



ZUTACORE™

RACK & ROLL

Certified System Integrator Partner Program Guide

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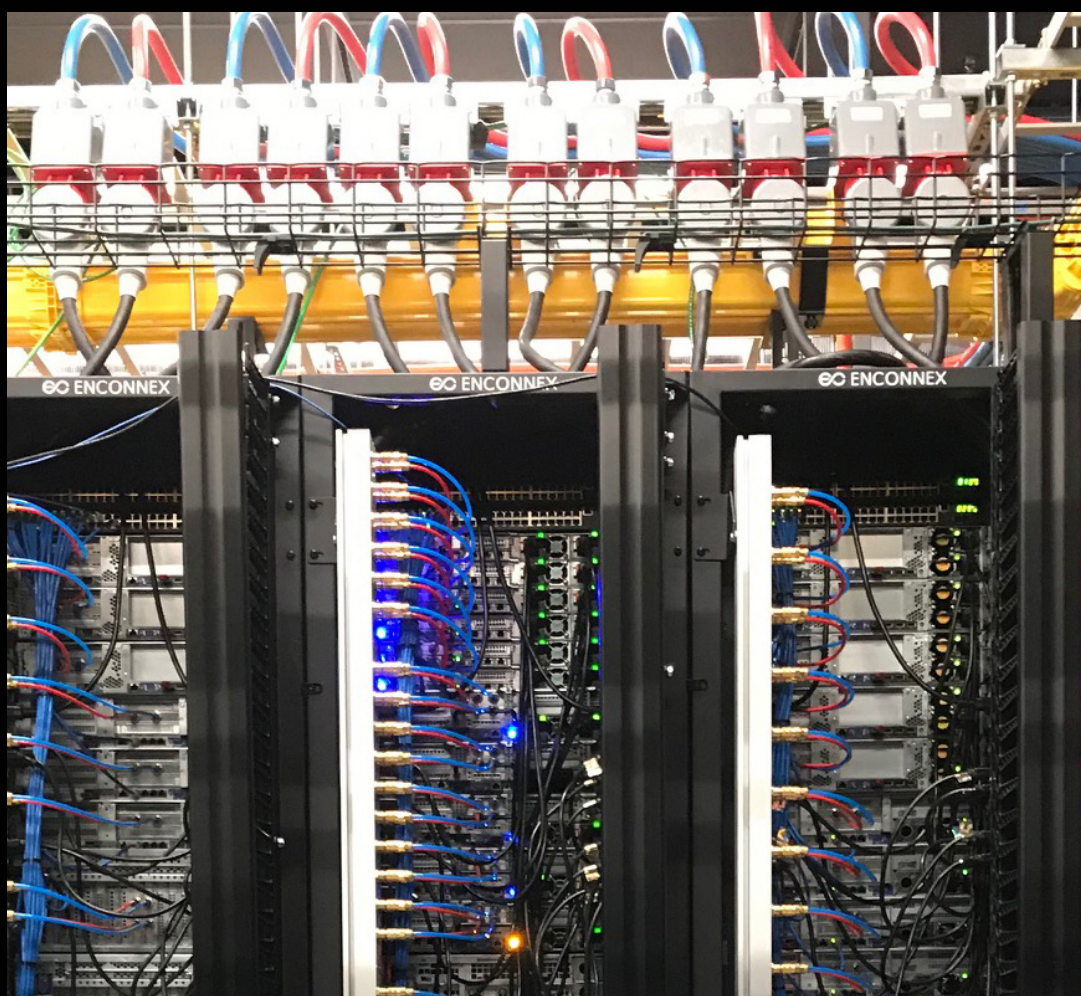


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I. Introduction / Value Proposition

Welcome to the ZutaCore Certified Systems Integrator Partner Program. As market demand for high-performance, high frequency and multi-core computing, intense workload environments such as artificial intelligence and machine learning, and challenging edge applications increases, ZutaCore looks forward to partnering with you to provide superior end-to-end data center solutions to your customers. Together, we can address a wide range of customer needs across the enterprise, hosting and hyperscale, from the cloud to the edge. By combining our benefits at scale, data center owners and operators can push the boundaries of performance, efficiencies, sustainability and economics.

With ZutaCore, you can offer your customer network the latest innovations in waterless, direct-on-chip, two-phase liquid cooling (2PLC) to increase their competitive edge and prepare for the future. ZutaCore's HyperCool™ liquid cooling system, including the Software-Defined-Cooling (SDC) platform, does not require customers to make any significant changes to their infrastructure. The HyperCool solution can literally be rolled right into existing racks, standard, OCP or Open19 to empower the next generation of cloud infrastructure today. When combined with your data center solutions and services, we can create significant value for both retrofit and new builds and help transform the future of the data center industry.

II. Program Overview

There is an imminent and growing demand for higher performance systems, shorter latencies in less space, higher energy efficiency and adherence to sustainability requirements in power and cooling. Now more than ever, data center operators and owners need to think about increased densities and the challenge posed as conventional air cooling reaches its limits. Those most prudent seek out system integrators who bring together component subsystems into a whole, ensure that those subsystems function together and support easy maintenance for continuous operations. Together with ZutaCore, partners who provide system integration of IT and cooling systems in data centers will be poised to address this opportunity by expanding their offerings to provide customers with designs that fit into current and future cloud infrastructure ecosystems.

