

## **Attachment B - ESI and SmartBUY Discounts and Discount Terms and Conditions**

Pursuant to BPA: SP4705-07-A-0001 and General Services Administration (GSA) Federal Supply Schedule (FSS) Contract Number(s) **GS-35F-0388K**, Manugistics, Inc. agrees to the following terms of an Enterprise Software Initiative (ESI) and SmartBuy Agreement. All orders placed against the SmartBuy Agreement are subject to the terms and conditions of BPA SP4705-07-A-0001 and GSA FSS Contract.

**Products/Services Available.** Except for the Yantra Software under SIN 132-33 and 132-34 identified as YPXXX or YMXXX, ALL Manugistics, Inc. products/services listed under Contract: GS-35-F-0388K may be ordered under this SmartBuy Agreement. Products/Services available for ordering include the following Special Item Numbers (SINs):

SIN 132-33: Perpetual Software Licenses

SIN 132-34: Maintenance

Specific products/services associated with each respective SIN are listed in Manugistics, Inc. GSA Schedule Price List. Products and Services may be found at Attachments I through III of Manugistics, Inc. GSA Price List.

**Pricing.** The unit prices and rates for this ESI and SmartBuy Agreement will be based on the GSA Contract pricing in effect at the time the order is placed.

### **I. PERPETUAL SOFTWARE LICENSES (SIN 132-33)**

There are four types of discounts for SIN 132-33, Perpetual Software License under this ESI/SmartBUY agreement. The first three discounts apply to the purchase price of the software modules and the fourth discount applies to the user licenses for the software. The discounts are as follows:

**(1) Discount over the Maximum Order Limitation (MOL).** In this ESI and SmartBUY Agreement, Manugistics is providing a 25% discount off of the prices listed in the above-referenced GSA Contract when orders exceed the Maximum Order Limitation for the SIN areas identified above.

## **(2) Solution Bundles.**

In this Enterprise Software ESI and SmartBUY Agreement, Manugistics is providing the option to license 'solution bundles, which are groups of modules that apply to certain types of programs/projects. These solution bundles are designed to ensure that the program/project has access to the broad range of capabilities that may be required for implementation. The intent is to facilitate successful implementations, even if additional requirements are identified beyond the initial planning phase. These solution bundles are provided at a discount of 15% off of the combined price for the modules included in the bundle from the GSA price list included above. This discount is in incremental to the 25% discount off of the module prices as described in Section I above. The software modules contained in these solution bundles are configured at the time of purchase by the customer and Manugistics after consideration of the business needs of the programs/projects and will in all cases be at the discount provided above when compared to individual module purchases. These solution bundles fall into five broad categories as follows:

### **A. Materials Planning and Distribution Management**

The Manugistics Materials Planning and Distribution Management solution is a configured solution portfolio designed to plan and optimize the replenishment and deployment of items across a complex supply chain network. The solution includes a suite of forecasting algorithms that drive demand plans based on historical usage which are then matched against replenishment plans to correctly place inventory ahead of actual demand. At a strategic level, the solution includes network design and demand flow analysis that help supply chain decision makers determine facility placement and product sourcing and distribution in a constrained environment (budget, lead-times, resources, transportation, etc.). The software modules contained in this solution may include but are not limited to the following: Networks Demand, Fulfillment, Master Planning, Collaborate, Monitor, Visibility, Delivery Management, Reporting, Analytics, Transport. Software modules may be substituted during time of configuration based on a specific clients solution.

### **B. Materials Planning, Distribution Management and Spares Planning**

In an spares environment where a majority of items exhibit very lumpy or sporadic demand patterns, the Manugistics Materials Planning and Distribution Management solution portfolio is extended to include forecasting for such items. The solution includes complex mathematical algorithms that are used to incorporate external factors such as usage data, engineering data and failure rates to forecast demand for slow movers. Additional capabilities include Repair vs. Buy logic, shop floor scheduling and statistical analysis for failure data, lead times, etc. The software modules contained in this solution may include but are not limited

to the following: those contained in the Materials Planning and Distribution Management and Stat Graphics, Production Scheduling, Sequencing, Supply. Software modules may be substituted during time of configuration based on a specific clients solution.

