

AMENDMENT NO. 3

This Amendment modifies Contract No.08-41-333 for County-Wide Telephone Upgrade by and between the County of Cook, Illinois, herein referred to as "County" and AVAYA, Inc., authorized to do business in the State of Illinois hereinafter referred to as "Contractor":

RECITALS

Whereas, the County and Contractor have entered into a Contract approved by the County Board on July 22, 2008, (hereinafter referred to as the "Contract"), wherein the Contractor is to provide (hereinafter referred to as the "Services") from August 1, 2008 thru July 31, 2011, in an amount not to exceed \$9,100,000.00; and

Whereas the County Board on April 20, 2011 extended the contract period beginning August 1, 2011 through July 31, 2012; and

Whereas, Amendment # 1 was approved by the County Board and executed on July 24, 2012 to extend the contract period from August 1, 2012 through July 31, 2014 in the amount of \$4,468,500.48 for a total contract value of \$13,568,500.48; and

Whereas, Amendment # 2 was approved by the County Board and executed on June 18, 2014 to extend the contract period from August 1, 2014 through July 31, 2015 in the amount of \$2,566,575.04 for a total contract value of \$16,135,075.52; and

Whereas, an increase in the amount of \$2,451,850.47 is required for the continuation of Services; and

Whereas the County and Contractor desire to extend the contract from August 1, 2015 through July 31, 2016 for continuation of services.

Now therefore, in consideration of mutual covenants contained herein, it is agreed by and between the parties to amend the Contract as follows:

1. In Part II – General Terms, 1.2 (Invoicing and Payment), the Contract is amended by adding the following provisions as a new subsection 1.2.1:

1.2.1 All invoices submitted by the Consultant shall be in accordance with the cost provisions contained in the Agreement and shall contain a detailed description of the Deliverables, including the quantity of the Deliverables, for which payment is requested. All invoices will provide the repair ticket number for which customer can access ticket website for details regarding the services. All invoices shall reflect the amounts invoiced by the Consultant. Invoices for new charges shall not include "past due" amounts, if any, which amounts must be set forth on a separate invoice. Consultant shall not be entitled to invoice the County for any late fees or other penalties.

In accordance with Section 34-177 of the Cook County Procurement Code, the County shall have a right to set off and subtract from any invoice(s) or Contract price, a sum equal to any fines and penalties, including interest, for any tax or fee delinquency and any debt or obligation owed by the Consultant to the County.

The Consultant acknowledges its duty to ensure the accuracy of all invoices submitted to the County for payment. By submitting the invoices, the Consultant certifies that all itemized entries set forth in the invoices are true and correct. The Consultant acknowledges that by submitting the invoices, it certifies that it has delivered the Deliverables, i.e., the goods, supplies, services or equipment set forth in the Agreement to the Using Agency, or that it has properly performed the services set forth in the Agreement. The invoice must also reflect the dates and amount of time expended in the provision of services under the Agreement. The Consultant acknowledges that any inaccurate statements or negligent or intentional misrepresentations in the invoices shall result in the County exercising all remedies available to it in law and equity including, but not limited to, a delay in payment or non-payment to the Consultant, and reporting the matter to the Cook County Office of the Independent Inspector General.

When a Consultant receives any payment from the County for any supplies, equipment, goods, or services, it has provided to the County pursuant to its Agreement, the Consultant must make payment to its Subcontractors within

**COOK COUNTY
ECONOMIC DISCLOSURE STATEMENT
AND EXECUTION DOCUMENT
INDEX**

Section	Description	Pages
1	Instructions for Completion of EDS	EDS i - ii
2	Certifications	EDS 1-2
3	Economic and Other Disclosures, Affidavit of Child Support Obligations and Disclosure of Ownership Interest	EDS 3 - 12
4	Contract and EDS Execution Page	EDS 13-15
5	Cook County Signature Page	EDS 16

SECTION 1
INSTRUCTIONS FOR COMPLETION OF
ECONOMIC DISCLOSURE STATEMENT AND EXECUTION DOCUMENT

This Economic Disclosure Statement and Execution Document ("EDS") is to be completed and executed by every Bidder on a County contract, every Proposer responding to a Request for Proposals, and every Respondent responding to a Request for Qualifications, and others as required by the Chief Procurement Officer. The execution of the EDS shall serve as the execution of a contract awarded by the County. The Chief Procurement Officer reserves the right to request that the Bidder or Proposer, or Respondent provide an updated EDS on an annual basis.

Definitions. Terms used in this EDS and not otherwise defined herein shall have the meanings given to such terms in the Instructions to Bidders, General Conditions, Request for Proposals, Request for Qualifications, as applicable.

Affiliate means a person that directly or indirectly through one or more intermediaries, Controls is Controlled by, or is under common Control with the Person specified.

Applicant means a person who executes this EDS.

Bidder means any person who submits a Bid.

Code means the Code of Ordinances, Cook County, Illinois available on municode.com.

Contract shall include any written document to make Procurements by or on behalf of Cook County.

Contractor or *Contracting Party* means a person that enters into a Contract with the County.

Control means the unfettered authority to directly or indirectly manage governance, administration, work, and all other aspects of a business.

EDS means this complete Economic Disclosure Statement and Execution Document, including all sections listed in the Index and any attachments.

Joint Venture means an association of two or more Persons proposing to perform a for-profit business enterprise. Joint Ventures must have an agreement in writing specifying the terms and conditions of the relationship between the partners and their relationship and respective responsibility for the Contract

Lobby or *lobbying* means to, for compensation, attempt to influence a County official or County employee with respect to any County matter.

Lobbyist means any person who lobbies.

Person or *Persons* means any individual, corporation, partnership, Joint Venture, trust, association, Limited Liability Company, sole proprietorship or other legal entity.

Prohibited Acts means any of the actions or occurrences which form the basis for disqualification under the Code, or under the Certifications hereinafter set forth.

Proposal means a response to an RFP.

Proposer means a person submitting a Proposal.

Response means response to an RFQ.

Respondent means a person responding to an RFQ.

RFP means a Request for Proposals issued pursuant to this Procurement Code.

RFQ means a Request for Qualifications issued to obtain the qualifications of interested parties.

**INSTRUCTIONS FOR COMPLETION OF
ECONOMIC DISCLOSURE STATEMENT AND EXECUTION DOCUMENT**

Section 1: Instructions. Section 1 sets forth the instructions for completing and executing this EDS.

Section 2: Certifications. Section 2 sets forth certifications that are required for contracting parties under the Code and other applicable laws. Execution of this EDS constitutes a warranty that all the statements and certifications contained, and all the facts stated, in the Certifications are true, correct and complete as of the date of execution.

Section 3: Economic and Other Disclosures Statement. Section 3 is the County's required Economic and Other Disclosures Statement form. Execution of this EDS constitutes a warranty that all the information provided in the EDS is true, correct and complete as of the date of execution, and binds the Applicant to the warranties, representations, agreements and acknowledgements contained therein.

Required Updates. The Applicant is required to keep all information provided in this EDS current and accurate. In the event of any change in the information provided, including but not limited to any change which would render inaccurate or incomplete any certification or statement made in this EDS, the Applicant shall supplement this EDS up to the time the County takes action, by filing an amended EDS or such other documentation as is required.

Additional Information. The County's Governmental Ethics and Campaign Financing Ordinances impose certain duties and obligations on persons or entities seeking County contracts, work, business, or transactions, and the Applicant is expected to comply fully with these ordinances. For further information please contact the Director of Ethics at (312) 603-4304 (69 W. Washington St. Suite 3040, Chicago, IL 60602) or visit the web-site at cookcountyil.gov/ethics-board-of.

Authorized Signers of Contract and EDS Execution Page. If the Applicant is a corporation, the President and Secretary must execute the EDS. In the event that this EDS is executed by someone other than the President, attach hereto a certified copy of that section of the Corporate By-Laws or other authorization by the Corporation, satisfactory to the County that permits the person to execute EDS for said corporation. If the corporation is not registered in the State of Illinois, a copy of the Certificate of Good Standing from the state of incorporation must be submitted with this Signature Page.

If the Applicant is a partnership or joint venture, all partners or joint venturers must execute the EDS, unless one partner or joint venture has been authorized to sign for the partnership or joint venture, in which case, the partnership agreement, resolution or evidence of such authority satisfactory to the Office of the Chief Procurement Officer must be submitted with this Signature Page.

If the Applicant is a member-managed LLC all members must execute the EDS, unless otherwise provided in the operating agreement, resolution or other corporate documents. If the Applicant is a manager-managed LLC, the manager(s) must execute the EDS. The Applicant must attach either a certified copy of the operating agreement, resolution or other authorization, satisfactory to the County, demonstrating such person has the authority to execute the EDS on behalf of the LLC. If the LLC is not registered in the State of Illinois, a copy of a current Certificate of Good Standing from the state of incorporation must be submitted with this Signature Page.

If the Applicant is a Sole Proprietorship, the sole proprietor must execute the EDS.

A "Partnership" "Joint Venture" or "Sole Proprietorship" operating under an Assumed Name must be registered with the Illinois county in which it is located, as provided in 805 ILCS 405 (2012), and documentation evidencing registration must be submitted with the EDS.

SECTION 2

CERTIFICATIONS

THE FOLLOWING CERTIFICATIONS ARE MADE PURSUANT TO STATE LAW AND THE CODE. THE APPLICANT IS CAUTIONED TO CAREFULLY READ THESE CERTIFICATIONS PRIOR TO SIGNING THE SIGNATURE PAGE. SIGNING THE SIGNATURE PAGE SHALL CONSTITUTE A WARRANTY BY THE APPLICANT THAT ALL THE STATEMENTS, CERTIFICATIONS AND INFORMATION SET FORTH WITHIN THESE CERTIFICATIONS ARE TRUE, COMPLETE AND CORRECT AS OF THE DATE THE SIGNATURE PAGE IS SIGNED. THE APPLICANT IS NOTIFIED THAT IF THE COUNTY LEARNS THAT ANY OF THE FOLLOWING CERTIFICATIONS WERE FALSELY MADE, THAT ANY CONTRACT ENTERED INTO WITH THE APPLICANT SHALL BE SUBJECT TO TERMINATION.

A. PERSONS AND ENTITIES SUBJECT TO DISQUALIFICATION

No person or business entity shall be awarded a contract or sub-contract, for a period of five (5) years from the date of conviction or entry of a plea or admission of guilt, civil or criminal, if that person or business entity:

- 1) Has been convicted of an act committed, within the State of Illinois, of bribery or attempting to bribe an officer or employee of a unit of state, federal or local government or school district in the State of Illinois in that officer's or employee's official capacity;
- 2) Has been convicted by federal, state or local government of an act of bid-rigging or attempting to rig bids as defined in the Sherman Anti-Trust Act and Clayton Act. Act. 15 U.S.C. Section 1 *et seq.*;
- 3) Has been convicted of bid-rigging or attempting to rig bids under the laws of federal, state or local government;
- 4) Has been convicted of an act committed, within the State, of price-fixing or attempting to fix prices as defined by the Sherman Anti-Trust Act and the Clayton Act. 15 U.S.C. Section 1, *et seq.*;
- 5) Has been convicted of price-fixing or attempting to fix prices under the laws the State;
- 6) Has been convicted of defrauding or attempting to defraud any unit of state or local government or school district within the State of Illinois;
- 7) Has made an admission of guilt of such conduct as set forth in subsections (1) through (6) above which admission is a matter of record, whether or not such person or business entity was subject to prosecution for the offense or offenses admitted to; or
- 8) Has entered a plea of *nolo contendere* to charge of bribery, price-fixing, bid-rigging, or fraud, as set forth in sub-paragraphs (1) through (6) above.

In the case of bribery or attempting to bribe, a business entity may not be awarded a contract if an official, agent or employee of such business entity committed the Prohibited Act on behalf of the business entity and pursuant to the direction or authorization of an officer, director or other responsible official of the business entity, and such Prohibited Act occurred within three years prior to the award of the contract. In addition, a business entity shall be disqualified if an owner, partner or shareholder controlling, directly or indirectly, 20% or more of the business entity, or an officer of the business entity has performed any Prohibited Act within five years prior to the award of the Contract.

THE APPLICANT HEREBY CERTIFIES THAT: The Applicant has read the provisions of Section A, Persons and Entities Subject to Disqualification, that the Applicant has not committed any Prohibited Act set forth in Section A, and that award of the Contract to the Applicant would not violate the provisions of such Section or of the Code.

B. BID-RIGGING OR BID ROTATING

THE APPLICANT HEREBY CERTIFIES THAT: In accordance with 720 ILCS 5/33 E-11, neither the Applicant nor any Affiliated Entity is barred from award of this Contract as a result of a conviction for the violation of State laws prohibiting bid-rigging or bid rotating.

C. DRUG FREE WORKPLACE ACT

THE APPLICANT HEREBY CERTIFIES THAT: The Applicant will provide a drug free workplace, as required by (30 ILCS 580/3).

D. DELINQUENCY IN PAYMENT OF TAXES

THE APPLICANT HEREBY CERTIFIES THAT: *The Applicant is not an owner or a party responsible for the payment of any tax or fee administered by Cook County, by a local municipality, or by the Illinois Department of Revenue, which such tax or fee is delinquent, such as bar award of a contract or subcontract pursuant to the Code, Chapter 34, Section 34-171.*

E. HUMAN RIGHTS ORDINANCE

No person who is a party to a contract with Cook County ("County") shall engage in unlawful discrimination or sexual harassment against any individual in the terms or conditions of employment, credit, public accommodations, housing, or provision of County facilities, services or programs (Code Chapter 42, Section 42-30 *et seq.*).

