

## **Exhibit A: MindMapper Partner Program**

If you have any questions about any items described in this document, please write to [partner@mindmapper.com](mailto:partner@mindmapper.com).

### **1. General Information**

#### **a. Overview**

MindMapper Partner Program is an online ordering system specifically designed for the sales of MindMapper software products, where qualified companies or professionals with different backgrounds can easily join as a partner, promote MindMapper products, and receive sales margin and special bonuses all through the Internet.

#### **b. Security and Transaction Method**

All orders from partners and their clients are processed using credit card payment through the worldwide central online order system of SimTech Systems Inc. To ensure supreme level of system reliability and security, SimTech chose to work with Verisign, Paypal, and Hostway. The system can handle major credit cards such as VisaCard, MasterCard, and American Express. You can also choose your preferred currency between US dollar and Euro.

#### **c. Contacts**

If you have any questions about MindMapper Partner Program, please contact [partner@mindmapper.com](mailto:partner@mindmapper.com).

### **2. How It Works**

You can act either as a Reseller in the classic meaning, or as a Referrer which is an opportunity especially for professionals and companies, which do not maintain their own organization to sell and distribute software products online. Signing up for MindMapper Partner Program will always leave you the choice of one or even the combination of all options described in this section.

#### **a. Resale:** Order MindMapper License(s) for your client(s)

Become a reseller in the classical meaning that you visit MindMapper Online Order System, buy MindMapper licenses at discounted reseller prices, and deliver the licenses to end users. Pre-purchase is not necessary because license purchase will be processed in real time through MindMapper Order System, which means you will receive a valid license key for your client instantly after successful credit card payment processing. For each sale, margin is instantly paid to you since you pay SimTech a full list price less your margin.

#### **b. Linking:** Add MindMapper Order Banner to your site.

By joining MindMapper Partner Program, you do not need to setup and maintain your own credit card payment system on your Website. Without your own credit card payment system, you can still offer a secure credit card payment system to your clients who purchase MindMapper products. Assuming that you have your own website, you can simply place a MindMapper Banner on your Website. This will instantly lead your customers to the MindMapper order system, and the customer visiting MindMapper order system through this banner is identified as YOUR customer. From each complete transaction by customers, an agreed margin will be added to your sales database and will be transferred to your bank account on a monthly basis.

#### **c. Referral:** Give your prospects a MindMapper Promotion Code

SimTech gives you a unique promotion code, which you pass to your prospects who may not want to purchase on the spot but may do so later on. This promotion code allows them to purchase MindMapper at a discounted price (for example 10%). The promotion code identifies each customer as YOUR customer when he purchases a MindMapper license from any MindMapper website that is connected to MindMapper central order system. The promotion code system is very effective for coaching & consulting companies, where promotion develops casually on a daily basis. This identification will allow us to return your margin in the same way as Linking the MindMapper Banner described above.

#### **d. Networking:** Develop sub partner network

Your business may offer opportunities to introduce MindMapper to other people or organizations that may want to sign up for MindMapper Partner Program. In this case, you will be paid a network

margin for every sale generated by the sub partners that are introduced by you to join our program. Note that network can be developed up to 5 levels only, including you.

### 3. **Signing Up**

- a. **Step 1: Submit Application**  
To apply for MindMapper Partner Program, simply complete and return the attached application form to [partner@mindmapper.com](mailto:partner@mindmapper.com).
- b. **Step 2: Settle on Margin**  
After review of your application, you will be contacted with suggested margins.
- c. **Step 3: Activate Reseller System**  
You will be given ID, password, and information on how to activate and utilize MindMapper Reseller System.

### 4. **What you will get after signing up**

- a. **Partner ID & Password**  
You will receive your Partner ID & Password, with which you can log on MindMapper Online Order System from any location - 24 hours a day.
- b. **MindMapper Banner with a unique URL**  
You will get a MindMapper Banner with a setup instruction, which you place on your Website.
- c. **Promotion Code**  
A unique promotion code you can pass to your prospective clients to generate Referral Sales.

### 5. **Feature of MindMapper Online Reseller System**

Once you log in, you will access your own administration page and be able to perform the following:

- a. **Order Processing**  
You can place both regular and non-regular orders and receive license keys in real time (except non-regular order), which you can deliver to your customers.
- b. **Sales Database**  
All sales transactions associated with you will be maintained and displayed in your administration page. You can look up sale records that are generated through each method: Resale, Linking, Referral, and Networking.
- c. **My Margin**  
You can check the current total margin accumulated from various sales sources. This margin will be transferred to your PayPal account.
- d. **Communicating with SimTech**  
You can stay in contact with SimTech for most recent updates and news. You can also write to SimTech for any assistance with regards to the Reseller System.

### 6. **Your Margin**

- a. **Margin for Resale, Linking, and Referral**  
Your Margin will be initially negotiated and set, and this margin applies to your Resale, Linking and Referral. In the case of Referral, your clients get a special discount with a promotion code. This discount given to your client will be automatically deducted from your margin.
- b. **Margin For Network Sales**  
You will get Network Margin 1 and Network Margin 2 from all sales generated by immediate sub-resellers and lower level sub-resellers respectively. This margin is paid to you from SimTech's share of each transaction made between SimTech and your sub-resellers.
- c. **Sales Bonus**  
At the end of each month, you will be given an additional Sales Bonus based on sum of your Sales and Network Sales. Please refer to Bonus Table. (Sales bonus will not be initially applied to all resellers. SimTech will inform you when it is ready to be applied.)

