for you

You may choose the level of maintenance that makes the most sense for your business. Novell offers two levels of Maintenance for VLA customers: Standard Maintenance and Priority Maintenance.

Standard Maintenance includes:

- Upgrades to the latest version of product software
- Unlimited electronic training (see below for details)
- Unlimited product-specific electronic and phone support (12 x 5)

Priority Maintenance includes:

- Upgrades to the latest version of product software
- Unlimited electronic training (see below for details)
- Unlimited product-specific electronic and phone support (24 x 7)

The electronic training available with these Maintenance offerings includes unlimited access to web-based "First Look" product training, with focus on product installation, basic configuration, and product features and functionality. These "First Look" courses are designed to help you become more familiar with the full range of the Novell product features and teach you how to get the product up and running quickly.

Product Upgrades

If a new version is released for a product for which Maintenance has been purchased, you are immediately licensed to use the new version. You may download the electronic media kit and any required license keys from the Novell Customer Center (<http://www.novell.com/center>) or request a physical media kit via a VLA purchase order.. You can then install and use the new version for up to the total number of licenses you own.

To receive advance notification of product upgrades, you may subscribe to the Product Release Notification, available via the notifications section of the Novell Customer Center (see link above). You may also track upcoming product releases through the Novell website (www.novell.com) and obtain patches, fixes, and other minor updates easily through one of the Novell Technical Subscriptions (see <http://support.novell.com/subscriptions/>).

Maintenance: Purchasing Rules

Maintenance is optional under the VLA program, however, the following are some basic rules to remember when purchasing Standard or Priority Maintenance.

Purchasing Maintenance

When adding incremental licenses to existing product install base covered by maintenance, all new licenses must be covered by maintenance to ensure compliancy on 100% coverage rule. This means if you have an existing install base of Open Enterprise Server(OES) licenses covered with maintenance and you purchase 500 incremental OES licenses, you must purchase Maintenance for all 500 OES incremental licenses. To facilitate this purchase, Novell offers a combined License + Maintenance part number, with Standard or Priority support options.

Also, when covering any product under Maintenance, you must purchase Maintenance on any licenses previously purchased, even if they were purchased outside of the current VLA agreement. This means that when you purchase your new 500 OES Licenses + Maintenance, if you already own 200 existing OES licenses

without maintenance coverage, you will need to purchase Maintenance for the new 500 plus the existing 200 in order to receive full benefit of the maintenance coverage.

(Remove- this should only be included when we only have the License + Maintenance Sku option- when standalone licenses removed)

Same Coverage by Product

Customers can choose the level of maintenance they want on a per product basis. For example, OES may be covered with Priority Maintenance (24 x 7), whereas GroupWise may have Standard Maintenance (12 x 5). However, all licenses for a particular product must be covered under the same level of maintenance. For instance, you may not purchase Standard Maintenance for part of your OES licenses and Priority Maintenance for the remainder.

Coverage on the Current Version Only

Maintenance is only available on the latest versions of Novell products. If you own licenses for an older version of the product, Maintenance can only be added after purchasing an Upgrade License. Upgrade Licenses will be available for a restricted period of time when a new product version is released. After this promotional period, a New License would be required to move to the current product version.

Protecting Open-Source Products

Because you do not pay for new or upgrade licenses for open-source products, subscriptions can be added to any version of a pure open-source product, but still must be purchased for all installed versions of the software.

Suse Linux Enterprise Server(SLES) has three subscription options available. These are as follows:

- Basic – Updates, fixes and installation assistance through the forums, plus 30 days of standard support
- Standard – 12 x 5 unlimited electronic and telephone support (4-hour response time)
- Priority – 24 x 7 unlimited electronic and telephone support (electronic: 4-hour response time, telephone: 1-hour response time)

Suse Linux Enterprise for Desktop(SLED) offers the basic subscription.

