



Partner

The AWG Partner Program

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Associated Wholesale Grocers and Fujitsu-ICL are very pleased to announce the formation of a new program for the sale and support of **ISS45** to AWG retailers.

This bulletin outlines the AWG Program, including its benefits, operating rules, paperwork flow, benefits, configurations and margins. Please note that this document in no way replaces or modifies the existing Fujitsu-ICL Reseller Master agreement or any other agreements.

Two factors sure to be popular with **ISS45** RETAIL *partner* are the fact that AWG will not be taking a "cut" from Dealers, and that AWG intends to pay Dealer invoices on a 15-day schedule.

This information is the key to your growth with AWG members and increased profitability in the years ahead.

To Your Success,

Jim

Jim Gerlt

*Fujitsu-ICL Regional Manager
Wholesaler Relations*

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KEY COMPONENTS OF THE PROGRAM

- **Build key strategic partnerships:** between Associated Wholesale Grocers, Inc. (AWG), the Fujitsu-ICL RETAILpartner (Dealer) and Fujitsu-ICL Corporate focused on value add for the Associated Wholesale Grocers independent retailer.
- **Revenue sharing:** The AWG independent retailer receives 15% off list hardware and software, no discount on services. There are no payments from the Dealer to AWG.
- **Support of “AWG Endorsed Solutions”** (see list in Section 10)
- **AWG issued PO:** and prompt payment to Fujitsu-ICL RETAILpartner.

PURPOSE OF THE PROGRAM

To create solid business partnerships focused on the delivery of technologies to the independent retailer. The program provides four winners: (1) Independent Retailer, (2) AWG (3) Fujitsu-ICL RETAILpartner (4) Fujitsu-ICL Corporate.

The AWG Partner Program provides a clear, effective set of guidelines and procedures for all participants: Associated Wholesale Grocers, Fujitsu-ICL RETAILpartners and Fujitsu-ICL. The guidelines include:

- How to provide quotations, rates and discounts to independent grocers who are prospective ISS45 customers,
- Recommended services and maintenance,
- Lines of assistance and backup support for all participants.

PROGRAM BENEFITS FOR THE INDEPENDENT RETAILER

- Combined TEAM resources consisting of AWG, Fujitsu-ICL RETAILpartner and Fujitsu-ICL personnel
- Volume Discounts from combined buying power of AWG. Fujitsu-ICL list price less 15% discount on hardware and software, no discount on services.
- Best PoS solution in the marketplace
- Proven integration with other AWG-recommended applications and solutions

PROGRAM BENEFITS FOR AWG

- Combined resources of Fujitsu-ICL RETAILpartners and Fujitsu-ICL corporate, greatly improving value add to independent retailer
- Strategic business partner support of AWG recommended programs and solutions
- Revenue sharing: AWG independent retailer receives 15% off list hardware and software, no discount on services.
- Predetermined configuration of systems, providing consistent pricing for hardware, software maintenance and service for quotations and orders.

AWG Will Provide

To help build better business partner relationships, AWG will:

- Endorse all of the Fujitsu-ICL RETAIL*partners* approved by Fujitsu-ICL for the sales and support of the ISS45 product.
- Optionally will make joint visits to AWG retailers with the Fujitsu-ICL RETAIL*partner*.
- Jointly market with the Fujitsu-ICL RETAIL*partner* to AWG retailers including participation in food shows and mailing of sales materials.
- Endorsement of ISS45 PoS systems.
- Issue of PO and prompt payment to Fujitsu-ICL RETAIL*partner*
- Notification of sales leads to Fujitsu-ICL RETAIL*partners*
- Monthly business planning meetings with Fujitsu-ICL and Fujitsu-ICL RETAIL*partners* to discuss specific retailers interested in replacement of PoS systems.

PROGRAM BENEFITS FOR THE FUJITSU-ICL RETAILPARTNER

- Receive sales leads resulting from AWG marketing activities
- Combined resources of AWG and Fujitsu-ICL
- Strategic business partner support of AWG
- AWG issued PO and prompt payment
- Pre-determined configuration of systems and discounts, providing consistent pricing for hardware, software maintenance and service for quotations and orders.

