

SERVICE DESCRIPTION FOR EQUANT VOICE VPN SERVICE

1. **Definitions.** As used in this Service Description, the following capitalized terms will have the meanings given to such terms in this Clause 1. In the event of any conflict between the definitions provided in this Service Description and those provided elsewhere in the Agreement, the definitions in this Service Description will control for purposes of this Service Description. Capitalized terms used and not otherwise defined in this Service Description will have the meanings ascribed to them elsewhere in the Agreement.

"Access" means the connection from the Voice VPN Location to the Equant Voice Network.

"Dedicated Access" means a network access/egress method using dedicated lines between a Voice VPN Location and the Equant Voice Network. Both inbound and outbound traffic can be carrier through the Dedicated Access.

"Equant Voice Network" means the networking equipment and premises used by Equant to provide the Voice VPN Service to Customer.

"Gateway" means the Equant Voice Network point of connection to the TO.

"PBX" or **"Private Branch Exchange"** means the Customer-owned telephony system at the Locations.

"PSTN" means a "Public Switched Telephone Network".

"Switched Access" means an access/egress method using PSTN lines between a Voice VPN Location and the Equant Voice Network. The provisioning of the PSTN lines is not included in the Voice VPN Service.

2. **Overview.** The Voice VPN Service enables Customer to transmit voice, fax and low voice band data calls across the Equant Voice Network.

3. **Access Methods.** In consultation with Customer, Equant will determine the infrastructure of the Voice VPN Service for the Locations, including the Access method for connecting each Location to the Equant Voice Network. Equant will provide the Access, or Customer will procure the Access directly from the local TO, as mutually agreed upon by the Parties. If Equant provides the Access, Customer will connect only equipment approved by Equant to the Voice VPN Service. Customer is responsible for all costs associated with any changes or upgrades to the PBX that may be required for the Voice VPN Service, including any additional cards, software upgrades, programming changes, and wiring changes.

3.1. **Dedicated Access.** Dedicated Access is composed of a certain number of circuits, as determined by Equant based on Customer's traffic forecast for each Location. When the Access is through Dedicated Access, Equant will provision the Dedicated Access from the TO, unless Customer chooses to procure the Access directly from the TO. However, Equant will not route emergency calls through the Voice VPN Service, so Customer must keep a connection to another service provider to deliver this type of service. When Equant provides Dedicated Access, the point of demarcation of the Voice VPN Service is the last interface device between the TO and the PBX. However, if Customer procures Dedicated Access directly from the TO, the point of demarcation of the Voice VPN Service is the Gateway.

The Equant account manager will confirm the availability of Dedicated Access in a particular country at the time of the Order. The ability of

Equant (or Customer) to procure Dedicated Access directly from a TO is subject to the regulatory conditions of each jurisdiction.

3.2. **Voice for IP VPN Access.** When Equant provides Access using Voice for IP VPN Access, Customer must purchase the Equant IP VPN Service, which will be described in a separate Service Description attached to this Agreement. When the Access is provided via the Equant Voice for IP VPN Service, the point of demarcation for the Voice VPN Service is the same point of demarcation for the Equant IP VPN Service provided to Customer. The point of demarcation will depend on whether Customer purchases customer-managed IP VPN Service or Equant-managed IP VPN Service.

3.3. **Switched Access.** When the Access is through Switched Access, Equant's point of demarcation is the Equant interconnection point with the national telephony operator used by Equant for the Switched Access connection. The Equant account manager will confirm the availability of Switched Access in a particular country at the time of the Order.

Customer will ensure that the Equant carrier code is inserted by the PBX or the caller in front of the dialed number to reach the Equant Voice Network. Equant will have no responsibility for the PSTN lines, including the provision thereof.

3.4. **Mobile Access.** Equant does not provide mobile access to the Equant Voice Network, but Users may reach the Voice VPN Service by using a mobile phone ("**Integrated Mobile Phone**") if Customer has executed a contract with a mobile service provider ("**Integrated Mobile Provider**") that also has an agreement with Equant to allow mobile calls to be integrated into the Voice VPN Service. The Equant account manager will confirm availability of Mobile Access with the Integrated Mobile Provider at the time of the Order.

4. Types of Calls.

4.1. **Off-Net Calls.** An Off-Net Call is a call from a Location to:

- Any site other than a Location or a Virtual On-Net Location (i.e., a Customer site that is not part of Customer's Voice VPN network, but that Customer includes in its Private Numbering Plan through the Virtual On-Net feature described in Clause 6 below); and
- To a Location without using a Private Numbering Plan or a Forced On-Net feature (as described in Clause 6 below).