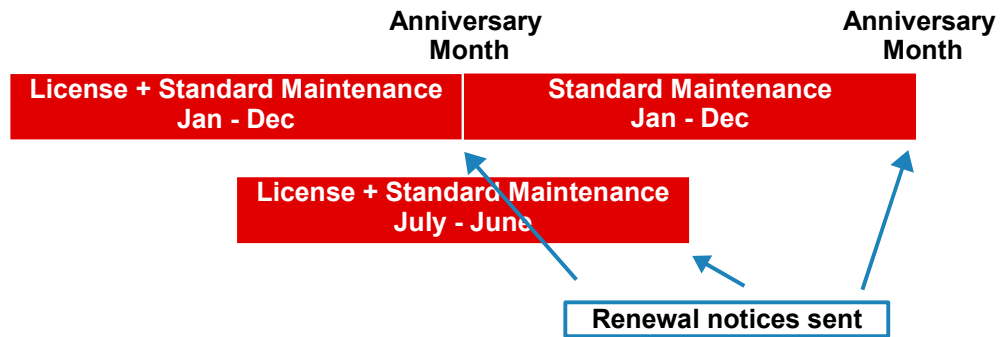
Coverage Dates and Renewals

Maintenance is sold in yearly increments, with coverage expiring annually. The coverage period is calculated from the date of purchase, including the remaining time in the current month plus 12 months from the first day of the following month. *For example, Maintenance purchased January 15 will begin on the day of purchase and run until January 31 in the following year.*

Many customers may experience incremental license growth, requiring multiple New License and/or Maintenance purchases throughout the year. Under these circumstances, you may have multiple renewals each year. Novell will help you stay on top of your purchases and renewals, sending renewal notices prior to the expiration of each interval of Maintenance.

License + Maintenance offerings may be purchased any time during the Agreement. These combined offerings are available as a one-year part number. Stand-alone Maintenance may be purchased in one and three-year increments.

This graphical example helps illustrate Maintenance coverage dates



VLA Pricing

The VLA pricing structure is based on what you buy, rather than how much you spend. List pricing is available through the price list published by Novell each month (see www.novell.com/licensing/price/) and final pricing can be obtained from your Novell reseller. Purchases for New and Upgrade Licenses or License + Standard or Priority Maintenance may result in better pricing than renewal maintenance purchases.

Distributors who buy New or Upgrade Licenses, Licenses + Standard Maintenance or Licenses + Priority Maintenance could expect a higher discount on those items. Line items for stand-alone Standard or Priority Maintenance would be eligible for a lower discount. Always keep in mind that as a VLA customer, final pricing is always determined by your reseller.

To facilitate the ordering process for both customers and resellers, Novell has combination part numbers for orders including both Licenses and Maintenance.

- Stand-alone New and Upgrade Licenses are available for purchase.
- Standard Maintenance and Priority Maintenance are available as a stand-alone option or in a combination part number as described here.
- There are combined part numbers available for New License + Standard Maintenance, New License + Priority Maintenance, Upgrade License + Standard Maintenance and Upgrade License + Priority Maintenance.

VLA Ordering Process

Any Novell reseller is able to sell the VLA. This makes it easy for you to find the reseller that best suits your needs. All of the key Novell products are available through the VLA.

You may purchase New and Upgrade Licenses, combined License + Maintenance, combined Upgrade License + Maintenance, Standard or Priority Maintenance and other services including support options, training and consulting. You may also participate in occasional promotions available only to Novell Buying Program customers. List pricing is available through the price list published by Novell each month (see www.novell.com/licensing/price/) and final pricing can be obtained through your Novell reseller.

Ordering under the VLA is easy. Simply submit your purchase order to your reseller with the appropriate order and contact information. No special forms are required. Just include the correct part numbers, pricing and customer information, including company name, contact information, billing address, customer number and any other information required by your Novell reseller to process the order. If you are a brand new VLA customer,

simply submit the order as a New VLA and a customer number will be generated to allow the order to be processed with Novell.

VLA Order Fulfillment and Deliverables

Once you place an order with your reseller, the order is transmitted to a Novell Distributor and then on to Novell. Novell fulfills the order directly to you, using the contact information on the order. VLA orders may not be placed directly with Novell.

Licenses and media kits are generally delivered electronically to you at the email address provided on the order. In the case where physical delivery is required, such as a physical media kit, the items will be sent to the ship-to address provided on the order.

Software Media Kits

Software Media Kits include the product media required to install the software. This software can be installed as needed to support any additional license purchases of the product, without the need to order additional media. Although installations will not be restricted by the software, you may only utilize the software up to the number of licenses you legally own.

To help you receive and deploy software as seamlessly as possible, licenses and software media kits are generally delivered electronically. When you order, you will receive a URL where you can login and download software. The electronic media will be sent to the email address provided on the order.

In the case where physical delivery is preferred, physical media kits are available for purchase and will be sent to the ship-to address provided on the order.

Changing Resellers

No forms are required when changing the reseller from whom you order; you simply change resellers as needed. To find a qualified reseller in your area, you can use our Partner Locator (<http://www.novell.com/partnerlocator/index.jsp>).