F. ILLINOIS HUMAN RIGHTS ACT

THE APPLICANT HEREBY CERTIFIES THAT: *It is in compliance with the Illinois Human Rights Act (775 ILCS 5/2-105), and agrees to abide by the requirements of the Act as part of its contractual obligations.*

G. INSPECTOR GENERAL (COOK COUNTY CODE, CHAPTER 34, SECTION 34-174 and Section 34-250)

The Applicant has not willfully failed to cooperate in an investigation by the Cook County Independent Inspector General or to report to the Independent Inspector General any and all information concerning conduct which they know to involve corruption, or other criminal activity, by another county employee or official, which concerns his or her office of employment or County related transaction.

The Applicant has reported directly and without any undue delay any suspected or known fraudulent activity in the County's Procurement process to the Office of the Cook County Inspector General.

H. CAMPAIGN CONTRIBUTIONS (COOK COUNTY CODE, CHAPTER 2, SECTION 2-585)

THE APPLICANT CERTIFIES THAT: It has read and shall comply with the Cook County's Ordinance concerning campaign contributions, which is codified at Chapter 2, Division 2, Subdivision II, Section 585, and can be read in its entirety at www.municode.com.

I. GIFT BAN, (COOK COUNTY CODE, CHAPTER 2, SECTION 2-574)

THE APPLICANT CERTIFIES THAT: It has read and shall comply with the Cook County's Ordinance concerning receiving and soliciting gifts and favors, which is codified at Chapter 2, Division 2, Subdivision II, Section 574, and can be read in its entirety at www.municode.com.

J. LIVING WAGE ORDINANCE PREFERENCE (COOK COUNTY CODE, CHAPTER 34, SECTION 34-160;

Unless expressly waived by the Cook County Board of Commissioners, the Code requires that a living wage must be paid to individuals employed by a Contractor which has a County Contract and by all subcontractors of such Contractor under a County Contract, throughout the duration of such County Contract. The amount of such living wage is annually by the Chief Financial Officer of the County, and shall be posted on the Chief Procurement Officer's website.

The term "Contract" as used in Section 4, I, of this EDS, specifically excludes contracts with the following:

- 1) Not-For Profit Organizations (defined as a corporation having tax exempt status under Section 501(C)(3) of the United State Internal Revenue Code and recognized under the Illinois State not-for-profit law);
- 2) Community Development Block Grants;
- 3) Cook County Works Department;
- 4) Sheriff's Work Alternative Program; and
- 5) Department of Correction inmates.

SECTION 3

REQUIRED DISCLOSURES

1. DISCLOSURE OF LOBBYIST CONTACTS

List all persons that have made lobbying contacts on your behalf with respect to this contract:

Name Address

Michael A Alvarez – Alvarez & Associates 351 W Hubbard St, Suite 405, Chicago IL 60654

2. LOCAL BUSINESS PREFERENCE STATEMENT (CODE, CHAPTER 34, SECTION 34-230)

Local business means a Person, including a foreign corporation authorized to transact business in Illinois, having a bona fide establishment located within the County at which it is transacting business on the date when a Bid is submitted to the County, and which employs the majority of its regular, full-time work force within the County. A Joint Venture shall constitute a Local Business if one or more Persons that qualify as a "Local Business" hold interests totaling over 50 percent in the Joint Venture, even if the Joint Venture does not, at the time of the Bid submittal, have such a bona fide establishment within the County.

a) Is Applicant a "Local Business" as defined above?

Yes: _____ No: x

b) If yes, list business addresses within Cook County:

c) Does Applicant employ the majority of its regular full-time workforce within Cook County?

Yes: _____ No: x

3. THE CHILD SUPPORT ENFORCEMENT ORDINANCE (CODE, CHAPTER 34, SECTION 34-172)

Every Applicant for a County Privilege shall be in full compliance with any child support order before such Applicant is entitled to receive or renew a County Privilege. When delinquent child support exists, the County shall not issue or renew any County Privilege, and may revoke any County Privilege.

All Applicants are required to review the Cook County Affidavit of Child Support Obligations attached to this EDS (EDS-5) and complete the Affidavit, based on the instructions in the Affidavit.

4. REAL ESTATE OWNERSHIP DISCLOSURES.

The Applicant must indicate by checking the appropriate provision below and providing all required information that either:

- a) The following is a complete list of all real estate owned by the Applicant in Cook County:

PERMANENT INDEX NUMBER(S): _____

(ATTACH SHEET IF NECESSARY TO LIST ADDITIONAL INDEX NUMBERS)

OR:

- b) The Applicant owns no real estate in Cook County.

5. EXCEPTIONS TO CERTIFICATIONS OR DISCLOSURES.

If the Applicant is unable to certify to any of the Certifications or any other statements contained in this EDS and not explained elsewhere in this EDS, the Applicant must explain below:

If the letters, "NA", the word "None" or "No Response" appears above, or if the space is left blank, it will be conclusively presumed that the Applicant certified to all Certifications and other statements contained in this EDS.

COOK COUNTY DISCLOSURE OF OWNERSHIP INTEREST STATEMENT

The Cook County Code of Ordinances (§2-610 *et seq.*) requires that any Applicant for any County Action must disclose information concerning ownership interests in the Applicant. This Disclosure of Ownership Interest Statement must be completed with all information current as of the date this Statement is signed. Furthermore, this Statement must be kept current, by filing an amended Statement, until such time as the County Board or County Agency shall take action on the application. The information contained in this Statement will be maintained in a database and made available for public viewing.

If you are asked to list names, but there are no applicable names to list, you must state NONE. An incomplete Statement will be returned and any action regarding this contract will be delayed. A failure to fully comply with the ordinance may result in the action taken by the County Board or County Agency being voided.

"Applicant" means any Entity or person making an application to the County for any County Action.

"County Action" means any action by a County Agency, a County Department, or the County Board regarding an ordinance or ordinance amendment, a County Board approval, or other County agency approval, with respect to contracts, leases, or sale or purchase of real estate.

"Person" "Entity" or "Legal Entity" means a sole proprietorship, corporation, partnership, association, business trust, estate, two or more persons having a joint or common interest, trustee of a land trust, other commercial or legal entity or any beneficiary or beneficiaries thereof.

This Disclosure of Ownership Interest Statement must be submitted by :

1. An Applicant for County Action and
2. A Person that holds stock or a beneficial interest in the Applicant and is listed on the Applicant's Statement (a "Holder") must file a Statement and complete #1 only under **Ownership Interest Declaration**.

Please print or type responses clearly and legibly. Add additional pages if needed, being careful to identify each portion of the form to which each additional page refers.

This Statement is being made by the Applicant or Stock/Beneficial Interest Holder

This Statement is an: Original Statement or Amended Statement

Identifying Information:

Name Avaya Inc.

D/B/A: _____ FEIN NO/SSN (LAST FOUR DIGITS): 22-37-13430

Street Address: 4655 Great America Parkway City: Santa Clara State: California Zip Code: 95054-1233

Phone No.: _____ Fax Number: _____ Email: _____

Cook County Business Registration Number: _____
(Sole Proprietor, Joint Venture Partnership)

Corporate File Number (if applicable): _____

Form of Legal Entity:

Sole Proprietor Partnership Corporation Trustee of Land Trust

Business Trust Estate Association Joint Venture

Other (describe) _____

Ownership Interest Declaration:

1. List the name(s), address, and percent ownership of each Person having a legal or beneficial interest (including ownership) of more than five percent (5%) in the Applicant/Holder.

Name	Address	Percentage Interest in Applicant/Holder
Avaya Holdings Corp (Parent)	4655 Great America Parkway, Santa Clara, CA 95054	

*Information regarding beneficial ownership of parent is included in applicant's annual report on Form 10K with the U.S. Securities and Exchange Commission. A copy of such disclosure is attached hereto as Exhibit A

2. If the interest of any Person listed in (1) above is held as an agent or agents, or a nominee or nominees, list the name and address of the principal on whose behalf the interest is held.

Name of Agent/Nominee	Name of Principal	Principal's Address
Please see attached Exhibit A		

3. Is the Applicant constructively controlled by another person or Legal Entity? Yes No
 If yes, state the name, address and percentage of beneficial interest of such person, and the relationship under which such control is being or may be exercised.

Name	Address	Percentage of Beneficial Interest	Relationship
See attached Exhibit A			

Corporate Officers, Members and Partners Information:

For all corporations, list the names, addresses, and terms for all corporate officers. For all limited liability companies, list the names, addresses for all members. For all partnerships and joint ventures, list the names, addresses, for each partner or joint venture.

Name	Address	Title (specify title of Office, or whether manager or partner/joint venture)	Term of Office
See attached Exhibit B (which is information from applicant's annual report on Form 10K with the U.S. SEC)			

Declaration (check the applicable box):

- I state under oath that the Applicant has withheld no disclosure as to ownership interest in the Applicant nor reserved any information, data or plan as to the intended use or purpose for which the Applicant seeks County Board or other County Agency action.
- I state under oath that the Holder has withheld no disclosure as to ownership interest nor reserved any information required to be disclosed.

Item 12. Security Ownership of Certain Beneficial Owners and Management

All of Avaya's outstanding stock is owned by Avaya Holdings Corp., our Parent. The following table sets forth certain information with respect to the beneficial ownership of our Parent's common stock at November 1, 2014 for:

- each person whom we know beneficially owns more than five percent of our common stock;
- each of our directors;
- each of our named executive officers; and
- all of our directors and executive officers as a group.

The number of shares beneficially owned by each stockholder is determined under rules issued by the SEC.

The percentage of common stock beneficially owned by each person is based on 489,459,943 shares of common stock outstanding as of November 1, 2014. Shares of common stock that may be acquired within 60 days following November 1, 2014 pursuant to the exercise of options or warrants are deemed to be outstanding for the purpose of computing the percentage ownership of such holder but are not deemed to be outstanding for computing the percentage ownership of any other person shown in the table. Beneficial ownership representing less than one percent is denoted with an "*".

Name	Common Stock of Avaya Holdings Corp. Beneficially Owned	Percentage of Outstanding Shares Beneficially Owned
Silver Lake Funds and affiliates (1)	419,814,172	73.0%
TPG Funds and affiliates (2)	419,814,172	73.0%
Pierre-Paul Allard (3)(4)(5)	480,487	*
James M. Chrigo, Jr. (3)(4)(5)	1,716,423	*
Roger Gaston (3)(4)(5)	1,149,776	*
Kevin J. Kennedy (3)(4)(5)(6)	7,173,392	1.4%
David Vellequette (3)(4)(5)	638,057	*
Mary Henry (4)	137,274	*
John W. Maren (2)(7)	—	*
Charles H. Giancarlo (1)(3)(4)(8)	383,334	*
Afshin Mohebbi (2)(9)	—	*
Greg K. Mondre (1)(10)	—	*
Kiran Patel (4)	211,717	*
Ronald Rittenmeyer (1)(11)	—	*
Gary B. Smith (4)	229,849	*
Directors and executive officers as a group, (19 Persons) (3)(4)(5)(6)(7)(8)(9)(10)(11)(12)	14,671,784	2.9%

(1) The shares of our Parent's common stock that are attributed to Silver Lake Funds (as defined below) and affiliates consist of an aggregate of 332,450,000 shares of our Parent's common stock, 32,649 shares of our Parent's common stock issuable upon conversion of shares of our Parent's convertible Series B Preferred Stock and 87,331,523 warrants to purchase shares of our Parent's common stock. Of the warrants owned by Silver Lake Funds and affiliates, 71,007,030 warrants have an exercise price of \$3.25 per share and are exercisable at any time prior to December 18, 2019, and 16,324,493 warrants have an exercise price of \$4.00 per share and are exercisable at any time prior to May 29, 2022. Excluding warrants and shares issuable upon conversion of Series B Preferred Stock, the shares of our Parent's common stock that are attributed to Silver Lake Funds and affiliates represent 68% of all shares of our Parent's common stock outstanding as of November 1, 2014. The 32,649 shares of our Parent's convertible non-voting Series B Preferred Stock owned by Silver Lake Funds and affiliates represents 66.7% of all shares of our Parent's Series B Preferred Stock outstanding as of November 1, 2014. In addition, funds affiliated with Silver Lake own an aggregate of 38,864 shares of our Parent's non-voting Series A Preferred Stock (representing 31.1% of the issued and outstanding shares of Series A Preferred Stock) that are not convertible into our Parent's common stock and are excluded from the table above. The warrants expiring on December 18, 2019 and the Series A Preferred Stock were issued in connection with the financing of the NES acquisition, while the warrants expiring on May 29, 2022 and the Series B Preferred Stock were issued in connection with the financing of the Radvision acquisition (see Note 10, "Financing").

Arrangements," to our audited Consolidated Financial Statements included elsewhere in this Annual Report on Form 10-K for more information).

The shares of common stock, Series B Preferred Stock and warrants (rounded to the nearest whole share) that are attributed to the Silver Lake Funds and their affiliates in this table represent direct holdings by the following entities:

	Common Stock	Series B Preferred	Warrants
Silver Lake Partners II, L.P., or SLP II	39,815,641	4,319	9,855,464
Silver Lake Partners III, L.P., or SLP III	109,624,955	11,892	27,135,186
Silver Lake Technology Investors II, L.P., or SLTI II	184,359	20	45,634
Silver Lake Technology Investors III, L.P., or SLTI III	375,045	40	92,834
Sierra Co-Invest, LLC, or Sierra Co-Invest	182,450,000	—	—
Sierra Co-Invest II, LLC, or Sierra Co-Invest II	—	—	42,014,060
Sierra Co-Invest III, LLC, or Sierra Co-Invest III	—	16,376	8,188,344
Total fractional shares held by Silver Lake Funds and Affiliates	—	2	1
Total	332,450,000	32,649	87,331,523

For ease of reference, we refer to SLP II, SLP III, SLTI II and SLTI III collectively as the Silver Lake Funds. The general partner of each of SLP II and SLTI II is Silver Lake Technology Associates II, L.L.C., whose managing member is Silver Lake Group, L.L.C. The general partner of each of SLP III and SLTI III is Silver Lake Technology Associates III, L.P., whose general partner is SLTA III (GP), L.L.C., whose managing member is Silver Lake Group, L.L.C.

