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

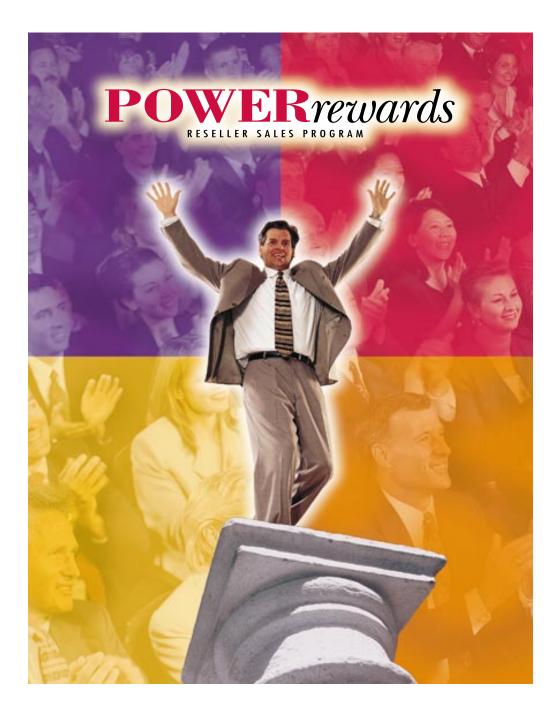
Compaq reserves the right to change, alter or cancel this program at any time without notice. Compaq reserves the right to interpret the rules of this program. All decisions made by Compaq Computer Corporation are final. Program is valid in U.S. only. Void where prohibited or restricted by law.

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 Networking Products Promotion Number NE005



More Compaq Networking Product Sales Mean More Rewards for *You!*

Earning award points for selling Compaq Networking products is easier than ever. Through June 30, 1998, you can earn from 10 to 800 award points on the Exclusively Yours® Card carrying the American Express® logo (Compaq Card) for sales of eligible Compaq Networking products. All you have to do is continue your excellent Compaq Networking product sales efforts, submit your PowerRewards claims, and watch the points accumulate on your Compaq Card. It's that easy! (Sorry - we can't be responsible for the tough decisions you'll be faced with in *spending* those award points!) Please refer to the official award schedule on the next page for a complete listing of eligible Compaq Networking products, and start selling – and earning – today!

OFFICIAL PROGRAM RULES

Program Period

May 1, 1998 through June 30, 1998. Claims must be received at PowerRewards Program Headquarters no later than July 15, 1998. Please refer to **Promotion Number NE005** when completing the PowerRewards Sales Claim Form.

Eligible Program Participants

Reseller Sales Representatives or Accredited System Engineers. Joint claims are not eligible for this promotion.

Enrollment

Enrollment into any PowerRewards product promotion is only required 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.



Netelligent 5226A Ethernet Switch



Netelligent 2724 10/100 Dual Speed Hub



Netelligent 4/16 TR PCI UTP NIC



Netelligent 56K ISA Modem

Earning Opportunity

Earn award points (each award point equals \$1) on your Compaq Card for eligible Compaq Networking products (per the official award schedule) sold within the promotion program period.



Eligible Compaq Part Number	Product Description	Sales Incentive On Compaq Card
Access Devices		
312450-001	Compaq Microcom 808 Integrated Access Device	25
192968-001	Compaq Remote Access Server-5208	100
295664-001	Compaq Remote Access Server-5408	100
192918-001	Compag Remote Access Server-5601	100
Modems		
295050-001	Netelligent 56K PC Card	10
321550-BH1	Netelligent Combo/Modem	10
316906-BH1	Compag 510	10
321108-001	Compaq 415	10
294900-001	Netelligent 56K ISA Fax Modem	10
Carbon Copy		
317976-001	Carbon Copy v 5.0 Var Edition	10
Remote Access Cor		
168550-B21	Compaq Microcom 4000 56Kbps 8 port modem card	40
178635-001	Compaq Microcom 6000 managed 24 port digital modem	240
Switches		
167050-001	5708 8 port 10/100 Base TX dual speed Ethernet switch	150
167000-001	Netelligent 5708FX Fast Ethernet Switch	150
288900-001	5226 24 port 10Base-T Switch with 2 fixed 100MB uplink ports	150
322900-001	Netelligent 5226A Ethernet Switch	150
306222-001	5114 Desktop Ethernet Switch	150
338400-001	5411 Gigabit Switch	150
338350-001	5422 Gigabit Switch	150
Hubs		
167152-001	1009B 8 port 10Base-T Unmanaged hub with uplink, 1 fixed BNC port	10
167156-001	1017A/B 16 port 10Base-T Unmanaged Hub with 1 fixed BNC, 1 AUI port	10
267001-001	2524 100Base-T Unmanaged Stackable Repeater	100
267000-001	2624 100Base-T Managed Stackable Repeater	100
299434-001	2724 24 port 10/100 dual speed manageable hub	100
299433-001	2824 24 port 10/100 dual speed managing hub	100
267021-001	1224 24 port 10Base-T/100Base-TX unmanaged dual speed repeater	50
NICs		
317600-B21	Netelligent 10/100 TX PCI Intel UTP Controller	10
317600-B22	Netelligent 10/100 TX PCI Intel UTP Controller- 5 pack	50
317600-B23	Netelligent 10/100 TX PCI Intel UTP Controller- 20 pack	200
317600-B24	Netelligent 10/100 TX PCI Intel UTP Controller- 80 pack	800
317356-B21	Netelligent 10 T PCI Intel UTP Controller	10
317356-B22	Netelligent 10 T PCI Intel UTP Controller- 5 pack	50
317356-B23	Netelligent 10 T PCI Intel UTP Controller- 20 pack	200
317356-B24	Netelligent 10 T PCI Intel UTP Controller- 80 pack	800
268009-001	Netelligent 4/16 TR PCI UTP/STP Controller	10
268009-002	Netelligent 4/16 TR PCI UTP/STP Controller- 6 pack	60
268009-003	Netelligent 4/16 TR PCI UTP/STP Controller- 50 pack	500