### 7. **Payment of Your Margin**

Your margin for each month (from the first day to the last day of each month) will be computed in the first week of the following month, and transferred to your PayPal account in the second week. SimTech will pay reseller margins using PayPal accounts. When we transfer funds to your PayPal account, PayPal will send you an email with an “Arrival of Cash” message. However, you need to setup your own PayPal account so that you can transfer the received amount to your local bank account. Please make sure your bank can accept electronic transfer of fund.

## Application Form

(Please complete and send this form to [partner@mindmapper.com](mailto:partner@mindmapper.com))

Company Information	
<b>Contact Person Name &amp; Title:</b>	
<b>E-Mail:</b>	
<b>Phone Number:</b>	
<b>Fax Number:</b>	
<b>Company Name:</b>	
<b>Website URL:</b>	
<b>Street Address:</b>	
<b>City:</b>	
<b>State:</b>	
<b>Zip/Postal Code:</b>	
<b>Country:</b>	
Business Information	
<b>Type of Business:</b>	<input type="radio"/> Private <input type="radio"/> Incorporated
<b>Current Products/Services:</b>	
<b>How long have you been using MindMapper:</b>	
<b>Name of a current reseller that introduced you to MindMapper Reseller Program, if any:</b>	
<b>Target Market Segment:</b>	
<b>Annual Sales Projection (in license):</b>	
Reseller Program	
<b>Partner ID:</b>	
<b>Password:</b>	
<b>Promotion Code:</b>	
<b>Currency to use (Select US\$ or EURO):</b>	
<b>Resale Margin:</b>	SimTech USE Only
<b>Network Margin (from +1 Tiers):</b>	15%
<b>Network Margin (from +2, 3, 4 Tiers):</b>	5%
<b>Your PayPal Account:</b> (Give us an email address you will use to signup your PayPal account. Please see the attached PayPal information.)	

## **Attachment: PayPal (www.paypal.com)**

Please read the following information copied from PayPal site ([www.paypal.com](http://www.paypal.com)), or visit their site to learn how it works.

### **How do I withdraw funds from my PayPal account?**

You can withdraw funds from your PayPal account by requesting an electronic funds transfer to your bank account or by requesting that a check be sent to you by U.S. mail. When you withdraw to your bank account, your money will usually become available within 3-4 business days, but may take more time depending on your bank's policies. If you would like PayPal to send you a check, please allow 1 - 2 weeks to receive your check. While there is no charge to withdraw funds to your bank account, you will be assessed a \$1.50 per check withdrawal.

You will receive an automatic email acknowledgement every time you request to withdraw funds.

### **Why hasn't my money been deposited into my bank account? It has been more than 3-4 business days.**

Your funds may not be available yet for a few reasons:

Make sure it has been 3-4 business days. The banking system does not operate on weekends and holidays.

Your bank may have encountered a problem with your request. Common problems include: an incorrect account number or routing number or using an account does not accept electronic funds transfers. As soon as the bank notifies us that there is a problem with a funds transfer, we will contact you by email and explain the source of the delay.

### **Will I get charged for making electronic transfers from my PayPal account to my bank account?**

No. PayPal will not charge you for making transfers from your PayPal account to your bank account. However, some banks charge their customers a fee and PayPal can make no assurances that you will not get charged by your bank. Please consult your bank and ask whether it charges for electronic fund transfers. In addition to the U.S., PayPal is now available in the following countries:

Anguilla†	France‡	Netherlands‡
Argentina†	Germany‡	New Zealand‡
Australia‡	Greece	Norway‡
Austria‡	Hong Kong‡	Portugal
Belgium‡	Iceland	Singapore‡
Brazil	India	South Korea
Canada‡	Ireland	Spain‡
Chile	Italy	Sweden‡
China	Jamaica†	Switzerland‡
Costa Rica†	Japan‡	Taiwan
Denmark‡	Luxembourg	United Kingdom‡
Dominican Republic†	Mexico‡	
Finland‡		

† Users in these countries are limited to sending money with their PayPal accounts. They may not receive payments.

‡ PayPal accepts withdrawals to local bank accounts in these countries. Users in any country may withdraw funds to a U.S. bank account.

### **How will I be able to withdraw funds in my non-U.S. PayPal account?**

PayPal members in any country may withdraw funds to a U.S. bank account. If you live in Australia, Austria, Belgium, Canada, Denmark, Finland, France, Germany, Hong Kong, Japan, Mexico, the Netherlands, New Zealand, Norway, Singapore, Spain, Sweden, Switzerland, or the United Kingdom, you may withdraw funds to a local bank account. You cannot withdraw funds from the PayPal system unless (1) live in one of these countries or (2) have a U.S. bank account. You may, however, always spend the money in your PayPal account with another PayPal member.

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