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Section 1: Compliance with the Sage Pastel Marketing Guidelines

In order for us to assist our Channel Partners in the correct use of the Sage Pastel brand, we have developed a set of guidelines that outline how and when Sage Pastel branding can and cannot be used.

All logos applicable to our Business Partners are available on the Business Partner Zone on www.sagepastel.com

1.1 Compliance with these guidelines

You agree:

- to comply with these guidelines in all aspects of your use of the Sage Pastel brand, the Sage Pastel logo and Sage Pastel products;
- to comply with any applicable advertising codes issued by the Advertising Standards Authority or any other regulator with competent authority;
- to comply with all advertising and marketing laws including but not limited to those covering electronic and fax marketing;
- not to describe the Sage Pastel brand or Sage Pastel products in a detrimental or denigrating manner;
- not to pass yourself off as a Sage Pastel employee nor to pass your business off as Sage Pastel Accounting.

1.2 Appearance of the Sage Pastel logo

Where you are permitted to reproduce the Sage Pastel logo, it must be reproduced only from master artwork, which is available from the Business Partner Zone on www.sagepastel.com. Alternatively, contact the Sage Pastel International department on (011) 304 3400.

1.3 Description of a Business Partner

It must always be made clear to customers that you are promoting and supplying products in your capacity as a Sage Pastel Authorised Business Partner or Authorised Training Centre. This should include clear notification of your business name, trading address and logo, as well as the fact that you are a Sage Pastel Authorised Business Partner or Sage Pastel Authorised Training Centre.

It must be made clear to customers that they are entering into a contract with you as an independent contractor and not any member of the Sage Group of companies, and that you are not authorised to act on Sage Pastel's behalf.

In addition, your company/business name, registered number (if applicable) and registered/main office address must appear on all note paper, purchase orders, invoices, marketing materials, sales brochures, websites and other public facing material used by you in relation to Sage Pastel products and services.

1.4 Use of domain names

Unless agreed otherwise in advance by Sage Pastel in writing, no website shall include the word 'Sage', 'Pastel', nor the names of any Sage Pastel products in its domain name. This includes My Invoicing by Sage Pastel, My Business by Sage Pastel, Sage Pastel Xpress, Sage Pastel Partner, Sage Evolution Premium, Sage Evolution Standard, Sage Pastel Intelligence Reporting, Sage Pastel Point of Sale, Sage ACT! by Pastel, Sage Line 50 and all other names relating to the Sage Pastel range of add-on modules.

If you register or have already registered a domain name containing the word 'Sage', 'Pastel' or any of Pastel's product names, you shall transfer all rights to and ownership of such a domain name to Sage Pastel at your own expense and with immediate effect.



Your website must make it clear in both your domain name and at the top of every page of your website exactly who you are (using both your business name and, if applicable, your trading name). Other than technical specification wording, you may not copy text nor certain graphics from any Sage Pastel websites. The copyright in such material is owned by Sage Pastel.

You must obtain our prior written approval before placing a hyperlink from your existing or future websites to any of our websites and obtain our prior written approval of, in particular:

- the design of the hyperlink;
- the size and type of logo used;
- the position of the link in the website.



Any trademarks or trade names used (other than in accordance with these guidelines) or created by you shall not incorporate the word 'Sage', 'Pastel' or the names of any of the Sage Pastel products.

In the event that such a trademark (whether registered or unregistered) is used or created by you, you shall transfer all rights to and ownership of such trademarks to Sage Pastel at your own expense and with immediate effect. Examples of trademark infringement include but are not limited to domain names, business names, e-mail addresses, telephone directory listings, outdoor signage, print and radio advertising, telephone numbers etc.

1.7 Updates to the Sage Pastel brand

Sage Pastel shall notify you in writing of any updates or amendments to any aspect of the Sage Pastel brand (whether to the Sage Pastel logo, straplines or otherwise). Any amendments to the Sage Pastel logo must be made in accordance with master artwork, which will be made available to you by Sage Pastel.

Unless otherwise notified, you are free to use up existing stocks of material at the time of notification, before commencing use of stocks incorporating the amended or updated Sage Pastel brand. Existing stocks may be used for a maximum period of 6 months after the date of notification by Sage Pastel of any amendments.



1.8 Prior approval by Sage Pastel

Sage Pastel requires sight of all sales, marketing or promotional materials to be used by you in which you wish to incorporate part or all of the Sage Pastel brand or Sage Pastel logo. If we reasonably require changes to be made to your sales, marketing or promotional material, we shall notify you accordingly and you shall make such changes prior to the first use of the sales, marketing or promotional material in question.