Past-version Product Rights

Purchasing products licensed as “& Prior” gives you the option to purchase current licenses of a product without the need to redeploy your installed version. *For example if you purchase OES licenses, you may opt to deploy NetWare 6.5 software until you are ready to begin using the latest version.*

Some of the benefits of past-version product rights include:

- Flexibility – You can choose which version of the product you would like to install, yet still be licensed to use a lower version when you choose to do so.
- Lower Costs - You can purchase the latest version license and choose to use an older version of the software. Since you are then already licensed for the current version, you can migrate to the new version at no additional charge when you are ready.
- Latest License Terms - Although you may be using a prior version of a product, licensing for an individual product is determined by the version you own. For instance, if you are licensed for OES (which is licensed by user), but deploying NetWare 5.1 (licensed by server-connection), you would determine your licensing counts by user.

“& Prior” licenses are indicated in the individual product descriptions. Please see the current price list for details on which products are offered as “& Prior” licenses. When possible, you should use your existing,

previous-version media for installation. If necessary, you may order media for prior versions from the current price lists. However, only media currently included on the price list is available for order.

Counting Options

Counting by Device

Some customers may find they need an easier counting method when deploying software within their organization. Specific user-based products can be licensed by device. No addendum is necessary to use this option. If you decide to count a product by device, you simply begin counting the product on a device basis and purchase the number of licenses required under that model.

If you require additional licenses when counting a product by device, you still purchase the standard user part numbers. However, you are allowed to count by device.

A device license covers laptops, workstations, desktops, and terminals or kiosks that access and use the software. Please refer to the EULA website (www.novell.com/licensing/eula/) for the full definition and a complete list of eligible products.

Following are some rules and guidelines to remember when counting by device.

- Remember the default counting method for a user product will always be user. If you do not specify this counting method in your records or during an audit situation, the product is assumed to be counted under the standard product EULA.
- You should document internally how products are licensed. Should an audit situation occur, you will be required to state up front your licensing methodology, which will be adhered to in the audit count.
- Transitions from user to device should be done on a 1:1 ratio. This means that 1,000 user licenses will transition to 1,000 device licenses under the device model. You cannot simply have 1,000 user licenses but only pay Maintenance for 700 devices. Keep in mind that it may still be advantageous when switching license models to have the additional expansion room. If you own 1,000 user licenses but 700 devices, you now have room to grow into 300 licenses under the device model.

Counting based on Product EULA

Other counting options can be found in the individual product end-user licensing agreement, commonly referred to as EULA. Novell products have various counting methods including user-, CPU-, server- and instance-based licensing. The complete definitions can be found on the web at www.novell.com/licensing/eula/.

VLA for Education

Special purchasing and licensing options are available to qualified educational establishments. Qualifying educational institutions may take advantage of special discounts through the VLA for Education. More information is available on the Academic Buying Program website (see <http://www.novell.com/customers/education/edsales/purchase.html>).

Additional Support, Training and Consulting Services

Novell Services offers customers peace of mind as they design, build and support their IT systems – and of course, all services purchases count toward reaching new discount levels.

Novell support programs and offerings allow you to build a customized package to meet your needs and maximize the value of your Novell investments. Details on all of Novell's support offerings can be found at www.novell.com/support/. Pricing for upgrades, stand-alone and add-on services are available on the price list (www.novell.com/licensing/price/).

Novell also provides our customers industry leading certification and training opportunities to support the Novell® solutions that power their business. With Novell certification and training, you can be fully prepared to meet the complexities and challenges of managing your network while utilizing its full business potential. Whatever the learning style, we have a training option to meet your needs. To read more about these options online, visit: www.novell.com/training/bytopic.

Novell also provides a broad spectrum of direct consulting services to assist customers in implementing the best enterprise networking solutions based on Novell products. Membership in the Novell Buying Programs provides customers with enhanced benefits when they purchase Novell Consulting Services. Information about Novell Consulting Services (www.novell.com/consulting/) is available on the web.

For any services provided by Novell under the Novell Volume License Agreement through a Statement of Work, or in the absence of a separately signed Consulting Agreement for any services, in addition to the license agreement terms, the terms and conditions linked on http://www.novell.com/licensing/contracts/services_tc.pdf shall apply to the services, and are considered part of this program guide.

This Program Guide is for Novell customers, distributors, resellers, and Novell sales personnel. The information presented here is applicable worldwide (with exceptions as noted) and generally describes the Novell Volume License Agreement. This Program Guide is subject to change. Any dollar amounts provided in this document are in U.S. dollars. Some licensing benefits, including these dollar amounts, may vary by geographic region. Please contact your local Novell office for additional information. All Novell buying programs are governed by the terms and conditions of the specific License Agreement, which incorporates the information provided in this Program Guide.