

Rajanikanth Urs
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January 1st, 2007

To: All authorized partners – INDIA

Sub: “Commercial Business – You Buy – We pay Program – Extension”

Dear Partner,

Wish you all a very prosperous new year & are pleased to re-launch this program for all Partners to sell more **HP ProCurve Commercial networking products**. This will help you to close HP Q1'07 on a high sales note.

Also note additional New Year offers & maximize sales attach with great incentives.

**A. “Commercial Business – You Buy – We Pay Program”
Promo Offer**

<i>Part No.</i>	<i>Switch</i>	<i>Minimum Unit purchase</i>	<i>Per Unit Promo Price (INR)</i>
J9028A	1800-24G	1 Unit	21000
J9019A	2510-24	1 Unit	17500
J9021A	2810-24G	1 Unit	85000
J9022A	2810-48G	1 Unit	161000

**B. “Commercial Business – You Buy – We Pay Program”
Partner organization back-end offer**

<i>Part No.</i>	<i>Switch</i>	<i>Minimum Unit purchase</i>	<i>Per Unit Promo Price (INR)</i>
J9028A	1800-24G	1 Unit	1000
J9019A	2510-24	1 Unit	1500
J9021A	2810-24G	1 Unit	4500
J9022A	2810-48G	1 Unit	4500

NOTE – Above back-end will be given by HP to distributor & then distributor/sub-distributor to Partner based on the sell-out report.

C. "Commercial Business – You Buy – We Pay Program"
Partner Sales Rep Payouts

<i>Part No.</i>	<i>Switch</i>	<i>Minimum Unit purchase</i>	<i>Gift voucher (INR)*</i>
J9028A	1800-24G	1 Unit	500*
J9019A	2510-24	1 Unit	500*
J9021A	2810-24G	1 Unit	1000*
J9022A	2810-48G	1 Unit	1000*

NEW YEAR OFFER – Partner Sales rep. payout

Close 2810 series (part no. J9021A/J9022A) within 26th Jan'07 & win INR 1000 / unit Gift voucher in addition to above partner sales rep. payouts. All other terms & conditions as stated.

*** - Eligibility for above Gift Voucher:**

Above Gift Voucher is given to partner sales representative for Sell-Out to End-customer of the above respective switch ONLY. Partner sales representative has to send the end customer purchase order copy to HP ProCurve & upon verification & approval, distributor/sub-distributor will/should reward the Gift voucher.

Product description

<i>Part No.</i>	<i>Switch</i>	<i>Product Description</i>
J9028A	1800-24G	24 port 10/100/1000 with 2 dual personality ports (22 + 2) – Web Managed
J9019A	2510-24	24 port 10/100 additional 2 dual personality ports (24 + 2) – SNMP Managed
J9021A	2810-24G	24 port 10/100/1000 with 4 dual personality ports (20 + 4) – SNMP Managed
J9022A	2810-48G	48 port 10/100/1000 with 4 dual personality ports (44 + 4) – SNMP Managed

Program Period:

January 1st, 2007 to January 31st, 2007

Program Guidelines:

1. ALL THE ABOVE SWITCHES need to be procured from the Authorized HP wholesalers / Sub-distributor within the Program period to be eligible for incentives.
2. The scheme is applicable for HP registered Reseller partners (i.e. PBP, BP, RR). Non registered partners to take prior approval from HP.
3. The Incentives applicable would be provided to the Reseller by the wholesaler/sub distributor when all the claims are verified & approved by HP .The wholesaler (Tier 1) / sub-distributor would submit the claim to HP along with the following:

* Wholesaler Invoice to Reseller partner

* Reseller Purchase Order on wholesaler/sub-distributor.

4. The Wholesaler sell thru would be reconciled with the Wholesaler sales out report(ASPEN) and HP will reimburse the Incentive offer items(As per Offer) to wholesaler at no additional charge, when all claims are processed and approved by HP.

5. The Incentive applicable (Ex. Backend amount, Gift voucher) as per Table B & C basis the slabs would be provided by the concerned wholesaler/sub-distributor billing the Reseller partner at **NO** additional cost.

There will be NO claims from Reseller partner to HP on this Program.

6. Incentives are payable for selling the base units of **ProCurve Switch 1800-24G, 2510-24, 2810-24 & 2810-48** only, as mentioned in Table A above.

7. The Units are to be procured only from the wholesalers mentioned herein:

Ingram Micro, SES Technologies or Sub-distributors mentioned herein: Apsis Technologies Pvt. Ltd. – Karnataka & AndhraPradesh, Pranaav Tele-ventures –Tamil Nadu, Modi peripherals – New Delhi. Kindly verify stocks with wholesalers/sub-distributors in advance.

8. The shipment from the wholesaler/sub-distributor to reseller need to happen within the Program period.

9. Only Rupee **Non-SPC** orders are covered. **ORC and Special Price orders are not covered by the scheme.** No special price clearance deals would be eligible for this claim.

10. The Incentives as applicable would be offered to the HP Registered partner/non-registered partner post (after processing of wholesaler claims) the end of Program period by the wholesaler/sub-distributor concerned only.

RECORD-KEEPING AND AUDIT

a) Resellers will maintain all records relating to the purchase, sale, storage and disposition of all Products, including those existing in electronic form ("Records") for a period of not less than two (2) years from the date of purchase. Records will include, at a minimum, master files, HP Product numbers, HP serial numbers, description, quantities purchased, shipped and sold, customer and supplier name, address, telephone number, date of purchase or sale, cost of purchase or sale price, and delivery address. Records will also include a distinct list of Products purchased from HP and from all third parties.

b) At HP's discretion and upon reasonable notice, Reseller will make Records available to HP personnel or a qualified auditor in order to verify compliance with the terms of this programs described in this document. Reseller will give prompt access to the relevant Records and premises during normal business hours and Records will be provided via electronic means in advance of an on-site audit. HP's right to audit Reseller will apply for a period of two (2) years from the date of this document.

c) In the event that an audit determines any financial discrepancies or a breach of any obligations, Reseller will reimburse HP within 60 days any improperly claimed or paid amounts and in addition reimburse HP the costs of the audit.

d) Further record-keeping and audit requirements may be contained in individual program documents and relevant HP Partner program terms and conditions.

e) Participation by the Reseller in the programs described in this document indicate acceptance of these record keep and audit terms and conditions.

Please feel free to send me your feedback on the monthly schemes so that we can improve the same. The feedback can be sent on my email address mentioned above.

Last Date for Claim Submission:

All claims along with the required documents (For sales-rep. incentive) should reach the below mentioned address / mail-ID latest by February **15th, 2007**. Any claim received after February 15th, 2007 will be rejected.

For any clarifications on the program, please contact local ProCurve channel manager or drop a mail to

Surya Narayan C.S
National Channel Manager – Commercial Business
HP India Sales Pvt Limited
Hosur Main Road, Bengaluru
Email : suryan@denave.com
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Please send your Claims and queries to: suryan@denave.com.

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Thanking you for your participation in HP ProCurve Networking business & wish you all again a very prosperous New Year 2007.

Happy Selling and best wishes!

Rajanikanth Urs M.C

A handwritten signature in blue ink that reads "Rajanikanth Urs M.C". The signature is written in a cursive style and is underlined.

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