The managing member of Sierra Co-Invest, Sierra Co-Invest II and Sierra Co-Invest III is Sierra Manager Co-Invest, LLC, or Sierra Manager. Pursuant to Sierra Manager's limited liability company operating agreement, each of TPG GonPar V, L.P. and Silver Lake Technology Associates III, L.P. has the right to designate one of the two members of Sierra Manager's management committee. Greg Mondre currently serves as Silver Lake's designee.

The mailing address for Greg Mondre and for each of the Silver Lake Funds and their direct and indirect general partners is c/o Silver Lake, 2775 Sand Hill Road, Suite 100, Menlo Park, CA 94025. Charles Giancarlo, who is a Senior Advisor for Silver Lake, can also be contacted care of Silver Lake's mailing address.

- (2) The shares of our Parent's common stock that are attributed to the TPG Funds (as defined below) and affiliates in this table consist of an aggregate of 332,450,000 shares of our Parent's common stock, 32,649 shares of our Parent's common stock issuable upon conversion of shares of our Parent's convertible Series B Preferred Stock and 87,331,523 warrants to purchase shares of our Parent's common stock. Of the warrants owned by TPG Funds and affiliates, 71,007,030 warrants have an exercise price of \$3.25 per share and are exercisable at any time prior to December 18, 2019, and 16,324,493 warrants have an exercise price of \$4.00 per share and are exercisable at any time prior to May 29, 2022. Excluding warrants and shares issuable upon conversion of Series B Preferred Stock, the shares of our Parent's common stock that are attributed to the TPG Funds and affiliates represent 68% of all shares of our Parent's common stock outstanding as of November 1, 2014. The 32,649 shares of our Parent's convertible non-voting Series B Preferred Stock owned by TPG Funds and affiliates represents 66.7% of all shares of our Parent's Series B Preferred Stock outstanding as of November 1, 2014. In addition, funds affiliated with TPG own an aggregate of 38,864 shares of our Parent's non-voting Series A Preferred Stock (representing 31.1% of the issued and outstanding shares of Series A Preferred Stock) that are not convertible into common stock and are excluded from the table above. The warrants expiring on December 18, 2019 and the Series A Preferred Stock were issued in connection with the financing of the NES acquisition, while the warrants expiring on May 29, 2022 and the Series B Preferred Stock were issued in connection with the financing of the Radvision acquisition (see Note 10, "Financing Arrangements," to our audited Consolidated Financial Statements included elsewhere in this Annual Report on Form 10-K for more information).

The shares of our Parent's common stock and warrants (rounded to the nearest whole share) that are attributed to TPG Partners V, L.P., a Delaware limited partnership, or Partners, TPG FOF V-A, L.P., a Delaware limited partnership, or FOF A, and TPG FOF V-B, L.P., a Delaware limited partnership, or FOF B, which, together with Partners and FOF A, are collectively referred to as the TPG Funds, and their affiliates in this table represent direct holdings by the following entities:

	Common Stock	Series B Preferred	Warrants
Partners	149,294,510	16,195	36,954,491
FOFA	390,556	42	96,673
FOFB	314,933	34	77,954
Sierra Co-Invest	182,450,000	—	—
Sierra Co-Invest II	—	—	42,014,060
Sierra Co-Invest III	—	16,376	8,188,344
Total fractional shares held by TPG Funds and Affiliates	1	2	1
Total	332,450,000	32,649	87,331,523

The general partner of each of the TPG Funds is TPG GenPar V, L.P., a Delaware limited partnership, or GenPar, whose general partner is TPG GenPar V Advisors, LLC, a Delaware limited liability company, or GenPar Advisors, whose sole member is TPG Holdings I, L.P., a Delaware limited partnership, or Holdings I, whose general partner is TPG Holdings I-A, LLC, a Delaware limited liability company, or Holdings I GP, whose sole member is TPG Group Holdings (SBS), L.P., a Delaware limited partnership, or Group Holdings, whose general partner is TPG Group Holdings (SBS) Advisors, Inc., a Delaware corporation, or Group Advisors, which, together with the TPG Funds, GenPar, GenPar Advisors, Holdings I, Holdings I GP and Group Holdings we collectively refer to as the TPG Entities). The managing member of Sierra Co-Invest, Sierra Co-Invest II and Sierra Co-Invest III is Sierra Manager. Pursuant to the Sierra Manager's limited liability company operating agreement, each of GenPar and Silver Lake Technology Associates III, L.P. has the right to designate one of the two members of the management committee of Sierra Manager. John Marren currently serves as GenPar's designee.

Because of these relationships, Group Advisors may be deemed to beneficially own the shares and warrants directly held by the TPG Funds, Sierra Co-Invest, Sierra Co-Invest II and Sierra Co-Invest III. David Bonderman and James G. Coulter are officers and sole shareholders of Group Advisors. Because of the relationship of Messrs. Bonderman and Coulter to Group Advisors, each of Messrs. Bonderman and Coulter may be deemed to beneficially own the shares and warrants directly held by the TPG Funds, Sierra Co-Invest, Sierra Co-Invest II and Sierra Co-Invest III. Messrs. Bonderman and Coulter disclaim beneficial ownership of the shares and warrants directly held by the TPG Funds, Sierra Co-Invest, Sierra Co-Invest II and Sierra Co-Invest III except to the extent of their pecuniary interest therein.

The mailing address for each of Group Advisors and Messrs. Bonderman, Coulter and John Marren is c/o TPG Global, LLC, 301 Commerce Street, Suite 3300, Fort Worth, TX 76102. The mailing address for each of Sierra Co-Invest, Sierra Co-Invest II, and Sierra Co-Invest III is 301 Commerce Street, Suite 3300, Fort Worth, TX 76102. The mailing address for Sierra Manager is 9 West 57th Street, 32nd Floor, New York, NY 10019.

(3) Includes beneficial ownership of the following numbers of shares of Parent common stock that may be acquired within 60 days of November 1, 2014 pursuant to stock options:

• Pierre-Paul Allard	236,875	• David Velloquette	282,500
• James J. Chirico, Jr.	1,192,500	• Charles H. Giancarlo	325,000
• Roger Gaston	761,833	• Directors and executive officers as a group	8,815,499
• Kevin J. Kennedy	4,966,667		

Note that the number of shares that can be acquired pursuant to stock options held by Directors and officers as a group excludes shares held by Mrs. Pamela Craven, who ceased serving as Senior Vice President and Chief Administrative Officer on May 31, 2014, and Mr. Brett Shockley, who ceased serving as Senior Vice President and Chief Technology Officer on September 11, 2014. Including their stock options, Directors and executive officers as a group would beneficially own 10,125,936.

(4) Includes ownership of the following numbers of shares of Parent common stock underlying RSUs that have vested or that may vest within 60 days of November 1, 2014 for which receipt has been deferred such that, absent an event triggering issuance of the shares in accordance with the terms of the award agreement under which the RSUs were issued, the shares would not be received within 60 days of November 1, 2014.

• Pierre-Paul Allard	176,945	• Charles H. Giancarlo	58,334
• James J. Chirico, Jr.	389,722	• Mary Henry	137,274
• Roger Gaston	193,833	• Kiran Patel	211,717
• Kevin J. Kennedy	1,144,444	• Gary B. Smith	229,849
• David Vellequette	255,556	• Directors and executive officers as a group	4,072,357

Note that the number of units held by Directors and executive officers as a group excludes units held by Mrs. Pamela Craven, who ceased serving as Senior Vice President, Chief Administrative Officer and General Counsel on May 31, 2014, and Mr. Brett Shockley, who ceased serving as Senior Vice President and Chief Technology Officer on September 11, 2014. Including their RSUs, Directors and executive officers as a group would beneficially own 4,500,859 shares of common stock underlying RSUs that have vested or that may vest within 60 days of November 1, 2014 for which receipt has been deferred such that, absent an event triggering issuance of the shares in accordance with the terms of the award agreement under which the RSUs were issued, the shares would not be received within 60 days of November 1, 2014.

- (5) Includes ownership of the following numbers of shares of Parent common stock underlying RSUs that may vest within 60 days of November 1, 2014 for which receipt has not been deferred such that, the shares will be received within 60 days of November 1, 2014.

• Pierre-Paul Allard	66,667	• Kevin J. Kennedy	333,334
• James J. Chirico, Jr.	100,001	• David Vellequette	100,001
• Roger Gaston	44,445	• Directors and executive officers as a group	871,117

Note that the number of units held by Directors and executive officers as a group excludes units held by Mr. Brett Shockley, who ceased serving as Senior Vice President and Chief Technology Officer on September 11, 2014. Including Mr. Shockley's RSUs, Directors and executive officers as a group would beneficially own 904,451 shares of common stock underlying RSUs that have vested or that may vest within 60 days of November 1, 2014 for which receipt has not been deferred such that, the shares will be received within 60 days of November 1, 2014.

- (6) Includes 320,000 shares held by Mr. Kennedy and his spouse as trustees under a grantor retained annuity and a family trust.
- (7) John Marren is a TPG partner. Mr. Marren has no voting or investment power over and disclaims beneficial ownership of any shares of common stock of our Parent and warrants exercisable for and preferred shares convertible into shares of common stock of our Parent held directly or indirectly by the TPG Entities, Sierra Co-Invest, Sierra Co-Invest II or Sierra Co-Invest III.
- (8) Charles Giancarlo is a Special Advisor of Silver Lake Group, L.L.C. Mr. Giancarlo has no voting or investment power over the shares and warrants held directly by the Silver Lake Funds and disclaims beneficial ownership of any shares of our Parent's common stock and warrants exercisable for shares of our Parent's common stock held by the Silver Lake Funds, Sierra Co-Invest, Sierra Co-Invest II or Sierra Co-Invest III.
- (9) Afshin Mohebbi is a TPG Senior Advisor. Mr. Mohebbi has no voting or investment power over and disclaims beneficial ownership of any shares of common stock of our Parent and warrants exercisable for and preferred shares convertible into shares of common stock of our Parent held directly or indirectly by the TPG Entities, Sierra Co-Invest, Sierra Co-Invest II or Sierra Co-Invest III.
- (10) Greg Mondre is (a) Managing Partner and Managing Director of Silver Lake Group, L.L.C., (b) a member of Sierra Manager's management committee and (c) a vice president of Sierra Manager. Mr. Mondre has no voting or investment power over the shares and warrants held directly by the Silver Lake Funds and disclaims beneficial ownership of any shares of our Parent's common stock and warrants exercisable for shares of our Parent's common stock held by the Silver Lake Funds, Sierra Co-Invest, Sierra Co-Invest II or Sierra Co-Invest III.
- (11) Ronald Rittenmeyer is a TPG Senior Advisor. Mr. Rittenmeyer has no voting or investment power over and disclaims beneficial ownership of any shares of common stock of our Parent and warrants exercisable for and preferred shares convertible into shares of common stock of our Parent held directly or indirectly by the TPG Entities, Sierra Co-Invest, Sierra Co-Invest II or Sierra Co-Invest III.
- (12) Note that the number of shares beneficially owned by Directors and executive officers as a group excludes shares beneficially owned by the following individuals: Mrs. Pamela Craven, who ceased serving as Senior Vice President and Chief Administrative Officer on May 31, 2014, and Mr. Brett Shockley, who ceased serving as Senior Vice President and Chief Technology Officer on September 11, 2014. Including shares beneficially owned by Mrs. Craven and Mr. Shockley, the number of shares beneficially owned by Directors and executive officers as a group would equal 16,719,223 or 3.3% of outstanding shares of Parent's common stock.

PART III

Item 10. Directors, Executive Officers and Corporate Governance.

The following table sets forth the name, age and position of each of our executive officers and directors as of November 1, 2014 (except for Laurent Philonenko who was appointed as Senior Vice President, Corporate Strategy, Development and Technology, on November 20, 2014 and thus is not included in the table):

Name	Age	Position
Pierre-Paul Allard	55	Senior Vice President, Worldwide Sales and President Global Field Operations
Gary E. Barnett	61	Senior Vice President and General Manager, Avaya Collaboration
James M. Chirico, Jr.	56	Executive Vice President, Business Operations
Andy Cunningham	58	Chief Marketing Officer*
Fariborz Ebrahimi	53	Senior Vice President and Chief Information Officer
Amy Fiegelman Olli	50	Senior Vice President and General Counsel
Roger C. Gaston	58	Senior Vice President, Human Resources
Jaroslav S. Glembocki	58	Senior Vice President, Quality Program Office
Kevin J. Kennedy	59	Director, President and Chief Executive Officer
Marc J. Randall	53	Senior Vice President and General Manager, Avaya Networking
Michael M. Runda	58	Senior Vice President and President, Avaya Client Services
David Vellequette	58	Senior Vice President and Chief Financial Officer
Directors		
Charles H. Giancarlo	56	Chairman of the Board of Directors
Mary Henry	55	Director
John W. Marren	51	Director
Afshin Mohebbi	51	Director
Oreg K. Mondre	40	Director
Kiran Patel	66	Director
Ronald Rittenmayer	67	Director
Gary B. Smith	53	Director

* Consultant

Pierre-Paul Allard, Senior Vice President, Worldwide Sales and President, Global Field Operations

Mr. Allard has been our Senior Vice President, Worldwide Sales and President, Global Field Operations since July 2013. He served as Senior Vice President, Corporate Strategy and Development since May 7, 2012. Previously, he spent 19 years at Cisco Systems, Inc., or Cisco, a provider of communications and networking products and services. Most recently, from August 2003 until February 2012, he served as Vice President, Sales and Operations, Global Enterprise at Cisco. Prior to joining Cisco, he spent 12 years at International Business Machines Corporation, or IBM, a global provider of information technology products and services. Since September 2008, Mr. Allard has served on the Board of Directors of EXFO Inc., a provider of next-generation test and service assurance solutions for wireless and wireline network operators and equipment manufacturers in the global telecommunications industry.