4.2. **Managed On-Net Calls.** A Managed On-Net Call is a call:

- From any Location to another Location using a Private Numbering Plan; and
- From an Integrated Mobile Phone to a Location, originating within the country of the relevant Integrated Mobile Provider's network and using a Private Numbering Plan. If the call originates from another country, the call will be processed and charged to Customer by the Integrated Mobile Provider.

4.3. **Virtual On-Net Calls.** A Virtual On-Net Call is a call from a Location or from an Integrated Mobile Phone using a Private Numbering Plan:

- To a Virtual On-Net Location; or
- To an Integrated Mobile Phone, terminating in the country of the relevant Integrated Mobile Provider's network. If the call is terminating in another country, the portion of the call between the

relevant Integrated Mobile Provider's network and the terminating mobile network is processed and charged to Customer by the Integrated Mobile Provider.

4.4. Forced On-Net Calls. A Forced On-Net Call is a call from a Location to another Location using the PSTN format that is translated into a private number and is terminated onto the Equant Voice Network. Forced On-Net Calls require Dedicated Access for the terminating Location and are charged as Managed On-Net Calls. The post dial delay may be increased with this feature.

4.5. Bilateral On-Net Calls. A Bilateral On-Net Call is a call from a Location to a Customer location connected to another VPN telecommunications provider that has a bilateral agreement with Equant or its Affiliates.

5. Interconnections

Domestic Voice VPN traffic in France is available only through a separate contract between Customer and France Telecom ("FT"). Customer locations that send domestic traffic within France must be connected to FT's VPN offering "Atout RPV". International traffic in France is covered by the Voice VPN Services described in this Service Description.

Calls made from Voice VPN Locations to Customer's FT sites using the Private Numbering Plan are considered Managed On-Net Calls. The Private Numbering Plan dialing format can be used for calls in both directions.

6. Additional Features. All additional features for the Voice VPN Service are optional and are subject to additional Charges.

6.1. Numbering Plan Features.

6.1.1. Private Numbering Plan. A Private Numbering Plan is a sequence of numbers dedicated to Customer that is dialed to access the Equant Voice Network from a Location to reach (i) another Location or (ii) a Virtual On-Net Location. The Private Numbering Plan and each Virtual On-Net Location must be validated and approved by Equant based on a feasibility study conducted by Equant. Four-to-ten digit numbering plans may be supported, subject to any applicable restrictions or limitations.

6.1.2. Virtual On-Net. The Virtual On-Net feature translates the Private Numbering Plan call format into the PSTN call format for calls made from a Location to a Virtual On-Net Location.

6.1.3. Forced On-Net. The Forced On-Net feature translates a call between two Locations using the standard PSTN call format to the Private Numbering Plan call format of Customer.

6.2. Overflow on Arrival. With Dedicated Access, if the Access is not available, the Overflow On Arrival feature enables re-routing of incoming calls to the Location using the Private Number Plan through Switched Access, and Customer will be responsible for programming the PBX to overflow its outgoing traffic onto the local carrier's network.

6.3. Cost Tracking Features.

6.3.1. Accounting Codes. The Accounting Codes feature is available for Dedicated Access only and allows Customer to assign a 3 digit "Accounting Code" to track and allocate calls to Customer-defined groups. Customer will insert the Accounting Code in front of the dialed numbers, either at the User level or the PBX level. If Customer elects to receive an itemized billing report with the Voice VPN Service, such report will include Accounting Code information on a per call basis. The itemized billing report will be subject to additional one-time and monthly recurring Charges.

6.3.2. CLIDs in Itemized Billing. Equant inserts the Caller Line

Identifications ("CLIDs") generated by the Customer's PBX, when available, on a per call basis, within the itemized billing report if Customer has elected to receive such report. The availability of the CLID feature depends on applicable regulations, the signaling implemented, the access method used, and the PBX programming, among other factors.

6.4. Home Workers. Customer can connect employees working from fixed remote locations in countries ("Home Workers") to the Voice VPN Service if Switched Access is available in those countries. All Home Workers within a country will be considered one virtual Voice VPN Location. Customer will identify one single point of contact for Home Workers in each country, who will coordinate the management of the list of Home Workers for that country and to whom Home Workers will report all Voice VPN Service failures or faults.

Home Workers must be connected to Switched Access and must dial an Equant access code to use this feature. All restrictions applicable to the type of traffic transmission, the type of calls, and the type of features available for Switched Access also apply to Home Workers' connections. Outbound calls from a Home Workers' Location are Off-Net, Managed On-Net or Virtual-On Net calls, in accordance with Clause 4 above. All inbound calls to a Home Workers' Location are Off-Net calls.

