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Optimize Program

Handbook for subscribers to the OpenText Professional Services Optimize program

Overview

Open Text Corporation's OpenText ("OT") Professional Services provides Optimize program services through its Professional Services group ("OT PS"). This program allows OT's customers ("Customer(s)") to subscribe to an annual OpenText Optimize Program ((referred to herein as "Optimize Program") as further described below.

The Optimize Program is governed exclusively by the terms and conditions as set forth in this handbook ("Handbook") and the then-current version of the applicable OT Professional Services Program Agreement (available upon request or at www.opentext.com/agreements) ("Program Terms"), which are hereby incorporated into this Handbook by reference. Your purchase of the Optimize Program or the commencement of performance shall constitute your acceptance of the Handbook and Program Terms. Capitalized terms referenced in this Handbook but not defined herein shall have the meaning ascribed to it in the then-current version of the OT Protect Software Maintenance Program Handbook (available upon request or at www.opentext.com/agreements). In the event of any inconsistency or conflict between

the terms and conditions of this Handbook and any other negotiated, signed agreement between OT and Customer, this Handbook shall prevail but only with respect to the Optimize Program to be provided hereunder.

Optimize - Program Deliverables

The following table lists the specific deliverables associated with the OT Optimize Program. The schedule for these activities is determined with the Customer at the start of the program. Refer to Exhibit 1 for detailed information regarding the Services Descriptions referred to in the below table.

Service Description	Amount / Frequency
Program Management (Services Program Manager)	
Primary OT PS Liaison	On-going
Program Planning and Review Meeting	Once per program term
Service Delivery & Communication Plan	Once per program term
Issue and Escalation Management	On-going
Status Calls	Monthly
Written Status Reports	Monthly
Creation of Site Inventory Document	Once per program term, with updates
Configuration Review	Once per program term
Private Optimize Program Workspace	Active throughout program term

Terms and Conditions

1. The Optimize Program is an additional program to one of the following: OpenText Software Maintenance, OpenText Protect, and OpenText Protect Anytime Programs (collectively the "OT Software Maintenance Programs").

2. Customer must be a subscriber, through the duration of this Optimize Program, to an OT Software Maintenance Program.

3. Coverage for additional OT production systems managed by the same customer administration team can be included for an additional cost.

4. The Optimize Program period shall be for twelve (12) months unless otherwise agreed by OT and the Customer in writing.

5. The terms in this Handbook shall apply to the program deliverables defined herein for the Optimize Program. Any additional services requested by the Customer will require a separate agreement and be subject to OT's current price list.

6. Customer may designate up to an additional five (5) POCs when subscribing to the Optimize Program. Customer's total number of POCs is not to exceed a combined number of fifteen (15) POCs through subscriptions to the OT Software Maintenance Programs, OT Protect Anywhere and Optimize programs. Additional POCs over and above the designated or total amount may be available for purchase through a separate agreement at an additional cost.

7. Program Management delivery takes place remotely during a regular eight (8) hour business day - Monday through Friday, excluding holidays, unless otherwise agreed to by both parties at the commencement of the program. Program Management may be provided for other regions at an additional charge.

8. Program Management and Technical Support services are delivered in the English language.

9. Program Management/oversight is provided for products covered by the applicable OT Software Maintenance Program and, where reasonably possible, for third party products resold by OT.

10. One monthly status call and one monthly status report are included as part of this program. Additional calls and reports may be provided at an additional charge.

11. A Site Inventory and Configuration Review are performed for the same, single OT product and its related systems. Additional OT products and systems may be included for an additional charge.

12. Support of any customizations is not included, but may be provided through a separate agreement at an additional cost.

13. When an Optimize Program Customer initiates a Support Request with the OT Support office, a support representative will respond within one (1) hour, regardless of the severity. The OT Support representative will troubleshoot the issue during regular business hours if the Customer subscribes to an Optimize Program only. To continue troubleshooting outside of regular business hours, the Customer would need to subscribe to the Protect Anytime or Protect Anywhere plans, available through separate agreement and at an additional charge.

14. The Optimize Program will renew each year. OT will send a renewal notice approximately ninety (90) days prior to the end of the current one-year term and Customer will pay OT as invoiced.

15. OT reserves the right to increase the Optimize Program fees in line with reasonable increased costs of service delivery on an annual basis (up to 10% per annum).

16. If either Customer or OT does not wish to renew the Optimize Program, it must notify the other party in writing of its intent not to renew at least ninety (90) days prior to the end of the then current subscription term.