You agree to amend any sales or promotional materials in accordance with our instructions and at your own expense where such documents do not (in Sage Pastel's reasonable opinion) comply with these guidelines (as may be amended and notified to you from time to time).

1.9 Restricted use of Softline Pastel and Sage Pastel brands

The following logos are either outdated or are the sole property of Softline Pastel and Sage Pastel and MAY NOT be utilised under any circumstances:



Section 2: Applying the Sage Pastel brand

2.1 Sage Pastel 2013 Rebrand

All of the operating companies within the Sage group have embarked on a global brand alignment programme, to ensure that Sage has a more unified brand, recognisable around the world. Within South Africe Softline and its divisions have undergone a name change to align with our parent company Sage.

The new logos and box shots which our Business Partners are entitled to use are contained in these guidelines, and will be available for download from the Business Partner Zone.

Sage Pastel's Business Partner Programme provides for a number of different status levels which are reflected in the branding permitted for your use.

Sage Pastel Business Partner logos:

- Authorised Reseller
- Silver Business Partner
- Gold Business Partner
- Platinum Business Partner
- Channel Development Partner

Sage Pastel Accounting Business Partner logos:

- Authorised Training Centre
- Pastel Certified Trainer
- On-Site Trainer
- PCI Module 1: Practitioner
- PCI Module 2: Installation Technician
- PCI Module 3: Product Consultant
- PCI Module 4: Product Specialist
- PCI Module 5: Technical Specialist

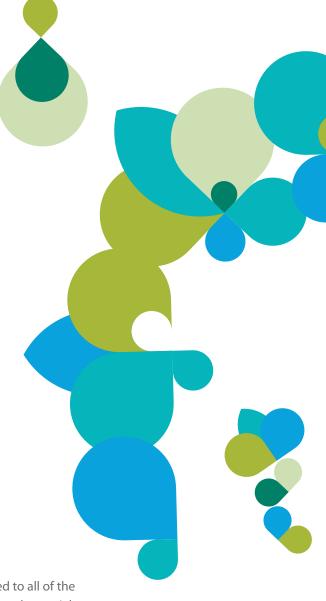
Sage Evolution Business Partner logos:

- Authorised Training Centre
- Pastel Certified Trainer
- On-Site Trainer
- PCI Module 1: Practitioner
- PCI Module 2: Installation Technician
- PCI Module 3: Product Consultant
- PCI Module4: Product Specialist
- PCI Module 5: Technical Specialist

Below is an example of the Business Partner logo. This logo can be applied to all of the above status levels and is appropriate for use in advertising and promotional material where legibility is important.

Sage Pastel

Business Partner



If you have more than one status level with Sage Pastel, you are able to stack your logos as per the example below. You may only apply a maximum of 4 stacks to your logo.



- Separate Sage Business Partner logos apply for Pastel Payroll Channel Partners.
- In order to maintain a consistent level of quality in the reproduction of the logos, you should always use the electronic artwork available for download from the Business Partner Zone.
- The proportions of the logo in relation to each element may not be altered. The size of the word Sage Pastel Accounting and the company font cannot be amended and must remain the same relative size to each other as per the original artwork. This applies for each application of the logo.
- The logo must be printed with a minimum of 5mm clear space around all four sides. This will ensure that the logo is not crowded or violated by typography nor any other graphic elements.

2.2 Rules for use of Business Partner logos

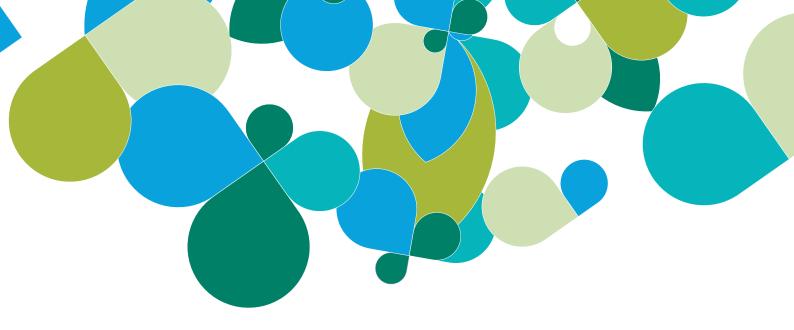
- Permission to use the Sage Pastel Business Partner logos and any related materials will only be granted to those individuals and/or organisations who have signed and returned their Sage Pastel Business Partner contract.
- Sage Pastel must grant permission in writing for any other form of usage other than specified here.
- The Sage Pastel logo is the property of Sage South Africa (Pty) Ltd and no unauthorised use is permitted. Authorised Business Partners are only permitted to use Sage Pastel Business Partner logos. Business Partners may not use the mark Sage Pastel in any other manner other than incorporated in such logos.
- · Sage Pastel may NOT be advertised in close proximity to any competitive company or product.

