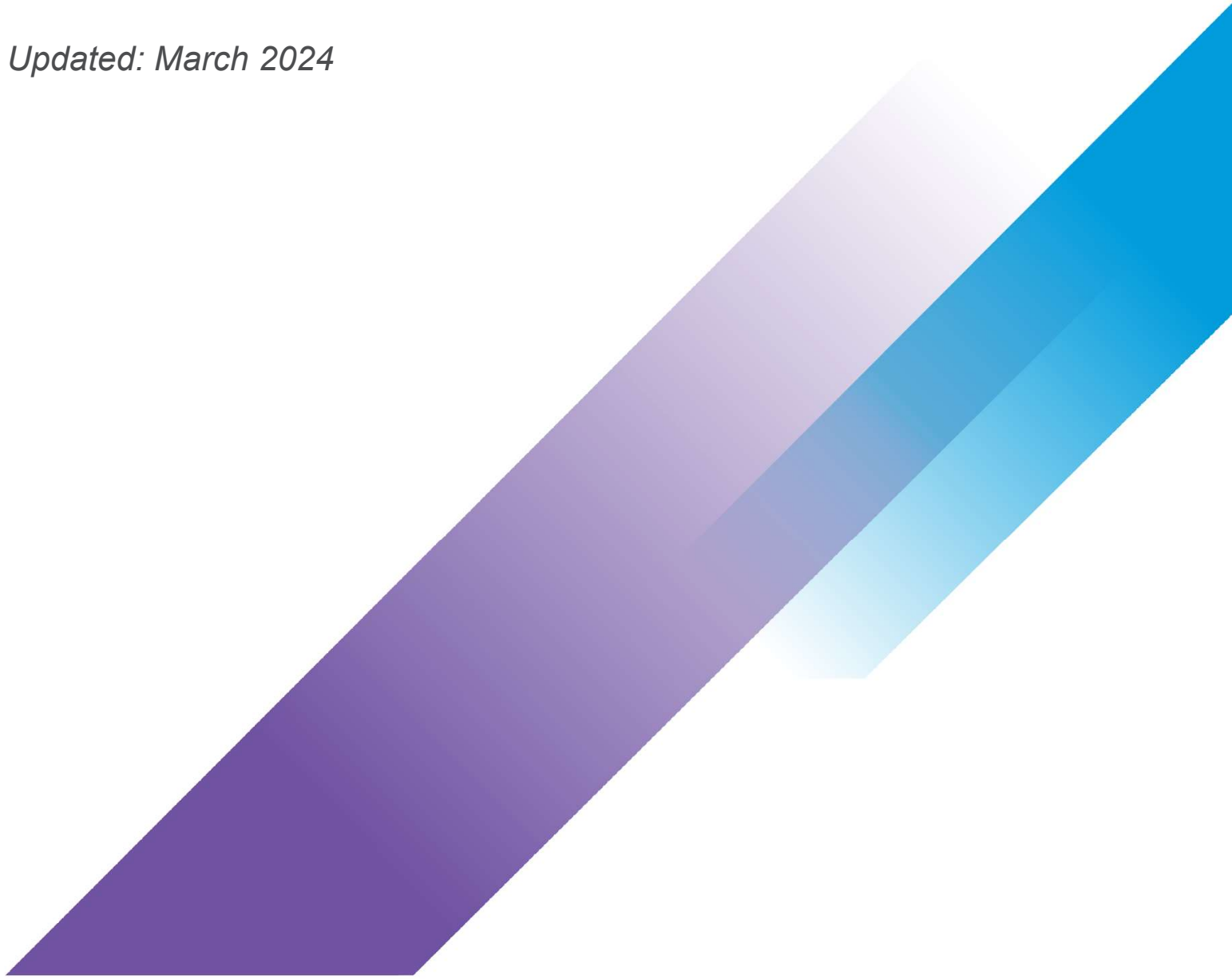


VMware Subscription Purchasing Program

Program Guide

Updated: March 2024



This Subscription Purchasing Program Guide (“SPP Guide”) applies to the purchase and redemption of VMware Subscription Purchasing Program Credits (“SPP Credits”). SPP Credits are denominated in VMware transacting currencies and are deposited as a fund balance in the Fund Management page of VMware Customer Connect™ (each an “SPP Fund Balance”). If Customer purchases SPP Credits pursuant to an Enterprise License Agreement or a VMware Enterprise Order (each, an “Order”), the provisions in the Order prevail over any inconsistencies with this SPP Guide.

