

Program Rules

Program Rewards

By selling targeted Compaq products during set promotion periods, participants can earn exciting award opportunities such as:

- Award points deposited into a personal Compaq Exclusively Yours® Card ("Compaq Card") account (each Award Point equals one dollar). Please refer to the "Spending Your PowerRewards Award Points" section for more information.
- Travel vacation packages, such as a weekend getaway for two, or a business management trip with other top-performing peers.
- Promotional merchandise items — a valuable reminder of dedication and support of Compaq, and Compaq's appreciation of participants' efforts.

Rewards are determined by product promotion and are distributed for properly claimed sales of eligible Compaq products sold to and invoiced to end-customers during set promotion periods.

Procedures for Submitting Claims

To receive credit for sales of eligible, targeted Compaq products invoiced during set promotion periods, each enrolled program participant must complete a PowerRewards Sales Claim Form (no other type of Sales Claim Form will be accepted) and provide sales documentation for validation purposes. The required sales validation documentation is a copy of the invoice to the end-user as proof of sale for each sale claimed. Invoices attached to each Sales Claim Form must clearly show eligible products sold, Compaq Part Number, Product Serial Number, invoice number, invoice dollar amount, invoice date, ship date and name of end-user customer. Faxes and photocopies are acceptable.

Any PowerRewards Sales Claim Form yielding less than the minimum requirements—for any given product promotion—will not be processed.

Program participants with eligible product sales yielding less than the minimum requirements must accumulate invoices for claims purposes until the combined eligible product claimed will yield at least the minimum required.

Each participant must sign the PowerRewards Sales Claim Form before the claim is considered valid. Any Sales Claim Form submitted without a Sales Manager's signature will not be processed for reward earnings. Any Sales Claim Form in which the claimant information is not entirely provided will be considered invalid. Reseller Sales Representatives may participate only as Reseller Sales Representatives in the PowerRewards program. Any individual who submits claims as a Systems Engineer can only claim as a Systems Engineer for future claims unless written justification is sent to and approved by PowerRewards Program Headquarters.

Compaq Card Account Deposits and Card Issuance

As participants earn Award Points in the PowerRewards program, the appropriate amount of Award Points will be automatically deposited into his/her personal Compaq Card account (one account per participant). Award Points earned by existing Compaq Card holders will be deposited into his/her existing Compaq Card accounts. Participants who do not have an existing Compaq Card account will receive a card and the PowerRewards Catalog once his/her balance reaches 25 Award Points or greater in earnings. Award Point deposits for eligible claims submitted for specific product promotions offered during the promotion period will be made on a bi-weekly basis.

Sales Claim Form Submission

Claims may be submitted for each sale of Compaq products or the sales can be accumulated. Additional Sales Claim Forms can be obtained by calling the PowerRewards Program Headquarters (800-253-3482) or through PaqFax by calling 800-231-9977, option 5, then choose document number 5020. Sales Claim Forms may be photocopied.

All Sales Claim Forms must be submitted to PowerRewards Program Headquarters and must be accompanied by invoices for each sale listed. Claims must be received by PowerRewards Program Headquarters by the established deadline for each given product promotion. No exceptions will be allowed. Claims may be faxed to PowerRewards Program Headquarters at 800-255-4980 OR mailed to: PowerRewards Program Headquarters, ATTN: Program Coordinator, P.O. Box 4900, Fenton, MO 63099. (Street address for overnight mail: 1375 North Highway Drive, Fenton, MO 63099). Claims should be sent via registered mail if confirmation of claim receipt is desired. Program participants are encouraged to retain copies of ALL submitted claims.

Signature on submitted Sales Claim Forms constitutes acceptance of all program rules, terms and conditions and represents certification that claimed sales are valid. Any misrepresentation on the Sales Claim Forms will be grounds for disqualification in the program and may violate applicable laws.

Claims Validation

Sales claims and invoice documentation will be validated. If more than one copy of the same invoice is submitted from a reseller location, the first received will be processed. Incomplete and invalid Sales Claim Forms will be returned to claimant to be completed and resubmitted. Compaq reserves the right to request additional information for auditing purposes. Compaq is not responsible for late, lost or misdirected mail or faxes.

Compaq will be the sole judge of the validity and eligibility of all program sales, invoices and Sales Claim Forms, and all decisions of Compaq relating to the program are final. Compaq reserves the right to disqualify any participant whose invoices are altered or tampered with in any way. Compaq reserves the right to reverse credits issued to the Compaq Card account in the event of an invalid claim.

Account Activity Statements

Participants will receive Compaq Card Account Activity Statements for each month their Compaq Card account shows a change in balance, deposit or withdrawal. For account inquiries call the PowerRewards Program Headquarters and choose the Compaq Card account balance/information option.

Spending Your PowerRewards Award Points

The Compaq Card is not a credit card; it is an award card that participants may use only at select merchants listed in the PowerRewards Catalog. The Compaq Card will be declined if there is not a sufficient Award Point balance to cover the cost of the purchase. The purchaser/participant may supplement their Points with a personal credit card or cash.