Gary E. Barnett, Senior Vice President and General Manager, Avaya Collaboration

Mr. Barnett has been our Senior Vice President and General Manager, Avaya Collaboration since December 20, 2011. Prior to that time, from August 2011 until December 2011, he served as our Vice President and General Manager of UC Applications and from April 2011 until August 2011, he served as our Vice President of CC Applications. Previously, from October 2005 until April 2011, he served as Executive Vice President and Chief Technology Officer of Aspect Software, Inc., a provider of unified communications and contact center software and services.

James M. Chirico, Jr., Executive Vice President, Business Operations

Mr. Chirico has been our Executive Vice President, Business Operations since June 14, 2010. Previously, from February 3, 2009 until June 14, 2010, he served as our Chief Restructure Officer and President, Operations. From January 2, 2008 until

February 3, 2009, he served as our Senior Vice President and President, Operations. Prior to that time, from February 1998 to November 2007, Mr. Chirico held various senior management positions at Seagate Technology, a designer, manufacturer and marketer of hard disc drives, including Executive Vice President, Global Disc Storage Operations, from February 2006 until November 2007, and Senior Vice President and General Manager, Asia Operations, from September 2000 to February 2006.

Andy Cunningham, Chief Marketing Officer

Ms. Cunningham has been serving as our Chief Marketing Officer since May 2014. Ms. Cunningham is the president of SeriesC, a brand strategy firm dedicated to bringing innovation to market, a company that she founded in 2012. She is an Aspen Institute Henry Crown Fellow and holds memberships in Chief Executive Organization, Technology, Entertainment, Design, Women Corporate Directors and World President's Organization.

Fariborz Ebrahimi, Senior Vice President and Chief Information Officer

Mr. Ebrahimi has been our Senior Vice President and Chief Information Officer since February 18, 2013. Previously, he was employed by Verizon Communications Inc., a leading provider of communications, information and entertainment products and services to consumers, businesses and governmental agencies. From January 2006 until December 2012 he served as Senior Vice President and CIO for Corporate Network and Technology which included Verizon's Wireline network as well as Verizon Shared Services Operations which included the finance operations, real estate and supply chain services supporting all Verizon companies.

Amy Fliegelman Olli, Senior Vice President and General Counsel

Mrs. Fliegelman Olli has been our Senior Vice President and General Counsel since June 2014. Previously, she was the General Counsel of CA Technologies, Inc. from September 2006 to June 2014 where she held a similar position of responsibility covering all legal, governance, compliance, internal audit, security, risk management and controls. Mrs. Fliegelman Olli also spent 18 years with IBM Corporation, ultimately serving as Vice President and General Counsel for the Americas and Europe.

Roger C. Gaston, Senior Vice President, Human Resources

Mr. Gaston has been our Senior Vice President, Human Resources since May 2006. In his role, Mr. Gaston is responsible for employee compensation and benefits, employee communications, workforce relations, organizational development and transformation, recruitment, talent management and labor relations.

Jaroslav S. Glembocki, Senior Vice President, Quality Program Office

Mr. Glembocki has served as our Senior Vice President, Quality Program Office since November 7, 2011. Previously he served as Chief Operating Officer of Solexant Corp., a developer of third-generation ultrathin-film PV technology, from March 2011 until October 2011. From June 2009 until March 2011, Mr. Glembocki was engaged in various consulting projects. Prior to that, Mr. Glembocki served as Senior Vice President of Recording Heads and Media Operations at Seagate Technology HDD Holdings, a designer, manufacturer and marketer of hard disc drives, from October 2000 until May 2009.

Kevin J. Kennedy, Director, President and Chief Executive Officer

Mr. Kennedy has been our President and Chief Executive Officer and a member of our Board of Directors since December 22, 2008. Previously, from September 2003 until December 2008, he served as Chief Executive Officer of JDS Uniphase Corporation, or JDSU, a provider of optical communications products, and from March 2004 until December 2008, he also served as President of JDSU. He was a member of JDSU's Board of Directors from November 2001 until August 2012 and served as Vice Chairman of their Board of Directors from December 2008 until August 2012. Mr. Kennedy is also on the Board of Directors of KLA-Tencor Corporation, a supplier of process control and yield management solutions for the semiconductor industry. Mr. Kennedy served on the Boards of Directors of Rambus Inc., a developer of a high-speed chip-to-chip interface technology, from April 2003 until July 2008 and Polycom Inc., a provider of telepresence, voice and video conferencing solutions, from May 2008 until January 2009. Mr. Kennedy was selected to serve as a director in light of his role as Chief Executive Officer, the management perspective he brings to board deliberations, his extensive management experience and his experience on multiple public company boards. Mr. Kennedy is also currently a Presidential Advisory Member of the National Security Telecommunications Advisory Committee.

Marc J. Randall, Senior Vice President and General Manager, Avaya Networking

Mr. Randall has been our Senior Vice President and General Manager, Avaya Networking since December 20, 2011. From January 31, 2011 until December 16, 2011, he served as Vice President and General Manager of Cisco Systems, Inc., a provider of communications and networking products and services. Previously, from 2008 to 2010, he served as Senior Vice President of Products and Offerings of Brocade, Inc., a provider of network solutions. Prior to that time, from 2003 until 2008, he served as President, CEO and a Director of Force10 Networks, a provider of data center networking.

Michael M. Runda, Senior Vice President and President, Avaya Client Services

Mr. Runda has been our Senior Vice President and President, Avaya Client Services since May 2012. From October 2011 until May 2012, he served as our Vice President, Global Support Services. Prior to that time, from 2010 until 2011, he served as Chief Executive Officer of KCS Academy, where he was responsible for the startup of the KCS Academy, a subsidiary of the Consortium for Service Innovation. The Academy developed and delivered executive legal and technical support and consulting practices. From 2006 until 2010, he served as the Vice President of Global Support for Intuit Corporation. From 2004 until 2010, he served in various positions on the Board of Directors for the Consortium for Service Innovation.

David Vellequette, Senior Vice President, Chief Financial Officer

Mr. Vellequette has been our Senior Vice President, Chief Financial Officer since October 1, 2012. Previously, he served as Executive Vice President and Chief Financial Officer, a position he held from June 2005 until August 2012, of JDS Uniphase Corporation, or JDSU, a provider of optical communications products. He joined JDSU as Vice President and Operations Controller in July 2004.

Charles H. Giancarlo, Chairman of the Board of Directors

Mr. Giancarlo has been a member of our Board of Directors since June 30, 2008 and has been our Chairman of the Board of Directors since December 22, 2008. He served as our President and Chief Executive Officer from June 30, 2008 until December 22, 2008. Mr. Giancarlo has been a Senior Advisor of Silver Lake since January 2014 and previously was Managing Director of Silver Lake since 2007. Mr. Giancarlo is also on the Boards of Directors of Accenture plc, a management consulting business, Artista Networks, Inc., a data center switching company, ServiceNow, an enterprise IT cloud company, Imperva, Inc., a data security company, and various private companies. He served on the Board of Directors of Netflix, Inc., an online movie rental subscription service, from April 2007 until May 2012. Mr. Giancarlo's related industry experience, experience in financial matters, service as an executive officer and director of other companies, prior service as our Chief Executive Officer, experience in working with companies controlled by private equity sponsors, and affiliation with Silver Lake, which has the right to select three of our directors, led to the conclusion that he should serve as a director of our Company.

Mary Henry, Director

Ms. Henry has been a member of our Board of Directors since July 1, 2014. Ms. Henry was a partner and managing director of Goldman Sachs, employed there from August 1986 to November 2004, primarily in the firm's Investment Research Division. Ms. Henry is also on the boards of directors of various private companies. Ms. Henry's experience with public companies, finance matters and her independence from the Company led to the conclusion that she should serve as a director of the Company.

John W. Marren, Director

Mr. Marren has been a member of our Board of Directors since August 24, 2012 and he previously served as a member of our Board of Directors from October 26, 2007 to April 15, 2011. Mr. Marren joined TPG Capital in 2000 as Partner and leads TPG's technology team. Mr. Marren served as Chairman of the Board of MEMC Electronic Materials, Inc., a provider in the semiconductor and solar industries from 2001 to 2012. Mr. Marren's related industry experience in working with companies controlled by private equity sponsors, and affiliation with TPG, which has the right to select three of our directors, led to the conclusion that he should serve as a director our Company.

Afshin Mohebbi, Director

Mr. Mohebbi has been a member of our Board of Directors since April 2011. Mr. Mohebbi has been a Senior Advisor to TPG since 2004. Previously, Mr. Mohebbi held various executive positions at Qwest Communications International Inc., British Telecom Plc., SBC Communications Inc. and Pacific Telesis Group. Mr. Mohebbi currently serves on boards of directors of DISH Network Corporation as well as a number of private companies. Mr. Mohebbi's related industry experience, service as an executive officer and director of other companies, experience in working with companies controlled by private equity sponsors, and affiliation with TPG, which has the right to select three of our directors, led to the conclusion that he should serve as a director our Company.

Greg K. Mondre, Director

Mr. Mondre has been a member of our Board of Directors since October 26, 2007. Mr. Mondre has been a Managing Partner of Silver Lake since 2012 and a Managing Director of Silver Lake since 2005. Prior to joining Silver Lake in 1999, he was a principal at TPG and an investment banker at Goldman, Sachs & Co., a global investment banking and securities firm. Mr. Mondre is on the board of directors of Sabre Corporation, a technology solutions provider to the global travel industry. Mr. Mondre is also on the boards of directors of various private companies. Mr. Mondre's experience in financial matters, service as a director of other companies, experience in working with companies controlled by private equity sponsors and affiliation with

Silver Lake, which has the right to select three of our directors, led to the conclusion that he should serve as a director of our Company.

Kiran Patel, Director

Kiran Patel has been a member of our Board of Directors since October 1, 2013. Mr. Patel served as Executive Vice President and General Manager, Small Business Group of Intuit, a provider of financial software solutions for consumers and small businesses, from December 2008 to September 2013. He was Senior Vice President and General Manager, Consumer Tax Group from June 2007 to December 2008 and Chief Financial Officer from September 2005 to January 2008. Mr. Patel also serves on the Board of Directors of KLA-Tencor Corporation and is a trustee of The Charles Schwab Family of Funds. Mr. Patel's experience as a Chief Financial Officer and independence from the Company led to the conclusion that he should serve as a director of the Company.

Ronald Rittenmeyer, Director

Ronald Rittenmeyer has been a member of our Board of Directors since October 1, 2013. Mr. Rittenmeyer is the former Chairman, President and Chief Executive Officer of Expert Global Solutions, Inc. (formerly known as NCO Group, Inc.), a global provider of business process outsourcing services, serving from 2011 to June 2014. Mr. Rittenmeyer is also the former Chairman, Chief Executive Officer and President of Electronic Data Systems Corporation, serving from 2005 to 2008. Mr. Rittenmeyer is currently a director of American International Group, Inc. and Tenet Healthcare Corporation. Mr. Rittenmeyer's service as an executive officer and director of other companies and affiliation with TPG, which has the right to select three of our directors, led to the conclusion that he should serve as a director of our Company.

Gary B. Smith, Director

Mr. Smith has been a Director of the Company since December 6, 2011. Mr. Smith currently serves as President, Chief Executive Officer and Director of Ciena Corporation, or Ciena, a network infrastructure company. Mr. Smith began serving as Chief Executive Officer of Ciena in May 2001, in addition to his existing responsibilities as president and director, positions he has held since October 2000. Mr. Smith also serves on the Board of Directors of CommVault Systems, Inc., a provider of data and information management software applications and related services, a position he has held since May 2004. Mr. Smith's nearly 30 years of experience in the global telecommunications industry and independence from the Company, led to the conclusion that he should serve as a director of the Company.

Corporate Governance

Code of Ethics and Business Conduct

Our Code of Conduct, *Operating with Integrity*, is designed to help directors and employees worldwide to resolve ethical issues in an increasingly complex global business environment. The Code of Conduct applies to all directors and employees, including, without limitation, the Chief Executive Officer, the Chief Financial Officer, the Corporate Controller and any other employee with any responsibility for the preparation and filing of documents with the SEC. The Code of Conduct covers a variety of topics, including those required to be addressed by the SEC. Topics covered include, but are not limited to, conflicts of interest, confidentiality of information and compliance with applicable laws and regulations. Directors and employees of the Company receive periodic updates regarding policies governed by and changes to the Code of Conduct. The Code of Conduct is available at our Investor Relations website located at <http://investors.avaya.com>. We will post amendments to or waivers of the provisions of the Code of Conduct made with respect to any of our directors and executive officers on that website within four business days. The information contained on, or accessible through, our website is not part of this Annual Report, and is therefore not incorporated by reference. During fiscal 2014, no amendments to or waivers of the provisions of the Code of Conduct were made with respect to any of our Directors or executive officers.

Director Selection

A stockholders' agreement between Parent and its shareholders (other than management shareholders) contains agreements among the parties with respect to the election of Directors of Parent. The Directors of our Parent also serve as our Directors.

In addition, Mr. Kennedy's employment agreement provides that, for so long as he is the Company's Chief Executive Officer, our Sponsors shall vote to elect him as a Director of Avaya and of Parent.

Compliance with Section 16(a) of the Exchange Act

Section 16(a) of the Exchange Act is inapplicable to the Company.

