



# Brainloop Secure Dataroom: Secure Contract Collaboration for the Extended Enterprise



## Executive Summary

Brainloop Secure Dataroom enables contract collaboration across the extended enterprise, connecting all participants into a powerful and highly secure application framework for preparing, reviewing, and finalizing complex contracts and other business documents.

Brainloop's customers are primarily companies in the information technology and financial services sectors, who deploy Brainloop Secure Dataroom for the efficient and secure management of proposals and contracts. Current customers include Siemens Business Services, Alte Leipziger Insurance, Deutsche Telekom, and Microsoft Germany.

Brainloop AG was founded in the beginning of 2000 and is located in Munich. The management team is comprised of Oliver Gajek (formerly Commerce One and Netscape) and Markus Seyfried (formerly IXOS). Hans Strack-Zimmermann (former founder of IXOS Software AG) serves as chairman of the board.

## What is a Dataroom?

Contracts and other business documents define the business relationships between companies. As these relationships change, business documents are shared and updated in a continuous exchange between customers, partners, and suppliers. The participants in this process have no common infrastructure – communication and exchange of documents is therefore typically handled by fax or e-mails with attachments.

In the case of the preparation of a proposal for complex services the proposal manager must refine the requirements and the solution scope in iterative discussions with the customer or prospect. At the same time the corresponding subcontracts have to be negotiated with partners and suppliers. Customer requirements and solution offering have to be in a complete and consistent state at all times. Somehow the bid manager has to ensure that all participants have access to the current and complete proposal information. The manual distribution and updating of all relevant pieces of information requires significant effort. At the same time incomplete or out-of-date information or the involuntary distribution of information to unauthorized parties can result in significant risks.

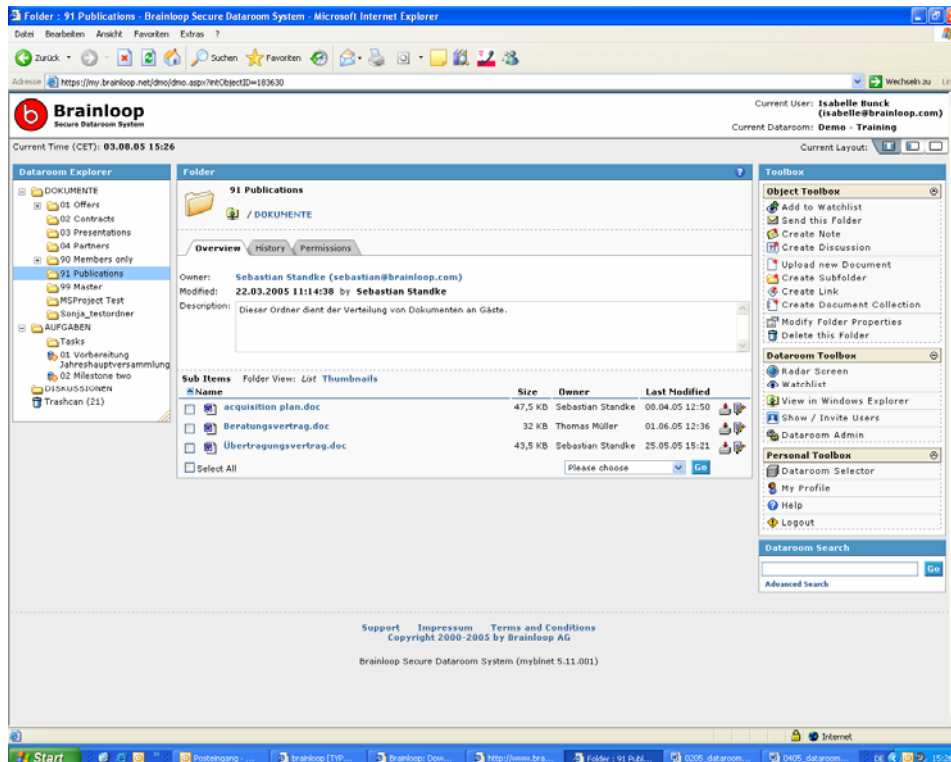
These business-critical processes require a solution for contract collaboration in the extended enterprise. This solution has to meet a number of requirements:

- **Document collaboration** – a seamless integration of all participants who create, change, finalize business documents.
- **Contract collaboration** – support for the specific requirements for the preparation of contracts and other business-critical documents.
- **Security** – complete protection of confidential data and full audit-trail for all events and actions.