### **C. Global Transportation Management**

The Manugistics Global Logistics Management solution portfolio allows for simultaneous planning and optimization of both inbound and outbound transportation loads. That is, the scheduling of purchase orders from suppliers and delivery orders to customers such that the utilization of vehicles – truck loads, air freight, rail car or ship containers – are maximized. The solution contains within it intelligent engines that automatically evaluate complex criteria for determining the best shipping option, considering factors such as historical performance, value of the shipment, criticality to the mission, and transport costs. The software modules contained in this solution may include but are not limited to the following: Networks Transport, Freight Pay, Carrier, Order Management, Delivery Management. Software modules may be substituted during time of configuration based on a specific clients solution.

### **D. Maintenance Repair and Overhaul**

The Manugistics Maintenance Repair and Overhaul solution portfolio provides Comprehensive Operational Management Software for Organizations that Repair, Overhaul, Maintain, Upgrade or Modify Complex Equipment. The solution includes capabilities required for Asset Tracking, Induction and Disposition, Repair Replace and Rebuild Management, Resource Planning and Financial Management. The software modules contained in this solution may include but are not limited to the following: Networks MTO, MRO, Supply, Collaborate, Reporting, Analytics, Production Scheduling, Sequencing. Software modules may be substituted during time of configuration based on a specific clients solution.

### **E. Configurable Solution Bundle and Advanced Concept Demonstration Technology Pricing**

Manugistics will also provide the solution bundle discount to the licensee off of the combined price for any bundle of five or more modules from the list, provided all modules are licensed at the same time.

## **(3) Discounts for Cumulative Software Purchases – Enterprise Wide Savings.**

**SOFTWARE LICENSE DISCOUNT**

In this ESI/SmartBUY agreement, Manugistics is providing incremental discounts on software based on cumulative purchases across the Federal Government. Dollars counting toward the cumulative purchase discount levels will include software license fees only, and will exclude Solution Support/Maintenance and Professional Services fees. These discounts are incremental to the discounts included in Sections I, II above. These discounts apply to the licensing of software modules only, and exclude the Suite User Pricing described in Section III above. The cumulative purchase discount levels are as follows:

| Category | Cumulative Software Purchases | Discount |
|----------|-------------------------------|----------|
| 1        | \$ 0 - \$ 49,999,999          | 2%       |
| 2        | \$ 50,000,000 - \$ 74,999,999 | 3%       |
| 3        | \$ 75,000,000 - \$ 99,999,999 | 4%       |
| 4        | \$100,000,000 - \$124,999,999 | 5%       |
| 5        | \$125,000,000 - \$149,999,999 | 6%       |
| 6        | \$150,000,000 -               | 7%       |

**(4) Software Licenses – Suite User Pricing**

Manugistics’ GSA Contract contains descriptions and prices for Manugistics Suite Users. Manugistics is providing a 55% discount off of the applicable Suite User Price for 1-500 users and a 65% discount for 500-1,000 users.

**II. MAINTENANCE (SOLUTION SUPPORT) (SIN 132-34)**

Manugistics solution support pricing is as follows:

|  | SIN: 132-34<br>CLIN: 001       | SIN: 132-34<br>CLIN: 002      | SIN: 132-34<br>CLIN: 003        |
|--|--------------------------------|-------------------------------|---------------------------------|
| Purchase Price of Software and Software License(s) | Standard Solution Support Plan | Premium Solution Support Plan | Signature Solution Support Plan |
| \$ 0 – 999,999                                     | 18%                            | 21%                           | 24%                             |
| \$ 1,000,000 – 1,999,999                           | 15%                            | 18%                           | 21%                             |
| \$ 2,000,000 – 4,999,999                           | 12%                            | 15%                           | 18%                             |
| \$ 5,000,000 and up                                | 9%                             | 12%                           | 15%                             |

HOW TO USE THE PRICING MATRIX: The price of the maintenance solution support plan is calculated by taking the total software license(s) price (Column 1) and multiplying it by the percentage (%) for the selected solution support agreement (Column 2, 3, or 4). Percentages are based on a 12 month period.

Manugistics is offering an enterprise wide savings on solution support for cumulative agency and or individual state or local buys. The cumulative software purchase price of any given agency and or each individual state or local government may be used to calculate the percentage applied to the total software purchase of each buyer to determine the price of the solution support plan. The total software sales shall be determined on a per plan basis.