VMware reserves the right to modify this SPP Guide at any time in its sole discretion, but those modifications will apply only to purchases of SPP Credits after the effective date of the modification.

For additional details on the VMware Subscription Purchasing Program, refer to the [SPP Operations Guide](#). Terms that are not defined in this SPP Guide are defined in the SPP Operations Guide.

SPP Credit Redemption	Customer can redeem SPP Credits by accessing the VMware SPP portal via VMware Customer Connect at my.vmware.com/web/vmware/login		
SPP Term	Customer can redeem SPP Credits during the one year period (or as otherwise agreed with VMware in an Order) following the date VMware delivers the SPP Credits (“SPP Term”). All SPP Credits will be deemed delivered and accepted when VMware makes the SPP Credits available to Customer in the SPP Portal. Any unredeemed SPP credits in Customer’s SPP Fund Balance at the end of the SPP Term will be forfeited. Customer is not entitled to a refund for any unredeemed SPP Credits.		
SPP Services Eligible	Customer may redeem the SPP Credits for (i) eligible offerings listed on the SPP Eligibility Matrix, and (ii) offerings that are added to the SPP Eligibility Matrix during the SPP Term (each an “Eligible Offering”). The SPP Eligibility Matrix is posted at www.vmware.com/content/dam/digitalmarketing/vmware/en/pdf/solutions/vmware-spp-eligibility-matrix.pdf . VMware reserves the right to designate any offering as end of availability (EOA) and remove the offering from the SPP Eligibility Matrix.		
True-Up Payments	If Customer does not have sufficient SPP Credits in its SPP Fund Balance to pay fees for its use of an offering, VMware will invoice Customer for, and Customer must pay, any fees not covered by the SPP Fund Balance.		
True-Up Reporting Period	For offerings not subject to an automatic invoice process for true-up payments, VMware will generate a report of fees incurred, but not covered by an SPP Fund Balance, during each Reporting Period, as set forth on the table below. Customer must issue a purchase order either directly to VMware or to its preferred VMware authorized reseller for true-up fees incurred during the applicable Reporting Period, at VMware’s then-current list prices (unless otherwise specified in an Order or as agreed with VMware) or as agreed between Customer and its reseller. For each Reporting Period, Customer must issue the purchase order by the applicable PO Due Date. If a VMware Reporting Date or a PO Due Date falls on a weekend or holiday, the applicable date will be the next business day.		
	Reporting Period	VMware Reporting Date	PO Due Date
	February 1 through April 30	May 10	May 15
	May 1 through July 31	August 10	August 15
	August 1 through October 31	November 10	November 15
	November 1 through January 31	February 10	February 15

<p>True-Up Credits</p>	<p>SPP</p>	<p>For some offerings, if Customer's SPP Fund Balance is not sufficient to pay fees incurred for Customer's use of the offering, Customer must purchase additional SPP Credits to cover the additional fees incurred (rather than being invoiced for the true-up fees, without purchase of additional SPP Credits). This must be done within 30 days of incurring the additional fees. SPP Fund Balances for the SPP Monthly option may not be used to pay for the prepaid overage.</p>
<p>SPP Fund Balances</p>	<p>SPP Fund Balances are debited in advance (i) for the full value of prepaid offerings, (ii) monthly for offerings that billed monthly, and (iii) annually for offerings that are billed annually. SPP Fund Balances are debited in arrears for on-demand offerings, usage (metered) charges, and other applicable offerings. If Customer redeems SPP Credits for an offering with a recurring payment method, Customer must maintain a sufficient SPP Fund Balance to cover charges for that offering.</p>	
<p>U.S. Public Sector Customers</p>	<p>SPP eligibility restrictions apply to U.S. state and local public sector customers. SPP is not available to U.S. federal customers. Execution of an agreement to purchase SPP Credits by a U.S. public sector end-user customer constitutes certification that the purchase and its prepayment are allowed by applicable laws and regulations.</p>	
<p>Applicable Terms</p>	<p>Customer's use of the any VMware Offerings purchased through redemption of SPP Credits is subject to the VMware General Terms that are current as of the date of redemption of the SPP Credits, available at http://www.vmware.com/agreements. For the avoidance of doubt, the Termination for Convenience right contained in the General Terms and set out at www.vmware.com/agreements applies to all VMware Offerings purchased through redemption of SPP Credits.</p>	



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