Committee Matters

The Audit Committee is comprised of Messrs. Patel (Chairman), Mondre and Rittenmeyer and Ms. Henry. The Board of Directors, after reviewing all of the relevant facts, circumstances and attributes, has determined that each of Mr. Mondre and

Mr. Patel is an "audit committee financial expert" as defined in applicable SEC rules. The Compensation Committee is comprised of Messrs. Giancarlo (Chairman), Marren and Smith. The Nominating and Governance Committee is comprised of Messrs. Mohebbi (Chairman), Giancarlo, Kennody and Smith. See Item 13, "Certain Relationships and Related Party Transactions and Director Independence," to this Annual Report on Form 10-K for more information regarding Director independence.

Row Nagel
Name of Authorized Applicant/Holder Representative (please print or type)

[Signature]
Signature

RSNAGEL@AVAYA.COM
E-mail address

Subscribed to and sworn before me
this 12 day of June, 2015

X [Signature]
Signature

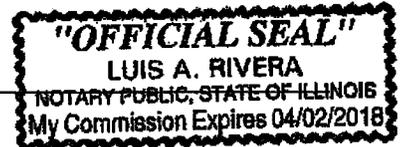
Notary Account Number
Title

6/15/2015
Date

1-312-634-2415
Phone Number

My commission expires: 4/02/18

Notary Public
Notary Seal





COOK COUNTY BOARD OF ETHICS
69 W. WASHINGTON STREET, SUITE 3040
CHICAGO, ILLINOIS 60602
312/603-4304 Office 312/603-9988 Fax

FAMILIAL RELATIONSHIP DISCLOSURE PROVISION

Nepotism Disclosure Requirement:

Doing a significant amount of business with the County requires that you disclose to the Board of Ethics the existence of any familial relationships with any County employee or any person holding elective office in the State of Illinois, the County, or in any municipality within the County. The Ethics Ordinance defines a significant amount of business for the purpose of this disclosure requirement as more than \$25,000 in aggregate County leases, contracts, purchases or sales in any calendar year.

If you are unsure of whether the business you do with the County or a County agency will cross this threshold, err on the side of caution by completing the attached familial disclosure form because, among other potential penalties, any person found guilty of failing to make a required disclosure or knowingly filing a false, misleading, or incomplete disclosure will be prohibited from doing any business with the County for a period of three years. The required disclosure should be filed with the Board of Ethics by January 1 of each calendar year in which you are doing business with the County and again with each bid/proposal/quotation to do business with Cook County. The Board of Ethics may assess a late filing fee of \$100 per day after an initial 30-day grace period.

The person that is doing business with the County must disclose his or her familial relationships. If the person on the County lease or contract or purchasing from or selling to the County is a business entity, then the business entity must disclose the familial relationships of the individuals who are and, during the year prior to doing business with the County, were:

- its board of directors,
- its officers;
- its employees or independent contractors responsible for the general administration of the entity,
- its agents authorized to execute documents on behalf of the entity, and
- its employees who directly engage or engaged in doing work with the County on behalf of the entity.

Do not hesitate to contact the Board of Ethics at (312) 603-4304 for assistance in determining the scope of any required familial relationship disclosure.

Additional Definitions:

"Familial relationship" means a person who is a spouse, domestic partner or civil union partner of a County employee or State, County or municipal official, or any person who is related to such an employee or official, whether by blood, marriage or adoption, as a:

- | | | |
|----------------------------------|---|---------------------------------------|
| <input type="checkbox"/> Parent | Grandparent | Stepfather |
| <input type="checkbox"/> Child | Grandchild | Stepmother |
| <input type="checkbox"/> Brother | <input type="checkbox"/> Father-in-law | <input type="checkbox"/> Stepson |
| <input type="checkbox"/> Sister | <input type="checkbox"/> Mother-in-law | Stepdaughter |
| <input type="checkbox"/> Aunt | <input type="checkbox"/> Son-in-law | Stepbrother |
| <input type="checkbox"/> Uncle | Daughter-in-law | Stepsister |
| <input type="checkbox"/> Niece | <input type="checkbox"/> Brother-in-law | <input type="checkbox"/> Half-brother |
| Nephew | <input type="checkbox"/> Sister-in-law | <input type="checkbox"/> Half-sister |

COOK COUNTY BOARD OF ETHICS
FAMILIAL RELATIONSHIP DISCLOSURE FORM

A. PERSON DOING OR SEEKING TO DO BUSINESS WITH THE COUNTY

Name of Person Doing Business with the County: Ron Nagel, Account Manager, In behalf of Avaya Inc.

Address of Person Doing Business with the County: 20 NORTH WACKER DRIVE, Chicago IL 60606

Phone number of Person Doing Business with the County: 312-634-2415

Email address of Person Doing Business with the County: rsnagel@avaya.com

If Person Doing Business with the County is a Business Entity, provide the name, title and contact information for the individual completing this disclosure on behalf of the Person Doing Business with the County:

B. DESCRIPTION OF BUSINESS WITH THE COUNTY

Append additional pages as needed and for each County lease, contract, purchase or sale sought and/or obtained during the calendar year of this disclosure (or the proceeding calendar year if disclosure is made on January 1), identify:

The lease number, contract number, purchase order number, request for proposal number and/or request for qualification number associated with the business you are doing or seeking to do with the County: 08-41-333

The aggregate dollar value of the business you are doing or seeking to do with the County: \$18,586,925.99

The name, title and contact information for the County official(s) or employee(s) involved in negotiating the business you are doing or seeking to do with the County: Cynthia Park, Sr. Contract Negotiator, Office of the Chief Procurement Officer

The name, title and contact information for the County official(s) or employee(s) involved in managing the business you are doing or seeking to do with the County: Fitz Miller, Director of Telecom and Network Infrastructure, Bureau of Technology.

C. DISCLOSURE OF FAMILIAL RELATIONSHIPS WITH COUNTY EMPLOYEES OR STATE, COUNTY OR MUNICIPAL ELECTED OFFICIALS

Check the box that applies and provide related information where needed

- The Person Doing Business with the County is an individual and there is no familial relationship between this individual and any Cook County employee or any person holding elective office in the State of Illinois, Cook County, or any municipality within Cook County.
- The Person Doing Business with the County is a business entity and there is no familial relationship between any member of this business entity's board of directors, officers, persons responsible for general administration of the business entity, agents authorized to execute documents on behalf of the business entity or employees directly engaged in contractual work with the County on behalf of the business entity, and any Cook County employee or any person holding elective office in the State of Illinois, Cook County, or any municipality within Cook County.

COOK COUNTY BOARD OF ETHICS
FAMILIAL RELATIONSHIP DISCLOSURE FORM

] The Person Doing Business with the County is an individual and there is a familial relationship between this individual and at least one Cook County employee and/or a person or persons holding elective office in the State of Illinois, Cook County, and/or any municipality within Cook County. The familial relationships are as follows:

Name of Individual Doing Business with the County	Name of Related County Employee or State, County or Municipal Elected Official	Title and Position of Related County Employee or State, County or Municipal Elected Official	Nature of Familial Relationship*
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

If more space is needed, attach an additional sheet following the above format.

] The Person Doing Business with the County is a business entity and there is a familial relationship between at least one member of this business entity's board of directors, officers, persons responsible for general administration of the business entity, agents authorized to execute documents on behalf of the business entity and/or employees directly engaged in contractual work with the County on behalf of the business entity, on the one hand, and at least one Cook County employee and/or a person holding elective office in the State of Illinois, Cook County, and/or any municipality within Cook County, on the other. The familial relationships are as follows:

Name of Member of Board of Director for Business Entity Doing Business with the County	Name of Related County Employee or State, County or Municipal Elected Official	Title and Position of Related County Employee or State, County or Municipal Elected Official	Nature of Familial Relationship*
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Name of Officer for Business Entity Doing Business with the County	Name of Related County Employee or State, County or Municipal Elected Official	Title and Position of Related County Employee or State, County or Municipal Elected Official	Nature of Familial Relationship*
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Name of Person Responsible for the General Administration of the Business Entity Doing Business with the County	Name of Related County Employee or State, County or Municipal Elected Official	Title and Position of Related County Employee or State, County or Municipal Elected Official	Nature of Familial Relationship*
---	--	--	----------------------------------

_____	_____	_____	_____
_____	_____	_____	_____

Name of Agent Authorized to Execute Documents for Business Entity Doing Business with the County	Name of Related County Employee or State, County or Municipal Elected Official	Title and Position of Related County Employee or State, County or Municipal Elected Official	Nature of Familial Relationship*
--	--	--	----------------------------------

_____	_____	_____	_____
_____	_____	_____	_____

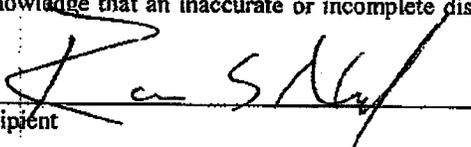
Name of Employee of Business Entity Directly Engaged in Doing Business with the County	Name of Related County Employee or State, County or Municipal Elected Official	Title and Position of Related County Employee or State, County or Municipal Elected Official	Nature of Familial Relationship*
--	--	--	----------------------------------

_____	_____	_____	_____
_____	_____	_____	_____

If more space is needed, attach an additional sheet following the above format.

VERIFICATION: To the best of my knowledge, the information I have provided on this disclosure form is accurate and complete. I acknowledge that an inaccurate or incomplete disclosure is punishable by law, including but not limited to fines and debarment.

Signature of Recipient



Date

6/15/2015

SUBMIT COMPLETED FORM TO:

Cook County Board of Ethics
 69 West Washington Street, Suite 3040, Chicago, Illinois 60602
 Office (312) 603-4304 – Fax (312) 603-9988
 CookCounty.Ethics@cookcountyil.gov

* Spouse, domestic partner, civil union partner or parent, child, sibling, aunt, uncle, niece, nephew, grandparent or grandchild by blood, marriage (i.e. in laws and step relations) or adoption.



The Power of We™

Vice President / Corporate Secretary
Adele C. Freedman
(408) 562-3400 Work
(408) 562-2853 Fax
4655 Great America Parkway
Santa Clara, CA95054-1233
United States

This is to certify that R. Stephen Kouba is Vice President of US Sales Central, Avaya Inc. It is further certified that pursuant to the relevant Schedule of Authorizations and Signature Policy, which have been approved by the Chairman and CEO of Avaya Inc. and/or the Board of Directors of Avaya Inc. in accordance with Delaware Law and the Avaya Inc. certificate of incorporation and bylaws, and which Schedule and Policy are currently in effect, the said R. Stephen Kouba is authorized to execute on behalf of Avaya Inc. the Signatory Page for a contract with Cook County.

Signature
Name: Adele C. Freedman
Title: Corporate Secretary
Date: June 12, 2015

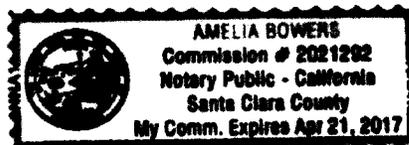
Subscribed to and sworn to before me this 12th day of June, 2015

Notary Public Signature

My commission expires:

April 21, 2017

Notary Seal



CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California)
County of Santa Clara)

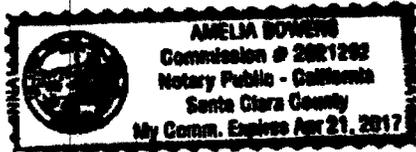
On June 12, 2015 before me, Amelia Bowers, Notary Public
Date Here Insert Name and Title of the Officer

personally appeared Adele Freedman
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature Amelia Bowers
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: _____ Document Date: _____

Number of Pages: _____ Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

- Corporate Officer — Title(s): _____
- Partner — Limited General
- Individual Attorney in Fact
- Trustee Guardian or Conservator
- Other: _____

Signer Is Representing: _____

Signer's Name: _____

- Corporate Officer — Title(s): _____
- Partner — Limited General
- Individual Attorney in Fact
- Trustee Guardian or Conservator
- Other: _____

Signer Is Representing: _____

Signature and Delegation of Signature Authority Policy **U.S. Direct End User Customer Agreements**

This policy sets forth the procedures applicable to the signing of contracts and other documents on behalf of Avaya Inc. and its subsidiaries. This policy applies only to the U.S. direct end user documents that may have legal significance or legally binding provisions, including contracts, proposals, letter agreements, memoranda of understanding, or letters of intent. This policy does not apply to agreements for products, software, or services that will be provided outside of the U.S. in whole or in part. This policy also does not apply to agreements with U.S. Federal Government customers. The objectives behind this policy are threefold:

- 1) To have an adequate structure of authorized signatories to ensure business continuity,
- 2) To serve as a reference to identify at a glance who should be contacted to sign a document, and
- 3) Ensure that the proper controls are in place for the signature of documents and to grant powers of attorney or equivalent signature authority.

Schedule of Authorizations and Signature Process

The approval process is a separate and distinct process from signature authority. The Avaya Schedule of Authorizations (SOA) contains specific reviews and approvals that must be obtained as part of an approval process prior to the signature of the document. Evidence of such approvals (i.e., SOA approval document, e-mail, etc.), must be obvious to the person signing the contract or document at the time it is provided for signature.

Any person who signs a document or makes representations on behalf of an Avaya entity without the required approvals under the SOA will be in violation of this policy.

Electronic Signatures

Avaya may obtain electronic signatures, from the Customer and from within Avaya, using an auditable electronic signature application such as DocuSign (utilized by the Avaya Law and Contracts organization), Echosign[®], AssureSign[®], CoSign[®], and ApproveIt[®] or other auditable, legally enforceable applications. An agreement executed with this type of electronic signature tool will be in Adobe PDF format and have a distinct appearance. Please review the attached sample signature page to see what an agreement executed with DocuSign should look like. Electronic signatures generated from these and similar tools are legally enforceable in the U.S. and are acceptable to Avaya. If you have any questions about whether an electronic signature is valid, please contact a member of the International Contracting team for assistance. Written signatures remain acceptable.

