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CNC Software, Inc.
671 Old Post Road
Tolland CT, 06084 USA

Dear Mr. Summers,

My name is Alexander Liferov. I am a main partner and a managing director of a company NIP-Informatica (www.nipinfor.ru) from St. Petersburg, which is a leading Mastercam sub-dealer in Russia. The main objectives of this letter are to inform you about our efforts and activities with regard to promoting & selling Mastercam products and to propose way forward to simplify, strengthen and increase Mastercam sales in Russia.

A few words about our company:

- The company was founded in 1991.
- We have been Autodesk's reseller since 1991 and presently have a status of a Premier Solution Provider.
- We have long and fruitful collaboration with several European and North American companies in the area of software distribution in Russia, including well established import and technical support related topics.
- We also develop our own 2D CAM software products "Techtran" for gas and plasma machines and at present have about 2000 installations in Russia.
- 18 years of successful work provided us with comprehensive knowledge of CAD/CAM/CAE market and skills in solving customer's problems.
- Our clients in Russia are more than 1000 companies in different industries.
- There are 35 employees in our company and 6 of them work with Mastercam products. Our CAM team members have 5 to 20 years of experience from the Russian industry that enables efficient operational problem-solving.
- NIP-Informatica has been CNC Software authorized reseller (sub-dealer of COLLA, Latvia) since 2000 and has delivered Mastercam software products and different services, such as postprocessors, training and technical support connected with Mastercam implementation.
- Turnover of our company in 2008 is \$10 mln.

I suppose that you may not be fully aware of our activities with regard to Mastercam products and therefore summarize them below.

1. Sales

Our company sells Mastercam either directly or via a partner network. This network consists of the largest resellers of the CNC machines in Russia (e.g. Irlen, ACM-Service, Technolada and Perytone Industrial), whom we convinced to provide Mastercam together with machines. **De-jure these companies are sub-dealers of Colla while de-facto they buy Mastercam and receive technical support from us.** Our company and its partners account for about **71%** of Mastercam sales in Russia for all previous years, and for almost **100% of sales** during the last three years.

2. Marketing

The following marketing actions are being performed:

- Regular participation (e.g. 3 times in 2009) in major subject exhibitions where CNC Software solutions are well presented
- Regular subject seminars (approx. quarterly) and presentations.
- Developed Mastercam posters, brochures and demo-CDs for all Mastercam sub-dealers.
- We registered web sites www.mastercam.ru and www.mastercamforsolidworks.ru where we provide information about CNC Software and its dealers, also actively maintain Q&A session.

Having performed these activities we made Mastercam one of the leading CAM product in Russia, outcompeting e.g. UG, PTC, SolidCAM, CAMworks and Delcam.

3. Education

We pay particular attention to working with the local universities and technical schools. To increase efficiency of the education we have developed a video training, provided on DVD. A book will soon be published on the 5-axis machining in Mastercam.

4. Localization

Mastercam users in Russia prefer Russian language interface and we gladly provide this option to them **free of charge**, at own costs. Local language interface follows up Mastercam version upgrades.

5. C-Hook and Postprocessor Development

Our company develops c-hooks and posts for Mastercam upon client's requests. For example, for one of the local factories (Arsenal) we have developed a converter of tool libraries into PDM system. At present we work together with IMS Software on integration of Mastercam products with IMS Post and IMS Verify.

To conclude:

By providing this information we attempted to inform you about our efforts and activities with regard to promoting & selling Mastercam products in Russia.

CAD/CAM is a developing and perspective market in Russia, requiring presence of a company with dealer/distributor roles and responsibilities to enable quickly and efficient response to the potential clients' requests. **De-facto our company carries out such duties for the last several years. De-jure we are sub-dealers of COLLA, as well as other sub-dealers in Russia.**

Having said this we ask you to consider the following:

- Provide NIP-Informatica with an authorized reseller status in Russia (according to the real situation and our opportunities) with a right to order directly from CNC Software.
- Provide us with access to the Mastercam Extranet.

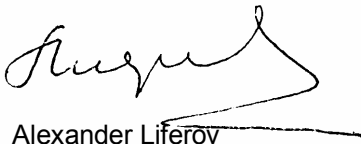
We believe that it will enable:

- Speed up Mastercam deliverables to the Russian clients
- Minimize final prices for the end users by excluding intermediate link
- Make already develop local sub-dealer net official and operatively provide them with information and technical support
- Finally, increase Mastercam sales in Russia.

Should you wish a meeting in person, we would gladly perform it at location convenient for you.

We also do realize that our initiative may be objected by a company COLLA. Nevertheless, we hope that sufficient arguments were provided to change the existing situation and move forward.

Yours sincerely,



Alexander Liferov

This request has been agreed and approved by all Mastercam sub-dealers in Russia:

Technolada

Oleg Savitsky

ACM-Service

Fedor Lezhepekov

Irlen Engineering

Sergey Petrenko

Perytone Industrial

George Krasnov