The Fujitsu-ICL RETAILpartner Will Provide

To help build better business partner relationships with AWG and Fujitsu-ICL, the Fujitsu-ICL RETAIL*partner* will provide:

- The Fujitsu-ICL RETAIL*partner* will only promote the use of "AWG Endorsed Solutions" (see Section 10 of this program document) – this includes the AWG standard configuration for Fujitsu-ICL hardware and software and other components such as modems, switches, hubs, in pads, etc. The RETAIL*partner* will only promote the AWG Endorsed version of the software, and use of new hardware. When discussing used equipment, always refer to the total cost of ownership.
- Provide implementation and support services for the AWG approved back office software.
- Offer discounts as described in the program. All members will receive the same price regardless of which dealer they are working with.
- Employ adequate number of trained resources and recognize when additional resources are required to provide good services to the retailers.
- Implement systems according to agreed upon time lines between dealer and retailer. Resolve outstanding problems within a reasonable time frame.
- Optionally will make joint visits with AWG personnel to AWG Retailers
- Participation in AWG-sponsored food shows
- Monthly business planning meetings with AWG to keep abreast of retailers interested in replacement of PoS systems and knowledge of AWG sponsored programs
- Revenue sharing: AWG independent retailer receives 15% off list hardware and software, no discount on services.

- Provide AWG retailer with best possible support – (preferred is telephone access for support 24 hours X 7 Days X 365 days)

Fujitsu-ICL Will Contribute

To help build better business partner relationships with AWG and the Fujitsu-ICL RETAIL*partner*, Fujitsu-ICL will provide:

- Consulting role with AWG, AWG independents and Fujitsu-ICL RETAIL*partners*
- Assume vendor responsibility to ensure high level of service to AWG Independent should Fujitsu-ICL RETAIL*partner* fail to do so.
- Help maintain AWG Partner Program relationships between AWG and Fujitsu-ICL RETAIL*partners*
- Ensure adequate dealer / member ratio by geographic area for optimum coverage.
- Notify AWG of any changes to List Prices and new releases of products.

TRANSACTION/SALE OUTLINE

The sale of equipment to a AWG independent retailer under the AWG Partner Program is limited to fixed discounts to the end user on hardware and software only. Services, customization and maintenance are not included in the program, and are agreed strictly between the RETAIL*partner* and the independent retailer.

The overall outright purchase plan operates as follows.

Prospecting

- The AWG independent retailer may come to the Fujitsu-ICL RETAIL*partner*. The member grocer should be notified that as a AWG independent retailer, they have the advantages of the AWG Partner Program.
- The independent retailer may go directly to AWG for recommendations and advice. In this case, AWG will provide information on the member's PoS options, recommend the AWG Partner Program, and provide the name of the Fujitsu-ICL RETAIL*partner*. AWG will notify the Fujitsu-ICL RETAIL*partner*. A meeting may be set up between the RETAIL*partner*, the Grocer and the AWG representative.
- The RETAIL*partner* may discover the AWG independent retailer in the normal course of prospecting for business via cold calls, trade shows, previous sales history etc. In this case, as above, the independent retailer should be notified that they have the advantages of the AWG Partner Program working for them.

The Quotation

- Use the Standard AWG Configurations (see section 10) to develop the selection of hardware and software, which meets the independent retailer's needs. The quotation will include all prices and retailer discounts.
- Hardware and software prices have pre-determined discounts fixed for the end user and AWG.
- The Fujitsu-ICL RETAIL*partner* is free to negotiate charges for services as agreed by the grocer.
- The Fujitsu-ICL RETAIL*partner* is free to negotiate charges for maintenance as agreed by the grocer.

- All released **ISS45** end configurations have, by AWG's agreement, been pre-approved and need not be further certified by AWG.
- Provide a printout of the configuration to the local AWG representative. All TRADE-IN allowances will be shown on order placed with AWG and described as being provided because of the program. Further these allowances will be pass entirely to the end user.
- All program calculations will be made prior to giving additional Trade-in allowances.
- All trade-in allowances will be shown on order placed with AWG and described as being provided because of the program. Further these allowances will be pass entirely to the end user.

