



**Exhibit to Data Center Services
Multisourcing Service Integrator
Master Services Agreement
DIR Contract No. DIR-DCS-MSI-MSA-001**

Between

**The State of Texas, acting by and through
the Texas Department of Information Resources**

and

Capgemini America, Inc.

**Exhibit 18
Exceptions to DIR Rights**

December 28, 2011

EXHIBIT 18
EXCEPTIONS TO DIR RIGHTS

Update Methodology to Exhibit 18

The following update methodology is incorporated as part of Exhibit 18:

Title	Methodology for Updating Exhibit
<u>Exhibit 18</u> Exceptions to DIR Rights	<u>Exhibit 18</u> is a point of reference at contract execution with future updates made in accordance with Section 2.6 of the Service Management Manual.

EXHIBIT 18
EXCEPTIONS TO DIR RIGHTS

This **Exhibit 18** describes Third Party Materials, Equipment Leases and Third Party Contracts exceptions pursuant to **Section 6.4(c)** of the Agreement. Set forth below are the Third Party Materials licenses, Equipment leases and Third Party Contracts for which Service Provider is financially responsible but for which Service Provider is unable to obtain all of the rights set forth in **Section 6.4(c)**. Unless otherwise defined herein, capitalized terms have the meanings set forth in the Agreement or **Exhibit 1** to the Agreement.

THIRD PARTY LICENSES

Name of Product/Service Covered (e.g. maintenance)	Counter-Parties to Agreement	Term; Renewal Date	Prohibition or restrictions on transfer or assignment	Approval of counter-party to transfer	Transfer Fees	Notice period for cancellation	Other restrictions or comments
Atrium	Capgemini Service SAS and BMC Software, Inc.	6/30/2012; automatic renewal unless either party terminates with 30 days notice.	Agreement not transferable; Licenses transferable on same terms and conditions	None	None	Licenses are not cancellable	Prepaid maintenance not refundable
ITSM Service Management Suite	Capgemini Service SAS and BMC Software, Inc.	6/30/2012; automatic renewal unless either party terminates with 30 days notice.	Agreement not transferable; Licenses transferable on same terms and conditions	None	None	Licences are not cancellable	Prepaid maintenance not refundable
Digital Fuel, ServiceFlow	Capgemini Service SAS	Currently being	Agreement not transferable;	None	None	Licenses are	Prepaid maintenance not

	and Digital Fuel Technologies Inc.	Renewed	Licenses transferable on same terms and conditions			not cancellable	refundable
Oracle, Database	Capgemini Service SAS and Oracle France	12/29/2012	Not transferable	Not transferable	Not transferable	Non-Cancellable	Prepaid maintenance not refundable
Ipswitch, MoveIT DMZ	Capgemini America, Inc. and Ipswitch, Inc.	Perpetual	Not transferable	Not transferable	Not transferable	Immediate	Prepaid maintenance not refundable
Ipswitch, MoveIT Central	Capgemini America, Inc. and Ipswitch, Inc.	Perpetual	Not transferable	Not transferable	Not transferable	Immediate	Prepaid maintenance not refundable
Microsoft, SQL Server	Capgemini Service SAS and Microsoft Ireland Operations Limited	Perpetual	Not transferable	Not transferable	Not transferable	60 Days	Prepaid maintenance not refundable
Microsoft, SharePoint	Capgemini Service SAS and Microsoft Ireland Operations Limited	Perpetual	Not transferable	Not transferable	Not transferable	60 Days	Prepaid maintenance not refundable
CA, Clarity SaaS	Capgemini Service SAS and CA, Inc.	9/29/2013	Agreement not transferable; Licenses transferable on	None	None	By Mutual Consent between Capgemini	Prepaid maintenance not refundable

			same terms and conditions			and CA	
Cisco IVR-Software for Service Desk	Capgemini America, Inc. and Cisco Systems Inc.	Perpetual	Not transferable	Not transferable	Not transferable	Immediate	Prepaid maintenance not refundable
NICE, VoIP Call Recording	Capgemini America, Inc. and NICE Systems, Inc,	Perpetual	Agreement not transferable; Licenses transferable on same terms and conditions	Consent Required between Capgemini and NICE, not unreasonably withheld	None	Immediate	Prepaid maintenance not refundable
VMWare VirtualDesktop	Capgemini Services SAS anmd VMware, Inc.	2/15/2013	Agreement not transferable; Licenses transferable on same terms and conditions with 10 days notice	None	None	30 Days	Prepaid maintenance not refundable

EQUIPMENT LEASES

Equipment; Serial Number(s)	Counter-Parties to Agreement	Term; Renewal Date	Prohibition or restrictions on transfer or assignment	Approval of counter-party to transfer	Transfer Fees	Notice period for cancellation	Other restrictions or comments