III. Commercial Opportunity / Vision

ZutaCore is seeking out Certified Systems Integrator partnerships to deliver its innovative cooling solutions alongside services from respected and trusted partners to help a growing community of data center owners and operators to address the cooling boundaries they face with existing technology platforms. Furthermore, as partners committed to providing solutions that decrease the negative impact data centers have on the environment, we can help customers dramatically reduce their data center carbon footprint and provide dramatic relief of energy, water and real estate assets.



ZutaCore's unique solutions eliminate the risk of water and reduce the data center footprint by 50 percent. By shifting to two-phase liquid cooling, we also enable customers to cool the industry's hottest chips up to and above 1,000W and address heat-fluxes over 250W/cm². This is complemented by software-defined-cooling (SDC) solutions for virtualization of cooling assets, predictive operations and optimization of cloud compute, edge and IoT infrastructures. Recent testing shows the SDC Dynamic Frequency Scaling feature can reduce server power alone by upwards of 25 percent!

Coupled with our Certified Systems Integrator partners' data center designs, system integration and commissioning, quality assurance, and support services, we can accelerate the ability for our customers to meet and exceed their business goals. As partners, we will enable them to start to future-proof their data center deployments while leveraging world-class engineering and support. Together, we will help solve challenges for workloads that demand latency and performance without compromise.

IV. Partner Program Benefits

ZutaCore's Certified Systems Integrator Partner Program aims to tap leading partners to build computing systems for clients by combining hardware and software products from multiple vendors. These joint projects will provide new and improved solutions to increase value for existing customers—benefits to partners in our program span economic, marketing, pre-sale, sales and support.

▶ Economic

- Increased revenue and profitability
- Increased business value - strategic 1st mover advantage
- Expanded market and services = increased sales and new business
- End-to-end solution – integrated for ease of operation, improved value proposition, customer satisfaction and long term retention

▶ Marketing

- Co-marketing (branding / logos, weblinks, social media, collateral, industry events, webinars, awards, etc.)
- Joint press announcements and media campaigns
- Success story promotions
- Eco system partnership promotions

▶ Pre-Sale

- On-boarding process
- Customized joint offerings
- PoC projects
- Demo, testing, staging and project support

▶ **Sales**

- Assistance with lead generation and qualification
- Sales incentives / competitive pricing
- Joint sales process driving awareness / need ⇒ closing the deal
- Reliable project management
- Customer loyalty and retention
- Product roadmap updates

▶ **Support**

- Education
- Sales training
- Technical training
- Access to support resources
- Trusted, seamless customer support – ensure solutions work
- Commitment to superior customer experience from PoC ⇒ after sales

V. ZutaCore Commitment

Through its Certified Systems Integrator Partner Program, ZutaCore aims to provide customers with best-in-class solutions and support. As such, ZutaCore is committed to providing its valued partners with compelling commercial opportunities for growth, profitability, supported by incentives, sales and marketing enablement and joint marketing. ZutaCore will foster this collaborative relationship with knowledge sharing, business and technical training programs, and effective communications including business planning & review, as well as a consistent report cadence. Importantly, ZutaCore prioritizes professional & knowledgeable support and a seamless alliance between our partners & customers. Below please find a summary of *ZutaCore's Responsibilities* and the key elements of our *Partner Support Model*.

ZUTACORE PARTNER PROGRAM STRATEGIC RESPONSIBILITIES

▶ **Sales & Marketing Enablement**

- Co-sales
- Assistance with lead generation and qualification
- Opportunity & performance management
- Co-marketing, branding, events

▶ **Streamlined Administration**

- Deals desk
- Project registration & approval
- Order fulfillment

▶ **Industry Leading Products**

- Innovative & reliable technology
- Quality release control & operations
- Established QA and QC measures

ZUTACORE PARTNER PROGRAM TECHNICAL RESPONSIBILITIES

▶ **Product Maintenance (HW & SW)**

- Major upgrades and bug fixes
- Global Equipment Depot Centers for the ENEs (at volume)

▶ **Technical Help Desk**

- Pre & Post Sales 24x7 Telephone Support
- Deep product and data center expert staff
- Locations in EMEA and NA

▶ **Partner Web Portal**

- Incident reporting / Case management & tools

▶ **Dedicated Partner 'Deal' Team**

- Deals Desk setup/introduction (assistance with quotes, configurations, proposals)
- Deal registration / approval process
- Sales assistance with collateral, presentations, quotes and proposals
- Sales tools / CRM
- Technical assistance with data center solution design, configuration and competitiveness

TRAINING COURSES & CERTIFICATION

▶ **Technical Track**

- Course #1: 2PLC technology.
- Course #2: 2PLC 'calculator'.
- Course #3: 2PLC system configuration, assembly and commissioning.
- Course #4: SDC demonstration.