Compaq Card Award Points cannot be transferred or converted to cash. Maritz Inc. and Compaq Computer Corporation are not responsible for lost or stolen Compaq Cards, or misappropriated deposits made on lost or stolen cards. Call the PowerRewards Program Headquarters immediately to report a lost or stolen card. Participants will be reissued a Compaq Card at no charge. Please carefully read the terms and conditions enclosed with the Compaq Card.

Federal/State/Local Taxes On Awards

Income taxes on awards earned in the Compaq programs are the responsibility of the award earner. A 1099 statement will be generated by Compaq and sent to award earners in accordance with IRS regulations. It will be necessary to include the social security number and current home address for each participant on all claims.

Product Availability

Compaq will make every reasonable effort to assure orders are shipped based on Compaq policies and procedures. However, availability of product may be limited due to inventory levels, component availability, manufacturing capacity, or discontinuation of product. Compaq will not be liable for award claims on sales that could not be completed due to lack of product availability.

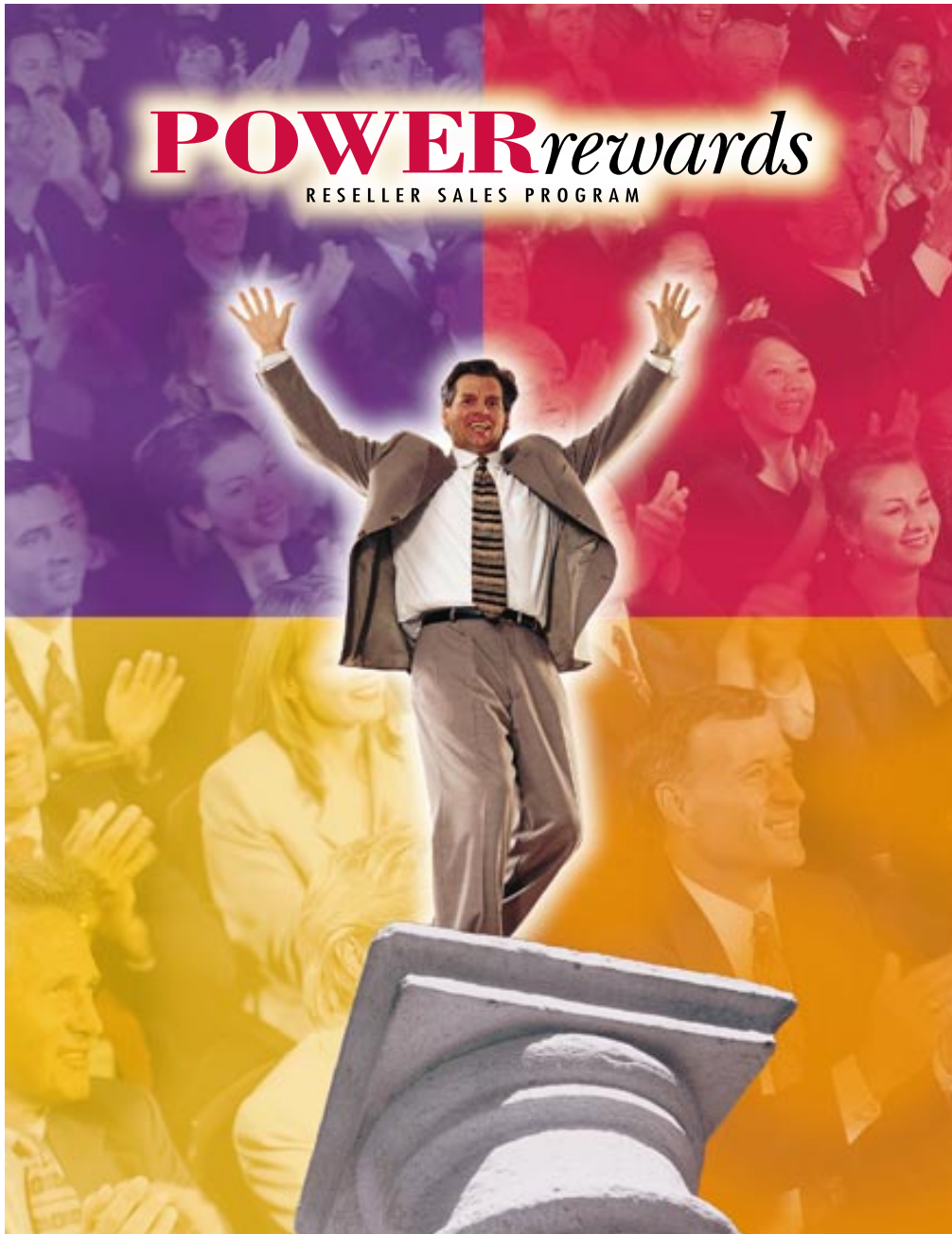
Program Notes

Compaq reserves the right to change, alter or cancel this program at any time without notice. Compaq reserves the right to interpret the rules of this program. All decisions made by Compaq Computer Corporation are final. Program is valid in U.S. only. Void where prohibited or restricted by law.

