

About National Software Escrow, Inc.

National Software Escrow, Inc. (NSE) is an independent service provider of software source code protection services for software companies and their end users. We offer, secure, off-site storage of source code in case of unforeseen events that could jeopardize the software's ongoing functionality.



What is a Software Escrow & why is it needed?

A Software Escrow Arrangement is an agreement that protects both parties in a License Agreement.

Our Software Escrow Services protect a Licensee by giving access to the intellectual property

in the event that an unanticipated and/or catastrophic occurrence does not permit the Software Vendor to continue its operations; while simultaneously, protecting the Software Vendor's interests and increasing the value of their solution.

Protecting intellectual property since 1986.

What type of Escrow Arrangement is right for me?

Are you Software Vendor licensing software to one Licensee?

If so, our "Single Beneficiary" Agreement is the solution. This type of Agreement is often described as a 3-party Agreement since it is established by and between (1) Software Vendor, (1) Licensee aka (1) "Beneficiary" and NSE.

SINGLE BENEFICIARY ARRANGEMENT
Escrow Agreement addresses:
• The identities of the Technology Vendor and Beneficiary
• Specifies of the Escrow Deposit
• The process and frequency of submitting source deposits
• Defaults and Release from Escrow
• Process for resolving disputes

The steps required to establish your SINGLE BENEFICIARY Escrow Agreement follow:

- 1 Provide NSE with:
• Escrow agreement
• Signed and address for the Technology Vendor and Beneficiary
- 2 NSE will prepare the agreement for signature
- 3 Once fully executed, escrow agreement is returned to you to return and deposit the source

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Are you Software Vendor licensing software to multiple Licensees?

If so, our Multi-Beneficiary Agreement is the solution. This type of Agreement is often described as a 2-party Agreement since it is established by and between (1) Software Vendor and NSE, and permits the enrollment of multiple Licensees aka "Beneficiaries".

MULTI-BENEFICIARY ARRANGEMENT
Escrow Agreement addresses:
• The identities of the Technology Vendor and each enrolled Beneficiary
• Specifies of the Escrow Deposit
• The process and frequency of submitting source deposits
• Defaults and Release from Escrow
• Process for resolving disputes

The steps required to establish your MULTI-BENEFICIARY Escrow Agreement follow:

- 1 Provide NSE with:
• Escrow agreement
• Signed and address for the Technology Vendor
- 2 NSE will prepare the agreement for signature
- 3 Once the agreement is signed, you will enroll each Licensee and return the signed Licensee Enrollment Form to NSE
- 4 Once enrolled, Licensees will be added to the Technology Vendor's Escrow Agreement and source will be deposited into the escrow

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Are you a Licensee with investments to secure?

If so, our Multi-Vendor Agreement is the solution. This type of Agreement is often described as a 2-party Agreement since it is established by and between (1) Licensee and NSE, and permits the enrollment of multiple Software Vendors.

MULTI-VENDOR ARRANGEMENT
Escrow Agreement addresses:
• The identities of the Licensee and each enrolled Technology Vendor
• Specifies of the Escrow Deposit
• The process and frequency of submitting source deposits
• Defaults and Release from Escrow
• Process for resolving disputes

The steps required to establish your MULTI-VENDOR Escrow Agreement follow:

- 1 Provide NSE with:
• Escrow agreement
• Signed and address for the Licensee
- 2 NSE will prepare the agreement for signature
- 3 To enroll a Technology Vendor, you will return the signed Licensee Enrollment Form to NSE
- 4 Once enrolled, Technology Vendors will be added to the Licensee's Escrow Agreement and source will be deposited into the escrow

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Protecting intellectual property since 1986.



STORAGE OF ESCROW MATERIALS

With over 35 years of experience, your intellectual property will be **safe and secure**. Escrow materials will be **stored, maintained, secured and preserved** in either Physical or Electronic Format, via Physical or Electronic Delivery.



PHYSICAL DELIVERY

...means deposit by any non-electronic delivery manner such as, courier, courier service, postal service, mail service, hand-delivery, or any physical delivery in which data stored on tangible medium exchanges possession from one entity to another entity.

Escrow Materials deposited in **Physical Format** will be stored, maintained, secured and preserved in a 16,400 foot "firelock" vault that features:



Certified Halon **fire suppression system**



Computer-controlled humidity and temperature levels



Vault and building monitored by **24-hour surveillance and security system**



Key punch **access restricting entry**



Air filtration system



ELECTRONIC DELIVERY

...means deposit by electronic transfer such as electronic mail (email), File Transfer Protocol (FTP), or any other electronic transfer that communicates data from one storage location to another storage location.

Escrow Materials deposited in **Electronic Format** will be stored, maintained, secured and preserved having the following:



File Encryption using applicable and appropriate standards. Encryption for storage is applied after files are uploaded



Data storage over several **large-scale data centers** throughout the world



Protection against network security issues, e.g., Distribute Denial of Service (DDoS) attacks, Man in the Middle (IMITM) attacks, and packet sniffing



Redundant backups for data over multiple locations

We offer a secure file upload service for clients' electronic material storage. Our website is secure and protected using a **verified Secure Socket Layer (SSL)**.

To learn more, contact us toll free at
(877) 628-7638 or email info@nationalsoftwareescrow.com

Why NSE?

Whether you are a Software Vendor with an idea to sell and protect or a Licensee with an investment to secure, National Software Escrow, Inc. has in place the facility and legal structure to provide a secure, cost-effective escrow arrangement which ensures the protection and peace-of-mind both parties require.



Protection

Protect your software investment by utilizing an independent escrow service provider, such as NSE, to secure your software source code off site. Have peace of mind that your licensed software is protected against unforeseen circumstances.



Value

No other company can offer completely customizable software escrow services at a better value than NSE. Various types of escrow arrangements are available to meet your needs.



Experience

The professionals at NSE have been servicing clients since 1986. With more than 35 years of experience, we are your trusted partner for software source code protection.

To learn more about our Services, please call us toll free at **(877) 628-7638** or visit us at **www.nationalsoftwareescrow.com**.

We look forward to serving your Software Escrow needs.

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