Signature Delegation

Within the U.S., individual employees are given the authority to sign documents based upon both their management level within the company and area of functional responsibility. Signature authority for the U.S. direct end user customer agreements rests with the executive management of the Sales organization. This management delegates its signature authority for unmodified Avaya documents, standard Avaya documents, and all documents requiring SOA approval according to the following table. The dollar values shown are for the transaction being contracted or proposed and do not represent the total value of a Master Agreement.

Type of Document	Dollar Value	Level of Signatory (Sales Org.) [HR management level vs. title]
Unmodified Avaya Documents	Up to \$250,000	SMA and above <i>For GSS TeleSales only - MA13 and above</i>
	\$250,001 - \$1,000,000	AM* and above
	\$1,000,001 - \$2,500,000	RSL and above
	\$2,500,001 +	ASL and above
Modified Avaya or Customer Documents	Up to \$250,000	AM and above
	\$250,001 - \$2,500,000	RSL and above
	\$2,500,001 +	ASL and above
Unmodified Avaya NDA	No value	SMA and above
Modified Avaya or Customer NDA	No value	AM and above
Assignment Agreement (Sales not involved)	No value other than transfer fee	COBC 13-MA or above

* AM includes all AM titles, e.g., AM, GAM, TAM, NAM and CAM.

Instructions for Signatories

1. - Read this policy carefully.
2. - Request evidence of approval under the SOA.
- 3.- Make sure that the Avaya legal entity participating in the transaction is the appropriate one. If unsure, call Corporate Tax or the Law Group.

Frequently Asked Questions

Q. I am responding to an RFP. Who can submit this to a customer?

A. The estimated dollar value of the products and services combined with the proposed terms are both considered. If we are responding to the request with our standard contracts and it is estimated to be a \$1,000,000 deal, an AM can sign. If the proposal requires us to respond and accept extended payment terms, an RSL would need to sign.

Q. If I need a Vice President's approval under the SOA, why can an AM or RSL sign the contract?

A. The approval process is separate and distinct from the signature process. The approval of a Vice President may be required to grant a particular concession to a customer, but once that approval is obtained the document is signed according to the table in this policy. This policy does not grant any approval authority.

Q. My transaction is all within the United States today, but in the future it may include Europe. Who can sign?

A. If the transaction is all within the U.S., follow the policy above. Be certain to set the expectation with the customer that additional paperwork that may contain modified terms and conditions will generally be required for contracting outside the U.S.

Q. Ninety-five percent of my transaction is in the U.S. and five percent is in Mexico. Why can't it be signed according to this policy?

A. Transactions that cross borders present special business, tax, and legal considerations. From a business perspective it is imperative to contract for the most appropriate resource, either direct or indirect, to insure

customer satisfaction. In order to increase profitability by receiving the most favorable tax treatment it is necessary that the portion of work being done outside the U.S. be performed by the correct Avaya entity. In order to comply with local laws it may be necessary to have a local signatory or to grant a special power of attorney to make the contract enforceable. Contact your Contract Negotiator for assistance.

Q: I would like to have a contract with an agency of the U.S. Federal Government executed. Why doesn't this signature policy apply?

A: Transactions with U.S. governmental entities are managed by the Federal Sales Contracting Group which follows a separate signature policy. Signature authority on Federal contracts is delegated to the Federal Sales Contracting Group. Contact your Federal Sales Contract Negotiator for assistance.

Q: If the customer already has a modified master agreement in place and now has a \$500,000 order, who can sign that order form?

A: If you are dealing with only an order form, and the order information is in a standard, agreed-upon format, an AM can sign the order form.

Q: If my contract package includes modified terms and conditions with a cumulative value of \$6M, a SOW, and a current standard order form with a total worth of \$700K does each document have to be signed by different level people?

A: You would have all documents in the package signed by a single person—the highest necessary level in sales would be the signer. In this case, because the terms and conditions are modified and the total value connected to the master is \$6M, the appropriate level signatory would be an ASL.

Q: What if the wrong person at Avaya signs the document?

A: Have the correct signatory sign and date the document also, either next to or under the first Avaya signer. The correct signatory still needs to make sure the SOA approvals have been obtained before he/she signs the document.

Q: Can Sales delegate signature authority to a Contract Negotiator or COBC representative?

A: Except as specifically set forth in the above table regarding Assignment Agreements, the authority should stay within the Sales organization. There may be occasional exceptions but those exceptions need to be approved by the Law organization.

Q: Can an ASL delegate his/her signature authority to his/her administrator?

A: The delegation of signature authority is for equivalent levels of associates or above, within the same line of business.

Q: The customer has signed a new master agreement, but no order is associated with it. How do I know what dollar value the master agreement falls under?

A: The value is the anticipated revenue to Avaya forecast annually times the length of the agreement.



The Power of We™

Vice President / Corporate Secretary
Adele C. Freedman
(408) 562-3400 Work
(408) 562-2853 Fax
4655 Great America Parkway
Santa Clara, CA95054-1233
United States

This is to certify that R. Stephen Kouba is Vice President of US Sales Central, Avaya Inc. It is further certified that pursuant to the relevant Schedule of Authorizations and Signature Policy, which have been approved by the Chairman and CEO of Avaya Inc. and/or the Board of Directors of Avaya Inc. in accordance with Delaware Law and the Avaya Inc. certificate of incorporation and bylaws, and which Schedule and Policy are currently in effect, the said R. Stephen Kouba is authorized to execute on behalf of Avaya Inc. the Signatory Page for a contract with Cook County.

Signature

Name: Adele C. Freedman

Title: Corporate Secretary

Date: June 12, 2015

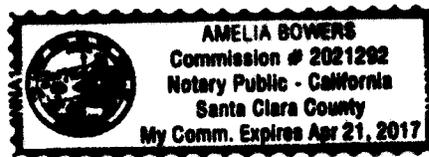
Subscribed to and sworn to before me this 12th day of JUNE, 2015

My commission expires:

Notary Public Signature

APRIL 21, 2017

Notary Seal



CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California)
County of Santa Clara)

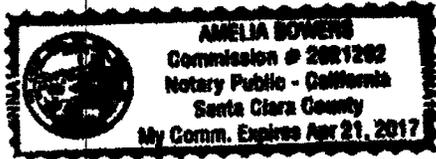
On JUNE 12, 2015 before me, Amelia Bowers, Notary Public
Date Here Insert Name and Title of the Officer

personally appeared Adele Freedman
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature Amelia Bowers
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: _____ Document Date: _____

Number of Pages: _____ Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____
 Corporate Officer — Title(s): _____
 Partner — Limited General
 Individual Attorney in Fact
 Trustee Guardian or Conservator
 Other: _____

Signer's Name: _____
 Corporate Officer — Title(s): _____
 Partner — Limited General
 Individual Attorney in Fact
 Trustee Guardian or Conservator
 Other: _____

Signer Is Representing: _____

Signer Is Representing: _____

SECTION 4

CONTRACT AND EDS EXECUTION PAGE

PLEASE EXECUTE THREE ORIGINALS

The Applicant hereby certifies and warrants: that all of the statements, certifications and representations set forth in this EDS are true, complete and correct; that the Applicant is in full compliance and will continue to be in compliance throughout the term of the Contract or County Privilege issued to the Applicant with all the policies and requirements set forth in this EDS; and that all facts and information provided by the Applicant in this EDS are true, complete and correct. The Applicant agrees to inform the Chief Procurement Officer in writing if any of such statements, certifications, representations, facts or information becomes or is found to be untrue, incomplete or incorrect during the term of the Contract or County Privilege.

Execution by Corporation

R. Stephen Kouba VP US Central Sales*

President's Name

x R. Stephen Kouba

President's Signature

312-634-2440

Telephone

skouba@avaya.com

Email

(*See attached Certificate of Authorization and Avaya Corporate Policy document)

Secretary Signature

x 6/12/15

Date

Execution by LLC

Member/Manager (Signature)*

Date

Telephone

Email

Execution by Partnership/Joint Venture

Partner/Joint Venturer (Signature)*

Date

Telephone

Email

Execution by Sole Proprietorship

Signature

Date

Telephone

Email

Subscribed and sworn to before me this
12 day of June, 2015.

Luis A. Rivera

Notary Public Signature

My commission expires:

4/2/18

Notary Seal



If the operating agreement, partnership agreement or governing documents requiring execution by multiple members, managers, partners, or joint venturers, please complete and execute additional Contract and EDS Execution Pages.

**Attachment for MBE/WBE UTILIZATION PLAN (Sec.1)
Good Faith Efforts (EDS-1)**

Due to the propriety nature of the Avaya maintenance support agreement, only the Indirect Participation of M/WBE Firms will be possible for this contract. The following circumstances limit the ability to subcontract any part of this support to a third party:

1. Avaya's remote monitoring software, *Expert Systems*, is only offered by Avaya.
2. Avaya's field technicians are part of the Local 134 Union and would be in violation of this labor agreement if these services were subcontracted.

Avaya fully supports this program by purchasing goods and services from qualifying M/W/DBE firms and submits an annual GSA report. A copy of this report has been included with this contract package.

FYQtr	Country	MinoritySum	Minority Indicator	Vendor Name
2014-Q1	US	20,800.00	X	ACCUVOICE INC
2014-Q1	US	9,158.66	X	APTARA INC
2014-Q1	US	1,500.00	X	ARCY SOLUTIONS INC
2014-Q1	US	57,825.00	X	AVISTACTI INC
2014-Q1	US	44,000.00	X	BSL TELEPHONY SERVICES INC
2014-Q1	US	206,162.88	X	DET LOGISTICS (USA) CORPORATION
2014-Q1	US	26,000.00	X	DUARTE DESIGN INC
2014-Q1	US	260,511.04	X	EION INTERNATIONAL INC
2014-Q1	US	14,391.00	X	EWING ELECTRONICS INC
2014-Q1	US	449,193.68	X	EXCEED RESOURCES
2014-Q1	US	4,555.98	X	GLOBAL TECHNOLOGY RESOURCES INC
2014-Q1	US	155,607.00	X	GLOBALWORKS COM
2014-Q1	US	44,268.20	X	INFORMITY NETWORK LTD
2014-Q1	US	(0.01)	X	MIRAPATH INC
2014-Q1	US	35,025.00	X	MONTAGE CONSIGNMENTS, INC
2014-Q1	US	4,688.00	X	OPERA SOLUTIONS
2014-Q1	US	20,000.00	X	OSS NOKALVA INC
2014-Q1	US	651,806.92	X	PHOENIX TELECOM SOLUTIONS
2014-Q1	US	25,050.25	X	POPULUS GROUP LLC
2014-Q1	US	12,000.00	X	PRANA CONSULTING INC
2014-Q1	US	853.13	X	PROGRESSIVE COMMUNICATIONS HI INC
2014-Q1	US	16,464.39	X	RESOLVE TECH SOLUTIONS INC
2014-Q1	US	707,134.90	X	RHO INC
2014-Q1	US	522,327.00	X	SERVION GLOBAL SOLUTIONS
2014-Q1	US	14,443.50	X	SHI INTERNATIONAL CORP
2014-Q1	US	109,990.92	X	SHI INTERNATIONAL CORP (NON-Pcard)
2014-Q1	US	-	X	SIGNET MEDIA
2014-Q1	US	109,910.97	X	SIMPLICTI SOFTWARE SOLUTIONS
2014-Q1	US	40,946.00	X	SOTEL SYSTEMS
2014-Q1	US	339,027.50	X	SUMARIA NETWORKS LLC
2014-Q1	US	46,862.40	X	SUNRISE SYSTEMS INC
2014-Q1	US	364,694.22	X	SVAM INTERNATIONAL
2014-Q1	US	9,600.00	X	SYSTEM SERVICES INC
2014-Q1	US	98,000.00	X	VC GLOBAL CONSULTING INC
2014-Q1	US	18,746.00	X	WINSHUTTLE INC
2014-Q1	US	2,189,959.25	X	WORLD WIDE TECHNOLOGY INC
2014-Q2	US	38,608.00	X	ACCUVOICE INC
2014-Q2	US	-	X	BSL TELEPHONY SERVICES INC