The Order

- The grocer will sign the sales order with the RETAILpartner.
- The RETAILpartner will provide AWG:
 - copy of the signed sales order,
 - an updated configuration worksheet,
 - a copy of the back office software order form.

The above items will be sent to:

Associated Wholesale Grocers - Kansas City
 Attn: Pam Meyer Fax 816 502-1850
 PO Box 2932
 Kansas City, KS 66110-2932

Associate Wholesale Grocers - Springfield
 Attn: Gary Dalrymple
 3201 E. Division St.
 Springfield, MO 65802

Associate Wholesale Grocers - OKC
 Attn: Steve Thomas
 390 NE 36th St.
 Oklahoma City, OK

These items must also be provided to the local AWG Strategic Business Services Consultant.

- Upon receipt of the above documents, AWG will issue a purchase order to the RETAILpartner for the equipment, software and services.
- The RETAILpartner will issue a Purchase Order to Fujitsu-ICL for the system. A copy of the AWG purchase order MUST accompany the RETAILpartner's order. In the "Ship To" area of the order to Fujitsu-ICL, the AWG P.O. number must be identified. This is needed for the order to be correctly identified for the AWG rebate from Fujitsu-ICL.

Fujitsu-ICL's Delivery and Invoice

- Fujitsu-ICL will deliver the equipment to the address specified on the order, which is normally the Fujitsu-ICL RETAILpartner's office.
- Fujitsu-ICL will invoice the Fujitsu-ICL RETAILpartner, normally within a week of the actual shipment date.

The Installation

- The Fujitsu-ICL RETAILpartner will configure, stage and install the system according to AWG Partner Program contractual prices.
- The Fujitsu-ICL RETAILpartner will carry out training and other services as agreed for the order.
- When the installation is complete, the grocer will sign a AWG Installation Confirmation form.

RETAILpartner's Delivery and Invoice

- The RETAILpartner will invoice AWG for the system and services performed in conjunction with the sale. A printout showing the final installed configuration must be attached, along with the signed Installation Confirmation form, along with the serial numbers of serialized components.

The invoice must be sent to:

Associated Wholesale Grocers - Kansas City
Attn: Pam Meyer Fax 816 502-1850
PO Box 2932
Kansas City, KS 66110-2932

Associate Wholesale Grocers - Springfield
Attn: Gary Dalrymple
3201 E. Division St.
Springfield, MO 65802

Associate Wholesale Grocers - OKC
Attn: Steve Thomas
390 NE 36th St.
Oklahoma City, OK 73105

The invoice must also be provided to the local AWG Strategic Business Services Consultant.

- AWG will pay the pre-agreed price for the system as indicated by the configuration printout within 15 days of receipt of the Installation Confirmation.

CONTACT LIST

To provide single-point resolution and to ensure 100% follow-through, all calls to Fujitsu-ICL regarding AWG actions and issues should be placed to:

Jim Gerlt
Fujitsu-ICL Regional Manager - Northeast
Voice: (858) 458-5515
Fax: (858) 457-9982
Email: jgerlt@fjcl.com

REVENUE SHARING

Example – Individual Sales To AWG Independent:

| Item | List Price | User Pays |
|--|-----------------|---------------------------|
| ISS45 Hardware: | \$ 40,000 | 34,000 (list less 15%) |
| ISS45 Software: | 10,000 | 8,500 (list less 15%) |
| Services: | 5,000 | 5,000 (less 0%) |
| Totals: | \$55,000 | 47,500 |
| (The values in this example are for illustration purposes only.) | | |

AWG ENDORSED SOLUTIONS

These product and prices should be expected to change as technology changes take effect within the product line. Fujitsu-ICL will provide AWG with revised configuration and pricing on Fujitsu-ICL provided hardware and **ISS45** software as changes become available.

AGREEMENT NOT TO SOLICIT

Each party acknowledges that the other party's employees are critical to the services of its customers. Therefore, Fujitsu-ICL, Fujitsu-ICL business partners/dealers and AWG agree not to solicit, employ or otherwise engage the other party's employees without the other party's proper written consent for a period of up to 6 months after the agreement lapses.