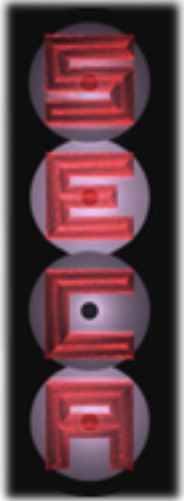


# Software Escrow & Copyright Agents Pty Ltd



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Most of our customer clients do not require verification of the source code which is delivered to us. At the end of the day they rely upon the developer's integrity supported by a contractually enforceable right to approach a Court and seek an order for, amongst other things, specific performance of the developer's obligation to deliver up a copy of the source code either based on the escrow agreement or the master agreement.

Some customer clients prefer the additional security of verification to know that the code which is deposited in escrow is sufficient for their requirements. This could be useful if, for instance, the copy held by the developer was lost due to fire or some other unforeseen circumstances.

The first question for the customer client to consider is what is meant by verification.

Verification at a functional level can be difficult and involve a similar process to that which was undertaken for acceptance testing. This is clearly a large undertaking for the escrow agent to both compile and test the code. Consequently it is expensive. One less expensive option is for us to compile the source code and, with the approval of the developer, supply that executable to the customer client to test.

Another option is for the customer client to supervise the developer compile the code, test the executable and copy the source code onto media which is then posted to us under the supervision of the developer and the client customer. Subject to the skill of the customer client's supervisor this method can be inexpensive and effective.

A superior method is verification by us, at an executable level, of all components with a known

good executable supplied by the customer. This option involves us compiling each program and verifying that the executable so produced is identical to that supplied by the customer which is being used by it. This involves us using the same compiler (including services packs, bug fixes etc) which was used by the developer. It is a good idea in this case, to save us time by having the developer supply the compiler and all the instructions necessary (including compiler switches) to ensure that the correct executable code is produced.

If the customer client requires verification that the source code is understandable or usable (other than by us) then an expert is required to be engaged to provide that opinion.

If you have any particular needs with respect to verification please contact our Steve White.

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