2014-Q2	US	15,000.00	X	CARNEVALE CONSULTING LLC
2014-Q2	US	14.80	X	CFS ENGINEERING PC
2014-Q2	US	2,329.30	X	COMPREHENSIVE PC SERVICES
2014-Q2	US	104,716.80	X	DET LOGISTICS (USA) CORPORATION
2014-Q2	US	198,940.00	X	EION INTERNATIONAL INC
2014-Q2	US	35,091.00	X	EWING ELECTRONICS INC
2014-Q2	US	845,731.80	X	EXCEED RESOURCES
2014-Q2	US	28,009.43	X	GLOBAL TECHNOLOGY RESOURCES INC
2014-Q2	US	228,330.00	X	GLOBALWORKS COM
2014-Q2	US	63,394.00	X	INFORMITY NETWORK LTD
2014-Q2	US	16,807.88	X	INTEGRATION TECHNOLOGIES CORP
2014-Q2	US	26,850.00	X	IPDIALOG
2014-Q2	US	48,750.00	X	KNOWLEDGE SYSTEMS & RESEARCH INC
2014-Q2	US	50,048.21	X	MIRAPATH INC
2014-Q2	US	35,400.00	X	MONTAGE CONSIGNMENTS, INC
2014-Q2	US	37,504.00	X	OPERA SOLUTIONS
2014-Q2	US	31,400.00	X	OSS NOKALVA INC
2014-Q2	US	131,440.00	X	PHOENIX TELECOM SOLUTIONS
2014-Q2	US	23,133.00	X	PLANIT NATION
2014-Q2	US	42,600.00	X	POPULUS GROUP LLC
2014-Q2	US	67,385.32	X	PRANA CONSULTING INC
2014-Q2	US	1,397.01	X	PROGRESSIVE COMMUNICATIONS HI INC
2014-Q2	US	1,067.00	X	REAL SOFT INC
2014-Q2	US	260,450.38	X	RESOLVE TECH SOLUTIONS INC
2014-Q2	US	1,162,790.20	X	RHO INC
2014-Q2	US	1,051,506.84	X	SERVION GLOBAL SOLUTIONS
2014-Q2	US	16,624.87	X	SHI INTERNATIONAL CORP
2014-Q2	US	2,494,500.57	X	SHI INTERNATIONAL CORP (NON-Pcard)
2014-Q2	US	1,413.76	X	SIMPLICTI SOFTWARE SOLUTIONS
2014-Q2	US	780.00	X	STARCOM INC
2014-Q2	US	79,555.00	X	STRATA SOLUTIONS INC
2014-Q2	US	825,921.00	X	SUMARIA NETWORKS LLC
2014-Q2	US	69,357.60	X	SUNRISE SYSTEMS INC
2014-Q2	US	975,944.59	X	SVAM INTERNATIONAL
2014-Q2	US	3,500.00	X	TIANMA MICROELECTRONICS (USA) INC
2014-Q2	US	51,800.00	X	VC GLOBAL CONSULTING INC
2014-Q2	US	(53.04)	X	WINSHUTTLE INC
2014-Q2	US	1,530,243.15	X	WORLD WIDE TECHNOLOGY INC
2014-Q3	US	126,187.28	X	ACCUVOICE INC

2014-Q3	US	22,000.00	X	BSL TELEPHONY SERVICES INC
2014-Q3	US	3,000.00	X	CARNEVALE CONSULTING LLC
2014-Q3	US	12,000.00	X	CFS ENGINEERING PC
2014-Q3	US	206,073.60	X	DET LOGISTICS (USA) CORPORATION
2014-Q3	US	264,102.80	X	EION INTERNATIONAL INC
2014-Q3	US	24,960.00	X	EWING ELECTRONICS INC
2014-Q3	US	580,698.30	X	EXCEED RESOURCES
2014-Q3	US	1,229.50	X	GL COMMUNICATIONS INC
2014-Q3	US	49,130.71	X	GLOBAL TECHNOLOGY RESOURCES INC
2014-Q3	US	42,723.67	X	GLOBALWORKS COM
2014-Q3	US	3,637.00	X	INFORMITY NETWORK LTD
2014-Q3	US	79,180.00	X	INFOVISION INC
2014-Q3	US	1,200.02	X	INTEGRATION TECHNOLOGIES CORP
2014-Q3	US	24,250.00	X	IPDIALOG
2014-Q3	US	5,634.53	X	MIRAPATH INC
2014-Q3	US	12,600.00	X	MONTAGE CONSIGNMENTS, INC
2014-Q3	US	23,928.79	X	MOVING MASTERS INC
2014-Q3	US	9,376.00	X	OPERA SOLUTIONS
2014-Q3	US	4,000.00	X	OSS NOKALVA INC
2014-Q3	US	26,841.00	X	PHOENIX TELECOM SOLUTIONS
2014-Q3	US	45,404.00	X	PLANIT NATION
2014-Q3	US	49,296.00	X	POPULUS GROUP LLC
2014-Q3	US	31,500.00	X	PRANA CONSULTING INC
2014-Q3	US	1,495,355.72	X	RESOLVE TECH SOLUTIONS INC
2014-Q3	US	1,678,361.11	X	RHO INC
2014-Q3	US	-	X	SAFENET
2014-Q3	US	458,907.50	X	SERVION GLOBAL SOLUTIONS
2014-Q3	US	3,315.29	X	SHI INTERNATIONAL CORP
2014-Q3	US	3,540,249.95	X	SHI INTERNATIONAL CORP (NON-Pcard)
2014-Q3	US	110,437.00	X	SIMPLICTI SOFTWARE SOLUTIONS
2014-Q3	US	45,000.00	X	SOMNIO SOLUTIONS INC
2014-Q3	US	480.00	X	STARCOM INC
2014-Q3	US	58,177.00	X	STRATA SOLUTIONS INC
2014-Q3	US	784,482.00	X	SUMARIA NETWORKS LLC
2014-Q3	US	46,238.40	X	SUNRISE SYSTEMS INC
2014-Q3	US	194,204.01	X	SVAM INTERNATIONAL
2014-Q3	US	1,979,184.63	X	WORLD WIDE TECHNOLOGY INC
2014-Q4	US	56,661.78	X	ACCUVOICE INC
2014-Q4	US	3,000.00	X	CARNEVALE CONSULTING LLC

2014-Q4	US	865.37	X	CFS ENGINEERING PC
2014-Q4	US	257,330.40	X	DET LOGISTICS (USA) CORPORATION
2014-Q4	US	174,060.00	X	EION INTERNATIONAL INC
2014-Q4	US	21,504.00	X	EWING ELECTRONICS INC
2014-Q4	US	458,903.77	X	EXCEED RESOURCES
2014-Q4	US	1,680.00	X	FIRST AMERICAN BUSINESS SOLUTIONS
2014-Q4	US	50,520.79	X	GLOBAL TECHNOLOGY RESOURCES INC
2014-Q4	US	108,066.17	X	GLOBALWORKS COM
2014-Q4	US	101,257.78	X	GYANSYS INC
2014-Q4	US	9,018.60	X	INFORMITY NETWORK LTD
2014-Q4	US	154,456.00	X	INFOVISION INC
2014-Q4	US	13,039.77	X	INTEGRATION TECHNOLOGIES CORP
2014-Q4	US	2,050.00	X	IPDIALOG
2014-Q4	US	48,825.00	X	KNOWLEDGE SYSTEMS & RESEARCH INC
2014-Q4	US	138,248.52	X	MIRAPATH INC
2014-Q4	US	18,752.00	X	OPERA SOLUTIONS
2014-Q4	US	61,500.00	X	OSS NOKALVA INC
2014-Q4	US	3,500.00	X	PHOENIX TELECOM SOLUTIONS
2014-Q4	US	22,722.00	X	PLANIT NATION
2014-Q4	US	43,520.00	X	POPULUS GROUP LLC
2014-Q4	US	69,000.00	X	PRANA CONSULTING INC
2014-Q4	US	3,618.00	X	PROGRESSIVE COMMUNICATIONS HI INC
2014-Q4	US	39.00	X	REAL SOFT INC
2014-Q4	US	824,153.14	X	RESOLVE TECH SOLUTIONS INC
2014-Q4	US	43,090.90	X	RHO INC
2014-Q4	US	24,795.75	X	SAFENET
2014-Q4	US	1,119,842.05	X	SERVION GLOBAL SOLUTIONS
2014-Q4	US	11,672.29	X	SHI INTERNATIONAL CORP
2014-Q4	US	1,407,570.58	X	SHI INTERNATIONAL CORP (NON-Pcard)
2014-Q4	US	10,360.00	X	STRATA SOLUTIONS INC
2014-Q4	US	718,016.70	X	SUMARIA NETWORKS LLC
2014-Q4	US	1,535,488.50	X	SVAM INTERNATIONAL
2014-Q4	US	3,250.00	X	VC GLOBAL CONSULTING INC
2014-Q4	US	965,888.00	X	VIVA ENTERTAINMENT LLC
2014-Q4	US	4,641,281.48	X	WORLD WIDE TECHNOLOGY INC

FYQtr	Country	WomenOwnSum	Woman Owned Indicator	Vendor Name
2014-Q1	US	\$4,819.39	X	3 PEAKS CONSULTING INC
2014-Q1	US	\$20,800.00	X	ACCUVOICE INC
2014-Q1	US	\$4,612,231.03	X	AMERICAN EXPRESS CORP CARD REMIT
2014-Q1	US	\$40,000.00	X	AMERICAN TEL-A-SYSTEMS INC
2014-Q1	US	\$0.00	X	AWARD & SIGN
2014-Q1	US	\$0.00	X	BAILIWICK CO INC
2014-Q1	US	\$14,400.00	X	BANK OF NEW YORK MELLON
2014-Q1	US	\$133,000.00	X	BENNINGTON ASSOCIATES
2014-Q1	US	\$2,800.00	X	BERGERSON GROUP
2014-Q1	US	\$3,801.54	X	BERNARD HODES GROUP
2014-Q1	US	\$11,067.56	X	BLACKBIRD PROFESSIONAL SERVICES INC
2014-Q1	US	\$29,795.00	X	CHRYSALIS SOFTWARE INC
2014-Q1	US	\$17,309.36	X	CSU INDUSTRIES
2014-Q1	US	\$20,000.00	X	DECAROLIS DESIGN AND MARKETING
2014-Q1	US	\$7,554.43	X	DISTINCTIVE PROMOTIONS INC
2014-Q1	US	\$70,400.00	X	DOC SHOP INC
2014-Q1	US	\$26,000.00	X	DUARTE DESIGN INC
2014-Q1	US	\$449,193.68	X	EXCEED RESOURCES
2014-Q1	US	\$7,132.50	X	FREEDOM CAD SERVICES INC
2014-Q1	US	\$7,150.00	X	GARRIGAN LYMAN GROUP INC
2014-Q1	US	\$4,555.98	X	GLOBAL TECHNOLOGY RESOURCES INC
2014-Q1	US	\$18,000.00	X	HOT SOLUTIONS LLC
2014-Q1	US	\$800.00	X	HUNNY SOFTWARE INC
2014-Q1	US	\$44,268.20	X	INFORMITY NETWORK LTD
2014-Q1	US	\$24,968.00	X	INTEGRON
2014-Q1	US	\$21,214.89	X	J W POOLE INC
2014-Q1	US	\$3,982.50	X	LINDA EDGERTON COMMUNICATIONS
2014-Q1	US	\$12,000.00	X	LITTLE BIRD TECHNOLOGIES INC
2014-Q1	US	\$12,100.00	X	MARKETTOOLS INC
2014-Q1	US	\$20,000.00	X	MEDIA SHARK
2014-Q1	US	(\$0.01)	X	MIRAPATH INC
2014-Q1	US	\$35,025.00	X	MONTAGE CONSIGNMENTS, INC
2014-Q1	US	\$161,974.58	X	MUTARE SOFTWARE

2014-Q1	US	\$651,806.92	X	PHOENIX TELECOM SOLUTIONS
2014-Q1	US	\$12,000.00	X	PRANA CONSULTING INC
2014-Q1	US	\$9,458.28	X	PREMIER TECHNICAL PLASTICS
2014-Q1	US	\$853.13	X	PROGRESSIVE COMMUNICATIONS HI INC
2014-Q1	US	\$16,464.39	X	RESOLVE TECH SOLUTIONS INC
2014-Q1	US	\$707,134.90	X	RHO INC
2014-Q1	US	\$390,057.38	X	SHERIDAN ROSS
2014-Q1	US	\$14,443.50	X	SHI INTERNATIONAL CORP
2014-Q1	US	\$109,990.92	X	SHI INTERNATIONAL CORP (NON-Pcard)
2014-Q1	US	\$0.00	X	SIGNET MEDIA
2014-Q1	US	\$40,946.00	X	SOTEL SYSTEMS
2014-Q1	US	\$308.75	X	T J COMMUNICATIONS
2014-Q1	US	\$325.00	X	TELECOM NETWORKING SYSTEMS INC
2014-Q1	US	(\$63,172.00)	X	TESCOM
2014-Q1	US	\$132,659.39	X	TRANSLATIONS COM INC
2014-Q1	US	\$1,430.80	X	TRANSPERFECT TRANSLATIONS
2014-Q1	US	\$2,189,959.25	X	WORLD WIDE TECHNOLOGY INC
2014-Q2	US	\$473,388.91	X	3 PEAKS CONSULTING INC
2014-Q2	US	\$38,608.00	X	ACCUVOICE INC
2014-Q2	US	\$12,500.00	X	ALINEAN
2014-Q2	US	\$2,977,440.68	X	AMERICAN EXPRESS CORP CARD REMIT
2014-Q2	US	\$10,700.00	X	AMTELCO
2014-Q2	US	\$12,484.34	X	APPLIED COMPUTER SOLUTIONS
2014-Q2	US	\$5,267.26	X	AWARD & SIGN
2014-Q2	US	\$18,000.00	X	BAILIWICK CO INC
2014-Q2	US	\$15,530.68	X	BALDWIN & OBENAU INC
2014-Q2	US	\$34,100.00	X	BANK OF NEW YORK MELLON
2014-Q2	US	\$40,100.00	X	BENNINGTON ASSOCIATES
2014-Q2	US	\$3,728.14	X	BLACKBIRD PROFESSIONAL SERVICES INC
2014-Q2	US	\$15,000.00	X	CARNEVALE CONSULTING LLC
2014-Q2	US	\$56,980.91	X	CHRYSALIS SOFTWARE INC
2014-Q2	US	\$2,329.30	X	COMPREHENSIVE PC SERVICES
2014-Q2	US	\$304,478.28	X	CSU INDUSTRIES
2014-Q2	US	\$845,731.80	X	EXCEED RESOURCES