▶ **Business Track - Sales Essentials**

- Initial Sales Boot Camp (1-day on-site/online)
- Customer Road Shows – TBD
- Marketing messaging and planning (1-day)

VI. Partner Commitment

With a pledge to deliver an unprecedented partner experience, ZutaCore's Certified Systems Integrator Partner Program is designed for partners who fit the system integrator profile as described above, demonstrate technology leadership, are customer-driven with an established quality and customer satisfaction track record, have cultivated strong commercial relationships with myriad customer sectors and have minimal annual revenue of \$100M.

ZutaCore hopes to partner with full-service system integrators that are data center Infrastructure and IT Integrators and/or VARs that are:

▶ Well positioned to:

- Help educate the market and influence next-generation DC infrastructure, power/cooling, compute designs, and operating models.
- Deliver integrated and end-to-end DC solutions
- Deliver high-quality services and support for design, implementation, project management, IT support and administration
- Deliver the best economics and TCO from operational efficiencies and cost savings, reduced / elastic capex and improved ROI on existing ("stranded") assets
- Be driven to have 1st mover advantage and take industry leadership position leveraging ZutaCore's technology

▶ Qualifications

- Strong DC industry domain expertise delivering value for customers in system integration, services and support
- Serving the most innovative and fastest growing DCs owners globally
- Forward-thinkers & innovators
- Integration of end-to-end solutions and services
- Direct sales & marketing organizations
- Possess data center professional service & support organizations (ecosystem around ZutaCore products)

▶ Partner Responsibilities

- Alignment / sign-off on strategy and business / performance goals (annual business plan)
- Assigned partner sales/technical team (internal partner's "ZutaCore" specialists)
- Active lead generation, lead qualification, sales effort & campaigns
- Win and deliver customer projects at high customer satisfaction
- Monthly/quarterly opportunity review and planning
- Complete ZutaCore requisite business and technical training courses and certification
- Purchase and commission ZutaCore 'starter' (test & demo) system, \$25K
- Stock ZutaCore equipment for Fast Track PoCs
- Lead co-marketing & branding

VII. Program Structure

Upon engagement, ZutaCore and members of the partner program will meet to exchange, review and set business goals and ensure technical alignment. Importantly, as partners, we will agree on the commercial opportunity, mutual goals, starter system package, knowledge transfer, support, expectations and next steps. We are one team dedicated to the primary goal: a seamless and successful customer experience through integrated, end-to-end solutions. Below please find a summary of the key stages of our Partner On-Boarding Process.

Commercial Agreement Execution

Establish Commercial Terms / Incentives

- ZutaCore Standard Price Schedule / Product SKUs
- Discount (Rebate) schedule based on dollar volume achievement
- Partner Performance Incentives (SPIFs)
- “Bonus” for purchase order (min 20kW system) within 1st 90 days
- Maintenance revenue / commission (multi-year contracts)
- Commitment for co-marketing, co-branding and industry/client events (MDFs)
- Equipment depot/stocking

Contract

- Term - minimum 2 years
- Further details about benefits, program structure and partner support will be provided as Appendices as necessary

Business Planning / Goals Alignment

- Develop a joint business plan with clear goals and responsibilities
- Agree on priorities and timeline
- Agree on how to measure success

Partner's Purchase Order

- Discounted Starter System Package (not for resale - NFR)
 - ◆ The partner will procure and install a discounted 'STARTER SYSTEM', a HyperCool In-Rack waterless 15kW system based on ZutaCore's 2PLC technology delivering a distinct combination of self-regulated, on-demand, low-pressure cooling in a well-integrated, single cabinet.
 - ◆ The complete package is comprised of:
 - I Server-Kit with ENes, 2kW minimum and upwards of 15kW
 - I Smart Refrigerant Distribution Unit (S-RDU)
 - I Smart Heat Rejection Unit (S-HRU)
 - I Software-Defined-Cooling Platform (SD
- Equipment Onsite Stock Order (HRUs and RDUs)

Knowledge Transfer (initially assigned partner's specialists)	<ul style="list-style-type: none"> ○ Shipment & install of partner's starter kit/demo equipment ○ Partner's Technical Training (onsite & web) - Product, Installation and Operations ○ Sales Bootcamp (1- 2 days) - ZutaCore playbook, sales admin/tools review ○ Coordinate geographies & multi-sites
Sales / Support Enablement	<ul style="list-style-type: none"> ○ See above for details
Initial Sales Engagements	<ul style="list-style-type: none"> ○ Joint Fast Track PoC Collaboration
Quarterly Business Reviews (QBRs)	<ul style="list-style-type: none"> ○ Work off signed-off quarterly plans ○ Monitor milestones ○ Joint promotion of success stories

VIII. Our Partnership – Call for Action

The desired outcome of the ZutaCore Certified Systems Integrator Partner Program is to build a community and deliver an unprecedented technology, services and support experience. Together, we can revolutionize the data center value-chain from 'custom design, build and commission' to standard building blocks that are systematic, highly replicable, least footprint, fastest cycle and scale, highest density and ease of operation and support. We look forward to engaging with you and hope you will join us on this journey.

X. Contact Us

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*ZutaCore Certified System Integrator Partner Program Guide 2021 - subject to updates and modifications as needed.