2.3 Font and size specifications

- The wording in the Business Partner logos cannot be broken down into specific typefaces. The original typefaces have been changed to create artwork for each specific status.
- There are not typefaces for each Business Partner logo and artwork is to be used as a whole.
- Logos must be utilised in the fixed artwork format as provided and cannot be broken down into the original typefaces.
- The logos must be clear and create impact and the size should never be smaller than 5.8mm (h) x 40mm (w).

Please note that these sizes will change when designing a stack of Business Partner logos.

• The primary typeface to be used for titles, headlines and highlights is Foco, with Helvetica Neue 45 Light as the secondary typeface for sub-headings, body copy, captions, charts and tables. These fonts may only be used if Sage Pastel executes the design of your material. Where business partners design their own material the typeface to be used is Arial.



2.4 Use of Sage Pastel product box shots

Sage Pastel product box shots can be used for Business Partner websites and above-the-line advertising (print and outdoor).

- Business Partner logos must be present if box shots are used.
- For quality purposes you must use the original vector based design file (Freehand or EPS).
- Sage Pastel product box shots are available for download from the Business Partner Zone.
- The boxes must be printed with a minimum of 5mm clear space around all four sides.
- To ensure the Sage Pastel product boxes create impact, the image size should never be smaller than 15mm (h) x 15mm (w).
- Please ensure that the boxes are not stretched or distorted. To re-size boxes click on the top left corner and drag to size.

Section 3: Internal Marketing

3.1 Stationery

- Business Partner logos may be used on all stationery.
- Logo size should never be smaller than 8.5mm (h) x 40mm (w).
- Logos must always be 12mm from the top and right edge of the page for the following:
 - Letterheads
 - Compliment Slips
 - Envelopes (DL, C5, A4)
 - Facsimile Cover Sheet

3.2 Signage

3.2.1 Outdoor

- The Business Partner logos, status levels and product box shots may be integrated into internal and external signage.
- Use of the Sage, Sage Pastel, Sage Pastel Accounting and Sage Evolution logos is not permitted on external signage.

3.2.2 Vehicle

• The Business Partner logos, status levels and product box shots may be integrated into your vehicle signage. You may also make use of the specific vehicle branding reseller logo, which is available for download on the Business Partner Zone.

- Should you wish to brand your vehicle and want to claim a Sage Pastel marketing rebate, the signage must be approved by Sage Pastel before you proceed with the job.
- Normal rebate terms and conditions will apply (see Section 6 for more information).

Section 4: Advertising Guidelines

4.1 Where the Business Partner logos may be used

Business Partner logos may be used in the following marketing collateral:

- Billboards / Street Pole Advertising
- Print media
- Radio
- Packaging
- Brochures
- Website
- Banners & posters
- Telephone directories
- Promotional items

4.2 Radio advertising

- When producing a radio advert, the following may be mentioned:
 - "<Your company name> is a Sage Pastel Business Partner and a distributor of Sage Pastel products".
- No radio advert may be produced on any Sage Pastel product without permission from the Sage Pastel on the contact details listed in the final section of this document.

4.3 Listing in a telephone directory

- When listing in telephone directories the word 'Sage Pastel' may not be used to gain business. You may only use your company name when listing in any directories.
- For example, listing your company in the telephone book as "ABC Sage Pastel Accounting Software" is NOT permitted.

Section 5: Public Relations

- The following activities are classified as Public Relations:
 - o Press releases
 - o Advertorials
 - o Newsletters
 - o Internal & external communications
- When producing any PR activity the following may be mentioned:
- "<Your company name> is a Sage Pastel Business Partner and distributor of Sage Pastel products".
- If unsure when generating PR activity, please contact Sage Pastel on the contact details listed in the final section of this document.

