

## **Avery Elle MAP Policy**

As a manufacturer of fun, fresh and high quality crafting supplies, Avery Elle is proud to be in the crafting industry. We recognize that our retailers invest time and resources to deliver an exceptional customer experience through knowledgeable staff and compelling presentation. To support our resellers' efforts, Avery Elle wishes to establish policies that allow resellers to earn the profits necessary to maintain that level of customer experience.

To protect the investment of our retailers and Avery Elle's brand reputation, we have unilaterally adopted a MINIMUM ADVERTISED PRICE POLICY ("MAP Policy") effective May 28th, 2015. Avery Elle established this MAP Policy due to the fact that reseller advertising and sales practices that promote Avery Elle products primarily on the basis of price could be detrimental to resellers' service and support efforts and Avery Elle's competitive position. Such activities can be harmful to Avery Elle's brand, reputation and competitiveness, and allow some resellers to take advantage of the service and support efforts of others. Avery Elle believes that these practices are unfair and thus discourages such efforts.

Avery Elle, in its unilateral discretion, will not do business with any reseller, as to the products covered by this MAP Policy, if that reseller intentionally advertises any MAP Product below its MAP price. Avery Elle is confident that this program will strengthen its competitiveness and benefit all of its resellers.

## **Official Policy and Guidelines for the United States and Canada**

1. Avery Elle reserves the right, in its unilateral discretion, to take other action with respect to any reseller that violates this MAP Policy.
2. The MAP Policy will be enforced by Avery Elle in its sole discretion.
3. Avery Elle recognizes that any authorized Avery Elle account can make its own decisions to advertise and sell any Avery Elle product at any price it chooses without consulting or advising Avery Elle. Avery Elle similarly has the right to make its own independent decision regarding product allocations and reseller participation as an Avery Elle retailer – at any time.
4. The MAP for all Avery Elle products shall be no less than twenty percent (20%) off Manufacturer's Suggested List Price (MSRP) as listed in the then current Avery Elle Price List. Avery Elle will maintain an updated Price List of those products that will fall under this MAP Policy on our internet website, [www.averyelle.com/content/AveryEllePriceList.pdf](http://www.averyelle.com/content/AveryEllePriceList.pdf). Avery Elle reserves the right to update or modify this list at any time.

Listing a price lower than the MAP retail price next to the featured MAP Product in any advertising will be viewed as a violation of this MAP Policy. This MAP Policy applies to all advertisement of MAP Products in any and all media, including, without limitation, flyers, posters, coupons, mailers, inserts, newspapers, magazines catalogs, mail order catalogs, internet or similar electronic media including websites, forums, email newsletters, email solicitations, television, and radio. Such website features as "Click for price", automated "bounce – back" pricing e-mails, pre-formatted e-mail responses, forms, automatic price display for any items prior to being placed in a customer's shopping cart, and other similar features are considered to be communications initiated by the reseller (rather than by the customer) and this constitutes "advertising" under this MAP Policy. Once the pricing is associated with an actual purchase (an internet order), the price becomes the selling price and is not bound by this MAP policy. This MAP Policy also applies to any activity which Avery Elle determines, in its sole discretion, is designed or intended to circumvent the intent of this MAP Policy, such as solicitations for 'group purchases' and the like. The MAP policy is not applicable to any in-store advertising that is not distributed to the customer.

5. It shall not be a violation of this MAP Policy to advertise in general that the reseller has “the lowest prices” or will match or beat its competitors’ prices, or to use similar phrases; so long as the reseller does not include any advertised price below MAP and otherwise complies with this MAP Policy.
6. From time to time, Avery Elle may permit resellers to advertise MAP Products at prices lower than the MAP retail price. In such events Avery Elle reserves the right to modify or suspend the MAP retail price with respect to the affected products for a specified period of time by providing advance notice to all resellers of such changes.
7. Where Avery Elle products are bundled with or sold as part of a package that includes other products, it shall be a violation of this MAP Policy to sell or advertise the bundle (or package) at a price lower than the individual sum of the MAP retail price of the products.
8. It shall be a violation of this MAP Policy to include in any advertising for Avery Elle Products any additional discount, coupon, gift card, or incentive (whether in the form of a special event, promotion, term of doing business or otherwise) that translates into an immediate price reduction, where the cumulative effect would be to reduce the advertised price of any MAP Product below MAP.
9. It shall not be a violation of this MAP Policy to advertise that a customer may “call for price” or “email for price”, or to use similar language, specifically with respect to Avery Elle Products, so long as no price is listed.
10. If a reseller with multiple store locations violates this MAP Policy at any particular store location, then Avery Elle will consider this to be a violation by all of the reseller’s locations.
11. Although resellers remain free to establish their own resale prices, Avery Elle reserves the right to cancel all orders and indefinitely refuse to accept any new orders from any resellers following Avery Elle’s verification that such reseller has advertised any MAP Products at a net retail sales price less than the then-current MAP retail price established by Avery Elle, or if reseller has violated this policy in any other way.
12. Avery Elle’s sales representatives are NOT permitted to discuss this Policy or make any agreements or assurances with respect to Avery Elle’s Policy regarding reseller advertising or pricing. This also includes any consumer program or promotion that affects the MAP Products.

Any questions or comments regarding this MAP policy should be addressed to:

Avery Elle Inc.

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San Diego, CA 92129

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