Exhibit 1

This exhibit provides an overview of the elements that may be included as part of the Optimize Program delivered by OT PS. Refer to the respective deliverables table for the program subscribed to for specific program entitlements.

Delivery Role

The assigned Services Program Manager (SPM) is responsible for managing Optimize Program delivery. The duties and responsibilities of the SPM role and the different services that are part of this program are further described below:

Services Program Manager ("SPM")

A Services Program Manager is a foundational component of the Optimize Program. The SPM is part of the regional OT PS team and is dedicated to managing the delivery of the Optimize Program. The SPM's responsibilities include:

- Management of all communication between the Customer and OT PS through regular ticket status reporting and phone conference meetings.

- Acting as the designated liaison for anything the Customer may require of OT PS ensuring clear communication and effective escalation (the SPM is notified when the customer logs a call with the support call intake team).

- Facilitating issue prioritization during standard Customer Support hours. The SPM will collectively monitor open Support Requests taking into consideration, where possible, other related issues, current Customer activities, and Customer priorities.

- The SPM will follow issues through to conclusion and manage all escalations in the OpenText Customer Support / Development organization.

- Working with the Customer and other OT PS team members to create and maintain a customized communication plan and site inventory plan for the Customer.

- Managing delivery of any optional proactive services and strategy meetings if part of the Customer's Optimize program.

- Providing regular updates on the status of tickets, bugs and patches that may be relevant to the implementation of OT products.

- Engaging senior OT PS Product Specialists for best practices guidance as needed.

- SPMs are available during regular business hours, Monday to Friday, except for OT published holidays. Coverage during the business week in additional regions may be provided for an additional charge.

Program Planning and Review Meeting

An annual planning and review meeting is conducted as part of the program, at a date and time as agreed to by both the Customer and OT, and may include:

- Review of program entitlements.
- Review of projects and activities for the upcoming year.
- Scheduling of the site inventory.
- Communication plan review and updates.
- Scheduling of regular recurring status calls.
- Defining the frequency of status report updates
- Adjustments to the program to include any additional support services.
- Participation of OT resources on-site or remotely if otherwise agreed by the parties.

Service Delivery & Communication Plan

An annual plan is created and maintained that outlines the service delivery plan, including communication policies, escalation and reporting processes, and procedures between OT Support and the Customer's support team to help successfully deliver the support services.

Issue and Escalation Management

The customer support representative will assign a unique tracking number to the Support Request and determine the priority status of the SR with the Customer. Upon submission of the SR, the SPM is notified.

The Customer will advise the SPM of the priority of an SR for their site and will define and agree to the method and frequency of communications. All SRs are included on the Optimize status report and include the latest status update.

The SR will remain open until an appropriate action has been agreed upon between OT and the Customer.

If the Customer and OT mutually agree that on-site support is the best approach to resolve the SR, an OT resource can be made available to go on-site for an additional charge.

Status Calls

As part of the Optimize Program, regular status calls with the Customer team are organized to discuss open/closed issues, tasks, upcoming changes/events, scheduling of activities or other items of interest to the customer. Frequency is monthly unless otherwise agreed to by the Customer and OT.

Service Request Status Report

As part of the Optimize Program, the SPM will deliver a regular status report. This report will include the following elements:

- Call summary: closed, open and wait.

- Overview of all calls logged and in progress (open).

- Overview of all calls waiting on input from Customer (wait).

- Overview of all calls resolved (closed).

- Usage summary of any additional and optional support programs or services the Customer is subscribed to.

A distinction will also be made in the report between support, product, consultancy, and training requests.

Site Inventory

Subsequent to Customer's express approval of OT's performance of this deliverable, OT PS personnel will, in cooperation with the Customer, carry out a full site inventory detailing the configuration of the Customer's managed environments. An inventory may be comprised of the following system elements: hardware, operating software, OT product and third-party product software, utilities, and customized software. In addition, full descriptions of the external file store and database servers, network protocol, storage area network (if applicable) and web server and security settings will also be recorded. The Customer's site inventory information may be stored in the OT Support call tracking system and the private Optimize program workspace and through these mechanisms be made available to all OT PS employees.

Configuration review

As part of the Site Inventory, OT PS personnel will review the OT product configuration against OT best practices, noting areas of improvement, if any. Findings will be shared with the Customer in a presentation.

Private Optimize Program Workspace

A private Optimize program workspace will be created in OT's Customer Service Portal to manage all communication and reporting between OT and the Customer.

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