

Services Provider License Agreement: With the Services Provider License Agreement (SPLA), your organization can license Microsoft products and use these licensed products (“products”) to provide software services and hosted applications to your customers.

With SPLA, you are the licensee, not the customer.

Software services are services that you provide to your customers that make Microsoft products available and that display, run, access, or otherwise interact with Microsoft products. You provide these services from one or more data centers via the Internet, a telephony network, or a private network on a rental, subscription, or services basis, whether or not you receive a fee. Software services exclude installing a Microsoft product directly on any device to permit a customer to interact with the Microsoft product.

You are a service provider if you provide the following software services to your customers:

- ▶ Your organization provides your customers with direct or indirect access to products such as hosted websites or line-of-business (LOB) applications through Microsoft server products.
- ▶ Your organization offers your customers software services that interact with Microsoft products where you, not your customer, are the licensee.
- ▶ You facilitate your customer’s business, including business transactions with third parties, through software services that interact with Microsoft products.
- ▶ Your organization provides your customers with access to, and use of, any application as a software service, Microsoft or otherwise, and the application runs on a server and interacts with a Microsoft product on that server.
- ▶ Your organization offers other service providers platform infrastructure services to use and run any Microsoft or third-party application. This, in turn, allows these other service providers to offer Microsoft applications as a software service to their end customers through their own SPLA.
- ▶ You use the Microsoft software for the benefit of a third party.

Services Provider Agreement Overview

Who the SPLA Is For

The SPLA is for organizations that want to offer hosted software and services to customers, such as web hosting, hosted applications, messaging, collaboration, and platform infrastructure.

Licensing Model

Licenses under the SPLA are subscription licenses that can be used during the agreement term.

Per subscriber. A Subscriber Access License (SAL) is required for each unique individual user or device that is authorized to access or otherwise use the licensed products. You do not need a separate server license.

Per processor. Each Processor License (PL) allows an unlimited number of users to access the server software. You do not need a separate SAL.

Per core. Each Core License (CL) allows an unlimited number of users to access the server software installed on the licensed server with a determined number of physical cores for products licensed through a per-core model.

Key Benefits

Deliver a customized service. Flexibility to deliver tailored IT services to your customers through a dedicated or shared hosting environment. Increase the value of your services by managing software use rights for your customers.

Pay as you go with no up-front costs. Pay only for the products that you made available to your customers to use the previous month. There are no start-up costs or long-term commitments.

Access the most current product versions. Give your customers the most current and capable Microsoft platform. Download your products at no charge through the Microsoft Volume Licensing Service Center (VLSC) instead of ordering physical media.

Offer software services worldwide. Use Microsoft products to deliver software services to end customers in any part of the world where distribution is legally allowed.

Expand distribution capabilities through Software Services Resellers. Expand business reach to small- and medium-sized end customers by providing software services through additional resellers.

Leverage Data Center Providers for infrastructure capabilities. Have the option to focus on hosting your application solutions and acquire infrastructure as a service (IaaS) from a Data Center Provider.

Leverage Data Center Outsourcing. Install Microsoft products on servers under the day-to-day management and control of an outsourcing company to deliver your software services based on your capacity and server management capabilities. The outsourcer can then perform data center administration, testing, and maintenance support services on the end customer’s behalf.

Try before you buy licenses. Test and evaluate products internally before offering them to your customers as a service.

Install at customer facilities. Install Microsoft products on servers located on an end customer’s premises under your management and control.

Offer demonstrations and evaluations. You can have up to 50 active user IDs for service/product demos and give your customers a free 60-day trial period.

Include your affiliates under a single agreement. Your affiliates do not have to sign a separate SPLA.

Expand your reach to academic institutions. Potentially expand your business with specific price offerings available to your academic customers through the SPLA.

SPLA, Volume Licensing and Other Partner-Hosted Licensing Options

| | Services Provider License Agreement (SPLA) | Self-Hosted Application Right | License Mobility Through Software Assurance (via Other Volume Licensing) | Other Volume Licensing (Enterprise Agreement, Select Plus, Open Programs) |
|-------------------|--|---|--|---|
| Program Scenarios | <ul style="list-style-type: none"> ▶ The Services Provider License Agreement is the primary licensing program for all service providers, including Self-Hosted ISVs, offering their applications as software services to their customers through servers connected to the Internet or a private network. ▶ Microsoft licensed products are used to provide these services, such as: <ul style="list-style-type: none"> ▪ Website hosting ▪ Application hosting ▪ Messaging service (for example email services) ▪ Platform Infrastructure software services ▪ Streaming media services | <ul style="list-style-type: none"> ▶ Self-Hosted ISVs with qualified Unified Solutions may choose the “Self-Hosted Applications” use right SA benefit available as stated in the Microsoft Product Use Rights (PUR). ▶ The “Self-Hosted Applications” use right is a licensing option separate from SPLA and has qualification criteria, specific licensing requirements, and a limited set of products included in the offering. ▶ The customer must create a Unified Solution with its own software and any eligible Microsoft product identified in the PUR. Customer’s software must add primary and significant functionality to Microsoft products, and follow any additional requirement detailed in the PUR. ▶ The customer remains the licensee of the Microsoft product(s). The customer must have active Software Assurance on all Microsoft licenses used to create the Unified Solution. | <ul style="list-style-type: none"> ▶ Customers are qualified for License Mobility when eligible Microsoft Volume Licensing software products and CALs (Client Access Licenses) are licensed with the Software Assurance benefit. ▶ Customers can deploy their eligible licensed server applications in an Authorized Mobility Partner (AMP) shared data center whose infrastructure is licensed through a SPLA. ▶ Requirements: <ul style="list-style-type: none"> ▪ SPLA partner to sign the License Mobility Addendum to become an AMP. ▪ Customer to complete license verification form to identify licenses to be deployed at the AMP. Resubmit form as appropriate. ▪ SPLA partner keeps completed verification forms on file and reports all other products under SPLA. | <ul style="list-style-type: none"> ▶ You use Microsoft products for your own business purposes and to create or access your own proprietary information. ▶ These agreements grant customers perpetual licenses, with the exception of subscription-based agreements. ▶ You use Microsoft products to support web workloads as described in the VL PUR. ▶ You use Microsoft products to communicate with external users or provide access to your info |
| Business Cases | <p>Case I – Company A uses Microsoft SQL Server database software and the Windows Server operating system to store and display its customers’ (Company B) website content.</p> <p>Case II – Company C delivers an LOB application that runs on Windows Server with a SQL Server database. This application is available to Company B’s customers as software services.</p> | <p>Case I – Company A (e.g. ISV) creates and delivers their own intellectual property integrated as a Unified Solution with a SQL Server database (eligible product for self-hosted applications) licensed through a traditional Volume licensing Program. Company A hosts its Unified Solution to its end users, keeps Software Assurance active for Microsoft products integrated in the Unified Solution.</p> | <p>Case I –EA customer Company A moves an LOB application that uses Exchange Server to a service provider’s data center. Company A deploys the Exchange Server VL instances in the service provider’s hosted environment through License Mobility. The LOB application is hosted on a shared server with a dedicated instance for Company A. The service provider provides Windows Server access through their SPLA.</p> | <p>Case I – Company A acquires Windows Server products for its internal employees to use through an Enterprise Agreement (EA).</p> |

RESOURCES

SPLA Information:

<https://partner.microsoft.com/licensing/>

<http://www.microsoft.com/hosting/en/us/licensing/splahowto.aspx>

Microsoft Volume Licensing Information:

<http://www.microsoft.com/licensing/>

Questions:

Contact your SPLA reseller or Microsoft Account Manager.