Please direct all questions pertaining to the PowerRewards program to:

PowerRewards Program Headquarters
ATTN: Program Coordinator
P.O. Box 4900
Fenton, MO 63099
Program Hotline: 1-800-253-3482
Fax Number: 1-800-255-4980

COMPAQ



PowerRewards Promotion
Compaq and Netscape ASE Promotion
Promotion Number SE001

POWERrewards

RESELLER SALES PROGRAM

Take a closer look at your Compaq and Netscape sales and we'll show you a rewarding solution!

Compaq and Netscape are a great combination! Together they offer customers powerful Internet solutions for collaboration and communication by delivering an integrated client-server solution with an industry-leading Internet platform, both of which are built on open standards.

And now the combination is even greater – with rewards on your personal Exclusively Yours® Card carrying the American Express® logo (Compaq Card) just for selling qualifying Compaq and Netscape solutions or identifying Compaq and Netscape successes! Earn up to **2,000** points (each point equals \$1 in purchasing power) for each qualifying end-user account. Refer to the official award schedule on the next page for a complete listing of eligible product combinations and start earning your award points today!

OFFICIAL PROGRAM RULES

Program Period

- The base sales program will reward qualifying sales made between May 1, 1998 and June 30, 1998.
- The customer reference bonus program will reward qualifying sales made between January 1, 1998 and June 30, 1998.

All claims for both programs must be received at PowerRewards Program Headquarters no later than July 15, 1998. Please refer to **Promotion Number SE001** when completing the PowerRewards Sales Claims Form.



ProLiant 6000/6500/7000 Servers

Eligible Program Participants

All Compaq Accredited Systems Engineers. Joint claims are not eligible for this promotion.

Enrollment

Enrollment in the PowerRewards program is required only once. If you are already enrolled, you need not send in a new Enrollment Form as you are automatically enrolled in this promotion. If you are not enrolled, complete the official PowerRewards Enrollment Form and forward to PowerRewards Program Headquarters for enrollment in this promotion and all subsequent PowerRewards promotions.

Earning Opportunity

Receive up to 2,000 award points on your Compaq Card for eligible Compaq accounts where Netscape client/server technology is deployed on specified Compaq servers (per Matrices A & B) sold within the promotion program period.

This promotion total award point payout is limited to the first 40,000 award points issued on eligible PowerRewards sales claims.



Matrix A

Earning Opportunity #1

Earn 1,000 award points when you sell a Compaq ProLiant Server listed in Matrix A, **combined with** Netscape Server Software listed in Matrix B.

Eligible Compaq Part Number	Product Description
285100-001	ProLiant 5500 6/200 512K (128 MB) Model 1 Tower
285120-001	ProLiant 5500R 6/200 512K Model 1
273350-001	ProLiant 6000 6/200-512 Model 1-64
273370-001	ProLiant 6000 6/200-1MB Model 1-128
273350-003	ProLiant 6000 6/200-512 Model 1-128
241750-001	ProLiant 6500 6/200-1MB Model 1-128
241750-022	ProLiant 6500 6/200-1MB Model 2-256
241700-001	ProLiant 6500 6/200-512 KB Model 1-128
273370-002	ProLiant 7000 6/200-1 Model 1s-128
273370-004	ProLiant 7000 6/200-1MB Model 2s-256
273350-005	ProLiant 7000 6/200-512 Model 1s-128

Matrix B

Earning Opportunity #2

Earn 1,000* award points if you submit an account who purchased or purchases any Compaq ProLiant Server combined with eligible Netscape Software (see Matrix B) between January 1, 1998 and June 30, 1998, and who is willing to be a Compaq and Netscape success story candidate. Account must complete and sign the Information Release Form to qualify as a customer reference. The original Information Release Form and the sales invoice must accompany the PowerRewards Sales Claim Form via mail or overnight only. Faxes will not be accepted, as original account signature is required.

*Points are cumulative

Eligible Netscape Part Number	Product Description
113-04716-00	SuiteSpot Pro 3.1 Servers with Informix for Windows NT
113-04718-00	SuiteSpot Pro 3.1 Servers with Oracle for Windows NT
113-04834-00	SuiteSpot 3.1 Servers with Informix for Windows NT
113-04840-00	SuiteSpot 3.1 Servers with Oracle for Windows NT
176-04679-01	Enterprise Pro Server 3.0 with Informix for Windows NT
176-04683-01	Enterprise Pro Server 3.0 with Oracle for Windows NT
111-04295-01	Enterprise Server 3.0 for Windows NT
110-03895-01	FastTrack Server 2.0 for Windows 95/NT (32 bit)
115-02428-01	Catalog Server 1.0 for Windows NT
170-03991-02	Certificate Server 1.03 for Windows NT
171-05260-00	Calendar Server 3.0 for Windows NT
112-04060-00	Proxy Server 2.5 for Windows NT
175-04284-01	Collabra Server 3.01 for Windows NT
169-03912-01	Directory Server for Windows NT
174-04258-00	Messaging Server 3.01 for Windows NT
110-05356-00	FastTrack Server 3.01 for Windows 95/NT (32 bit)
100-04813-02	Mission Control (Administration Kit for Mac/Win/Unix)