The financial services industry has developed the concept of a dataroom, which are used e.g. in M&A-transactions. These rooms contain all confidential data that are accessed or created during the contract preparation. Access to these data is highly controlled and all accesses and actions are audit-trailed.

## Brainloop Secure Dataroom

Brainloop AG has developed the Secure Dataroom software that ensures efficient and secure contract collaboration across company boundaries – all participants can collaborate as transparently and as securely as if they were in the same room. The Brainloop solution delivers a virtual dataroom, a web-based and easy-to-use application suite for the distributed preparation of business documents.



The most important capabilities of the Secure Dataroom include:

- **Document management** – central document repository with dynamic version control, automatic change tracking and notification, intelligent search.
- **Contract collaboration** – integrated administration of paper and electronic document versions, automatic creation of read-only documents in PDF format, integrated process flow for review, release, signature of business documents.
- **Task and milestone management** – easy-to-use mechanisms for defining and assigning tasks and tracking completion status. The user gets an up-to-date personalized overview of pending tasks and relevant status changes.

At the same time Brainloop delivers extensive security for the contract collaboration process:



- **Strict access control** – a mobile phone can be used to receive a one-time token via SMS that adds additional security on top of the normal user-id and password authentication.
- **Encrypted transmission** – documents are transmitted between web client and server in strong industry-standard encryption.
- **Strong encryption for the central document store** – all documents are stored in a central repository that is protected by cascaded encryption logic.
- **Powerful access control** – access rights are assigned based on the roles and capabilities of the user and user groups.
- **Tamperproof audit-trail** – complete log of all actions and events in the dataroom, including read-access to documents and messages.

## Application Areas

Brainloop Secure Dataroom is used for all business processes where complex contracts and business documents are prepared and executed across company boundaries. This includes sell-side as well as buy-side applications. Brainloop's current customers include:

**Siemens Business Services** – proposal management for systems integration prime contracts.

**Alte Leipziger Insurance** – management of complex IT projects.

**Deutsche Telekom** – focus group interaction with strategic customers at TelekomForum.

**Microsoft Germany** – preparation and distribution of confidential documents in the Software Architects Council.

## Case Study: Datarooms for Proposal Management for Prime Contractors

The Brainloop Secure Dataroom is especially effective for applications where business documents are being prepared, reviewed, and updated by participants from different organizations. The process in which a prime contractor in the IT industry prepares a complex customer proposal is a typical example. Across the lifecycle of the proposal various employees of the prime contractor, but also customer and partner/supplier employees, are involved in the document creation and review processes. Because complex projects often exceed budgets and run late the quality of the proposal and the corresponding contract is a key success factor for the prime contractor. They need to provide a complete and consistent coverage of the customer requirements and connect these into the solution offerings proposed by their own teams or by external partners and suppliers. As a changing set of participants works under tight deadlines to produce the proposal this process is inherently risky.

At the same time the quality of the proposal is an important sales tool essential for winning the contract. A software system to support this critical business process has to meet a number of important requirements:



- **Rapid deployment of the common infrastructure** – ensuring instant access by all participants.
- **Comprehensive overview over project status** – for customer, prime contractor, partner/supplier participants.
- **Transparent change management** – so that customer change requests can be incorporated easily and will not get lost in the subsequent process.
- **Reuse of prior projects** – ensure compliance to company standards and access to methods, frameworks, and content of previous proposals and contracts.

Deploying a secure dataroom for large-project proposal management yields significant benefits to all stakeholders:

- **Efficiency** – all participants have all information including document and transaction context in one place, regardless of their location.
- **Reduced cycle times** – no more uncertain status of project and documents and cumbersome searching for current document versions.
- **Reduced risk** – no more incomplete or inconsistent document sets.

## Significant Process Improvements with Brainloop Secure Dataroom

Deploying the Secure Dataroom for contract collaboration in the extended enterprise delivers measurable improvements for critical business processes:

- **Risk discovery and elimination** – resulting in significant cost reductions
- **A new quality of customer interaction** – competitive differentiation via a unique connection with the customer during the sales and contract negotiation phases.
- **Security and accountability** – complete trail of all steps and events over the complete contract lifecycle.

Only the Secure Dataroom architecture delivers these improvements by combining a shared infrastructure for collaboration with specific functions for contract collaboration into an application framework that is highly secure and where all actions are auditrtailed.

When will you deploy Brainloop Secure Dataroom in your company? Contact us!