2014-Q2	US	\$4,650.00	X	FISCHER CUSTOM COMMUNICATION INC
2014-Q2	US	\$450.00	X	FRE COM
2014-Q2	US	\$72,561.50	X	FREEDOM CAD SERVICES INC
2014-Q2	US	\$120,369.00	X	GARRIGAN LYMAN GROUP INC
2014-Q2	US	\$28,009.43	X	GLOBAL TECHNOLOGY RESOURCES INC
2014-Q2	US	\$768.00	X	HOSE MCCANN TELEPHONE CO INC
2014-Q2	US	\$18,000.00	X	HOT SOLUTIONS LLC
2014-Q2	US	\$63,394.00	X	INFORMITY NETWORK LTD
2014-Q2	US	\$2,665.00	X	INKWELL GLOBAL MARKETING
2014-Q2	US	\$9,758.00	X	INTEGRON
2014-Q2	US	\$29,944.00	X	J W POOLE INC
2014-Q2	US	\$800.00	X	LINDA EDGERTON COMMUNICATIONS
2014-Q2	US	\$7,085.00	X	LINDA RODDEN
2014-Q2	US	\$200.00	X	LORI E ADAMS
2014-Q2	US	\$25,000.00	X	MEDIA SHARK
2014-Q2	US	\$50,048.21	X	MIRAPATH INC
2014-Q2	US	\$35,400.00	X	MONTAGE CONSIGNMENTS, INC
2014-Q2	US	\$422,638.60	X	MUTARE SOFTWARE
2014-Q2	US	\$11,250.00	X	PACIFIC MEDIA
2014-Q2	US	\$131,440.00	X	PHOENIX TELECOM SOLUTIONS
2014-Q2	US	\$23,133.00	X	PLANIT NATION
2014-Q2	US	\$67,385.32	X	PRANA CONSULTING INC
2014-Q2	US	\$2,931.09	X	PREMIER TECHNICAL PLASTICS
2014-Q2	US	\$1,397.01	X	PROGRESSIVE COMMUNICATIONS HI INC
2014-Q2	US	\$260,450.38	X	RESOLVE TECH SOLUTIONS INC
2014-Q2	US	\$1,162,790.20	X	RHO INC
2014-Q2	US	\$623,183.00	X	SHERIDAN ROSS
2014-Q2	US	\$16,624.87	X	SHI INTERNATIONAL CORP
2014-Q2	US	\$2,494,500.57	X	SHI INTERNATIONAL CORP (NON-Pcard)
2014-Q2	US	\$79,555.00	X	STRATA SOLUTIONS INC
2014-Q2	US	\$9,792.53	X	SYRACUSE PLASTICS OF NORTH CAROLINA
2014-Q2	US	\$585.00	X	T J COMMUNICATIONS
2014-Q2	US	\$542.50	X	TELECOM NETWORKING SYSTEMS INC
2014-Q2	US	\$64,994.00	X	TESCOM

2014-Q2	US	\$3,500.00	X	TIANMA MICROELECTRONICS (USA) INC
2014-Q2	US	\$14,250.00	X	TJ RECRUITERS
2014-Q2	US	\$86,548.56	X	TRANSLATIONS COM INC
2014-Q2	US	\$2,238.60	X	TRANSPERFECT TRANSLATIONS
2014-Q2	US	\$1,530,243.15	X	WORLD WIDE TECHNOLOGY INC
2014-Q3	US	\$351,864.88	X	3 PEAKS CONSULTING INC
2014-Q3	US	\$126,187.28	X	ACCUVOICE INC
2014-Q3	US	\$7,037.42	X	AFFORD BUILDING MAINTENANCE CO INC
2014-Q3	US	\$1,040,316.17	X	AMERICAN EXPRESS CORP CARD REMIT
2014-Q3	US	\$2,500.00	X	AMTELCO
2014-Q3	US	\$5,417.68	X	BALDWIN & OBENAUF INC
2014-Q3	US	\$22,700.00	X	BANK OF NEW YORK MELLON
2014-Q3	US	\$10,000.00	X	BENETT COMMUNICATIONS
2014-Q3	US	\$94,900.00	X	BENNINGTON ASSOCIATES
2014-Q3	US	\$12,500.00	X	BERGERSON GROUP
2014-Q3	US	\$108,942.96	X	BLACKBIRD PROFESSIONAL SERVICES INC
2014-Q3	US	\$3,000.00	X	CARNEVALE CONSULTING LLC
2014-Q3	US	\$40,089.56	X	CHRYSLIS SOFTWARE INC
2014-Q3	US	\$137,826.05	X	CSU INDUSTRIES
2014-Q3	US	\$10,000.00	X	DECAROLIS DESIGN AND MARKETING
2014-Q3	US	\$580,698.30	X	EXCEED RESOURCES
2014-Q3	US	\$985.00	X	FISCHER CUSTOM COMMUNICATION INC
2014-Q3	US	\$18,387.50	X	FREEDOM CAD SERVICES INC
2014-Q3	US	\$114,055.00	X	GARRIGAN LYMAN GROUP INC
2014-Q3	US	\$49,130.71	X	GLOBAL TECHNOLOGY RESOURCES INC
2014-Q3	US	\$27,702.00	X	HOT SOLUTIONS LLC
2014-Q3	US	\$3,637.00	X	INFORMITY NETWORK LTD
2014-Q3	US	\$15,187.24	X	INKWELL GLOBAL MARKETING
2014-Q3	US	\$29,461.00	X	INTEGRON
2014-Q3	US	\$4,392.50	X	LINDA EDGERTON COMMUNICATIONS
2014-Q3	US	\$1,417.00	X	LINDA RODDEN
2014-Q3	US	\$21,466.32	X	MCDERMOTT ASSOCIATES INC
2014-Q3	US	\$4,060.00	X	MEDIA SHARK
2014-Q3	US	\$5,634.53	X	MIRAPATH INC

2014-Q3	US	\$12,600.00	X	MONTAGE CONSIGNMENTS, INC
2014-Q3	US	\$537,819.12	X	MUTARE SOFTWARE
2014-Q3	US	\$33,195.00	X	PACIFIC MEDIA
2014-Q3	US	\$26,841.00	X	PHOENIX TELECOM SOLUTIONS
2014-Q3	US	\$45,404.00	X	PLANIT NATION
2014-Q3	US	\$31,500.00	X	PRANA CONSULTING INC
2014-Q3	US	\$0.00	X	PREMIER TECHNICAL PLASTICS
2014-Q3	US	\$1,495,355.72	X	RESOLVE TECH SOLUTIONS INC
2014-Q3	US	\$1,678,361.11	X	RHO INC
2014-Q3	US	\$678,578.52	X	SHERIDAN ROSS
2014-Q3	US	\$3,315.29	X	SHI INTERNATIONAL CORP
2014-Q3	US	\$3,540,249.95	X	SHI INTERNATIONAL CORP (NON-Pcard)
2014-Q3	US	\$58,177.00	X	STRATA SOLUTIONS INC
2014-Q3	US	\$75.00	X	T J COMMUNICATIONS
2014-Q3	US	\$575.50	X	TELECOM NETWORKING SYSTEMS INC
2014-Q3	US	\$99.00	X	TESCOM
2014-Q3	US	\$36,000.00	X	THE CALER GROUP INC
2014-Q3	US	\$178,058.83	X	TRANSLATIONS COM INC
2014-Q3	US	\$150.00	X	TRANSPERFECT TRANSLATIONS
2014-Q3	US	\$1,979,184.63	X	WORLD WIDE TECHNOLOGY INC
2014-Q4	US	\$123,979.78	X	3 PEAKS CONSULTING INC
2014-Q4	US	\$56,661.78	X	ACCUVOICE INC
2014-Q4	US	\$2,109,322.60	X	AMERICAN EXPRESS CORP CARD REMIT
2014-Q4	US	\$9,000.00	X	AMTELCO
2014-Q4	US	\$5,350.54	X	APPLIED COMPUTER SOLUTIONS
2014-Q4	US	\$7,743.10	X	BALDWIN & OBENAU INC
2014-Q4	US	\$78,000.00	X	BENNINGTON ASSOCIATES
2014-Q4	US	\$3,000.00	X	CARNEVALE CONSULTING LLC
2014-Q4	US	\$13,500.00	X	CHRYSALIS SOFTWARE INC
2014-Q4	US	\$89,044.75	X	CSU INDUSTRIES
2014-Q4	US	\$458,903.77	X	EXCEED RESOURCES
2014-Q4	US	\$6,655.00	X	FREEDOM CAD SERVICES INC
2014-Q4	US	\$123,951.00	X	GARRIGAN LYMAN GROUP INC
2014-Q4	US	\$50,520.79	X	GLOBAL TECHNOLOGY RESOURCES INC

2014-Q4	US	\$101,257.78	X	GYANSYS INC
2014-Q4	US	\$28,400.00	X	HOT SOLUTIONS LLC
2014-Q4	US	\$800.00	X	HUNNY SOFTWARE INC
2014-Q4	US	\$9,018.60	X	INFORMITY NETWORK LTD
2014-Q4	US	\$6,220.00	X	INKWELL GLOBAL MARKETING
2014-Q4	US	\$22,047.00	X	INTEGRON
2014-Q4	US	\$25,332.50	X	LINDA EDGERTON COMMUNICATIONS
2014-Q4	US	\$4,251.00	X	LINDA RODDEN
2014-Q4	US	\$25,679.85	X	MCDERMOTT ASSOCIATES INC
2014-Q4	US	\$20,000.00	X	MEDIA SHARK
2014-Q4	US	\$138,248.52	X	MIRAPATH INC
2014-Q4	US	\$286,186.50	X	MUTARE SOFTWARE
2014-Q4	US	\$4,750.00	X	ORASI MARKETING LLC
2014-Q4	US	\$3,500.00	X	PHOENIX TELECOM SOLUTIONS
2014-Q4	US	\$22,722.00	X	PLANIT NATION
2014-Q4	US	\$69,000.00	X	PRANA CONSULTING INC
2014-Q4	US	\$3,618.00	X	PROGRESSIVE COMMUNICATIONS HI INC
2014-Q4	US	\$824,153.14	X	RESOLVE TECH SOLUTIONS INC
2014-Q4	US	\$43,090.90	X	RHO INC
2014-Q4	US	\$285,368.75	X	SHERIDAN ROSS
2014-Q4	US	\$11,672.29	X	SHI INTERNATIONAL CORP
2014-Q4	US	\$1,407,570.58	X	SHI INTERNATIONAL CORP (NON-Pcard)
2014-Q4	US	\$10,360.00	X	STRATA SOLUTIONS INC
2014-Q4	US	\$1,864.25	X	SYRACUSE PLASTICS OF NORTH CAROLINA
2014-Q4	US	\$356.25	X	T J COMMUNICATIONS
2014-Q4	US	\$1,746.91	X	TELECOM NETWORKING SYSTEMS INC
2014-Q4	US	\$939.00	X	TESCOM
2014-Q4	US	\$66,000.00	X	THE CALER GROUP INC
2014-Q4	US	\$9,653.75	X	THE WEBAROUND
2014-Q4	US	\$304,382.36	X	TRANSLATIONS COM INC
2014-Q4	US	\$2,489.40	X	TRANSPERFECT TRANSLATIONS
2014-Q4	US	\$965,888.00	X	VIVA ENTERTAINMENT LLC
2014-Q4	US	\$11,802.76	X	VOICCOMM CONSULTING LLC
2014-Q4	US	\$4,641,281.48	X	WORLD WIDE TECHNOLOGY INC



OFFICE OF CONTRACT COMPLIANCE

JACQUELINE GOMEZ

DIRECTOR

118 N. Clark, County Building, Room 1020 • Chicago, Illinois 60602 • (312) 603-5502

TONI PRECKWINKLE

PRESIDENT

**Cook County Board
of Commissioners**

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1st District

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2nd District

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14th District

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15th District

JEFFREY R. TOBOLSKI

16th District

ELIZABETH ANN DOODY GORMAN

17th District

June 19, 2015

Ms. Shannon E. Andrews
Chief Procurement Officer
County Building-Room 1018
Chicago, IL 60602

Re: Contract No. 08-41-333 (Amendment No. 3)
County-Wide Telephone Upgrade

Dear Ms. Andrews:

The Office of Contract Compliance is in receipt of the above-reference contract amendment and has reviewed it for compliance with the Minority- and Women- owned Business Enterprises Ordinance. After careful review it has been determined that, this amendment is responsive to the Ordinance.

Bidder: Avaya, Inc.

Original Contract Amount: \$9,100,000.00

Increase Contract Amount: \$4,468,500.48 (Amendment No. 1)

New Contract Amount: \$13,568,500.48

Increase Contract Amount: \$2,566,575.04 (Amendment No. 2)

New Contract Amount: \$16,135,075.52

Contract Extension: 12 months

New Contract Term: August 1, 2014 through July 31, 2015

Increase Contract Amount: \$2,451,850.47 (Amendment No. 3)

New Contract Amount: \$18,586,925.99

Contract Extension: 12 months

New Contract Term: August 1, 2014 through July 31, 2016

Waiver Granted: The specifications and necessary requirements for performing the contract make it impractical to divide the contract to enable the vendor to utilize MBEs and/or WBEs in accordance with the applicable participation.

The Office of Contract Compliance has been advised by the Requesting Department that no other bidders are being recommended for award. Original EDS forms were used in the determination of the responsiveness of this contract.

Sincerely,

Jacqueline Gomez

Contract Compliance Director

JG/ate



ADDITIONAL REMARKS SCHEDULE

AGENCY MARSH USA, INC.		NAMED INSURED AVAYA INC. 211 MT. AIRY ROAD BASKING RIDGE, NJ 07920	
POLICY NUMBER		EFFECTIVE DATE:	
CARRIER	NAIC CODE		

ADDITIONAL REMARKS

THIS ADDITIONAL REMARKS FORM IS A SCHEDULE TO ACORD FORM,
FORM NUMBER: 25 FORM TITLE: Certificate of Liability Insurance

Policies applied to New Hampshire Ins Co:
 028234464 IL, KY, NC, NH, UT, VY
 028234465 AK, AZ, GA, VA
 028234466 NJ, PA
 028234467 ME
 028234468 WY
 028234469 MA, MI, ND, OH, WA, WI
 028234470 FL