Section 6: Marketing Rebates

6.1 Application of Sage Pastel marketing rebates

- Sage Pastel will rebate Business Partners for:
 - o Print media provided the adverts appear in an appropriate industry related magazine/ newspaper.
 - o End user demonstration events the following conditions apply:

- The event must focus on Sage Pastel Accounting and our related products.
- The event must take the form of a formal presentation with catering taking place before or after the event.
- No alcoholic beverages will be considered for rebate.
- A minimum number of delegates are required at an event before a rebate will be considered, certain terms and conditions will apply. Should you wish to host an event, please contact Sage Pastel to determine the relevant terms and conditions.
- Sage Pastel will not pay Sage Business Partner rebates for:
 - o Stationery
 - o Business location signage
 - o Websites
 - o Advertorial
 - o Telephone directory listings
 - o Radio advertising
 - o Golf days
- Sage Pastel will not contribute towards production, design, litho positives or any other secondary costs incurred in producing an advert.
- An advertising rebate will not be considered unless the Sage Pastel have approved your advert or event prior to production or the event taking place.

6.2 How your marketing rebate is calculated

Please take the time to familiarise yourself with the revised rebate formula as detailed below. Should you have any questions please contact the Sage Pastel Marketing Department on (011) 304 3000.

- The amount available to Business Partners for rebates on marketing and advertising is 5% of your total purchases from the previous quarter.
- Once your advert or event has been approved by the Sage Pastel Marketing Department, you will receive a rebate in the form of a credit note on your Sage Pastel account, during the following quarter.
- Sage Pastel will contribute towards 50% of your advertising/event expenditure (excluding VAT), excluding production and set-up costs, provided the amount does not exceed 5% of the previous quarter's sales figure.
- Business Partner rebates MAY NOT be accrued nor accumulated from quarter to quarter.

6.3 Marketing rebate conditions

The rebate will be paid subject to the following conditions: o The Business Partner must abide by Sage Pastel's Marketing Guidelines.

6.4 What to include when claiming a marketing rebate

- A copy of the advert as it appeared in the publication, or photos of your vehicle branding.
- A copy of the invoice from the relevant supplier.
- Proof of your payment to the supplier.

Competitors

- If the advert you place is only advertising Sage Pastel products, then Sage Pastel will contribute 50% of the value, subject to the correct procedures having been followed and subject to the amount not exceeding 5% of your quarterly purchase figure.
- If there are 3 brand names on an advert and only one is a Sage Pastel brand, Sage Pastel will only contribute 1/3 of the total amount of the advert.
- Should the advert include a competitive product or service, no Channel Marketing rebate will be considered.



Section 7: Contact Details

Should you have any queries regarding Sage Pastel's global branding campaign or these Marketing Guidelines, please contact:

International enquiries:

Estelle Snyman | Sage Pastel Accounting

Telephone: +27 11 304 3471 Facsimile: +27 86 2992196

E-mail: estelle.snyman@sagepastel.com

Sage Pastel Payroll enquiries:

Sumay Dippenaar

Telephone: +27 11 304 4190 Facsimile: +27 11 304 4199

 $\hbox{E-mail: sumay.} dippena ar @pastel payroll.co.za$

South African Sage Evolution enquiries: Lieschke Lombaard Telephone: +27

Section 8: Pastel Business Partner logos







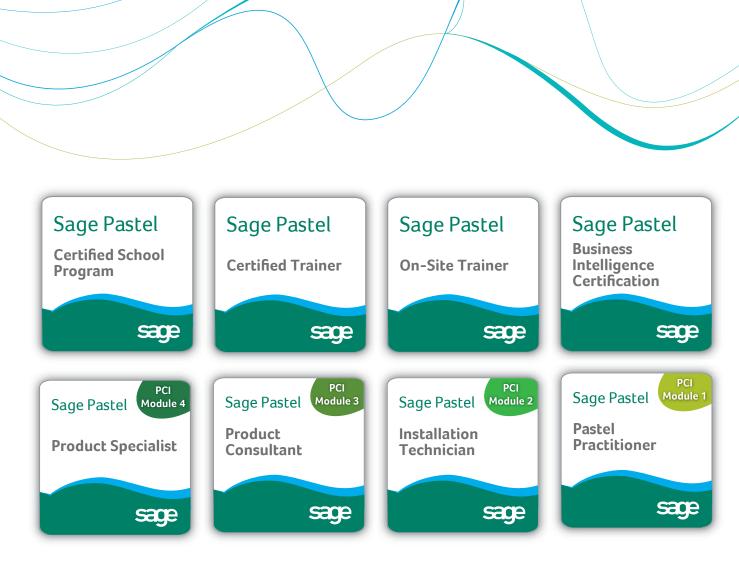












8.2 Sage Pastel Evolution Business Partner logos

