7. Pricing. The pricing for the Voice VPN Service includes:

- Access Charges (including monthly minimum charges),
- Usage Charges; and
- Feature Charge(s).

7.1. Access Charges.

7.1.1. Dedicated Access. Monthly recurring and one-time installation Charges apply to each Location with Dedicated Access. A separate charge will apply to the Tail Circuit between the Customer's PBX and the Equant Voice Network access switch. However, if Customer orders the Tail Circuit directly from the TO, the supplying TO will bill Customer directly for the Tail Circuit.

7.1.2. Switched Access. The Switched Access Charge is a per minute Charge that applies to each call and depends on the country in which the Location is located.

Each Location where the Voice VPN Service is provided through Switched Access may be subject to a Minimum Monthly Payment, defined on a per-country basis, as set forth in the Charges Schedule, or if not in the Charges Schedule then in the relevant Order. If, for any given month, the aggregate International Usage Charges (as identified in Clause 7.2.1) generated by a Switched Access Location is less than the Minimum Monthly Payment, Customer will pay the total amount of the Minimum Monthly Payment for such Location. The Minimum Monthly Payment applies in full to the month in which the Service Commencement Date occurred.

7.1.3. Mobile Access. The Mobile Access Charge is a per minute Charge that applies to each call made from an Integrated Mobile Phone originating from the country of the relevant Integrated Mobile Provider's network to a Location or Virtual On-net Location. The Mobile Access Charge depends on the country where the call originates. A Minimum Monthly Payment, defined per country, may be applied to Mobile Access on a per country basis; any such Minimum Monthly Payment will be set forth in the Charge Schedule, or if not in the Charges Schedule then in the relevant Order. If, for any given month, the aggregate International Usage Charges generated by all calls made from Integrated Mobile Phones within a single country are less than the Minimum Monthly Payment, the total amount of the Minimum Monthly Payment will be charged to and paid by Customer.

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The Minimum Monthly Payment applies in full to the month in which the Service Commencement Date occurred.

7.2. **Usage Charges.** The Voice VPN Usage Charge is based on the per-second price of a call from the Gateway in the country in which the call originates up to the destination of the call. Usage rates will be either international or domestic. Each call is subject to an initial charge equal to 20 seconds. After the first 20 seconds, each call is then charged per second.

7.2.1. **International Usage Charges.** International Usage Charges consist of the following:

- **International Off-Net** rates apply to international Off-Net Calls and international Virtual On-Net Calls.
- **International Managed On-Net** rates apply to international Managed On-Net Calls and to international Forced On-Net Calls.
- **International Bilateral On-Net** rates apply to international Bilateral On-Net Calls.

7.3. **Domestic Usage Charges.** Domestic Usage charges consist of the following:

- **Domestic Off-Net** rates apply to domestic Off-Net Calls and domestic Virtual On-Net Calls.
- **Domestic Managed On-Net** rates apply to domestic Managed On-Net Calls and to domestic Forced On-Net Calls.

7.4. **Feature Charges.**

7.4.1. **Private Numbering Plan Charge.** One-time and monthly recurring Charges apply to the Private Numbering Plan feature. Also, if Customer requests a specific number or range of numbers to which Equant agrees, then a one-time Charge for activation and a specific per minute Charge will apply to such number(s).

7.4.2. **Virtual On-Net Feature.** One-time and monthly recurring charges apply per number or per Direct Inward Dialing (“DID”) range to be translated and per Virtual On-Net Location. Off-Net rates also will apply.

7.4.3. **Forced On-Net Feature.** One-time and monthly recurring Charges apply per number or per DID range to be translated.

7.4.4. **Overflow on Arrival.** One-time and monthly recurring Charges apply per number or per DID range to be translated.

7.4.5. **Accounting Codes.** One-time and monthly recurring Charges apply per country and per Accounting Code.

7.4.6. **Home Workers.** One-time and monthly recurring Charges apply per country in which Home Workers are connected, and the monthly recurring Charge includes one change request per Home Worker connection ever 2 weeks for up to 10 additions/deletions of CLIDs. The Charges are invoiced to a single Location designated by Customer. As Switched Access connects Home Workers to the Equant Voice Network, the Minimum Monthly Payment applicable to the Switched Access Charge will apply. Customer also will be charged for any detailed billing that may be provided by Equant for Home Workers and for any additional CLID change requests.

END OF VOICE VPN SERVICE DESCRIPTION