

Minimum Advertised Pricing

Policy Regarding Minimum Advertised Pricing (MAP)

Vita-Mix Corporation actively supports the advertising and promotion of its products by its domestic Retailers/Dealers through materials provided by Vita-Mix at no or nominal cost. Vita-Mix has built a strong reputation and following among consumers. Vita-Mix has determined that it shall not support through advertising or promotional materials, cooperative advertising or otherwise, advertisements or promotional materials that have the effect of diminishing or detracting from the perceived value of Vita-Mix products and its marks.

Effective January 1, 2006 (amended on April 15, 2008), Vita-Mix has established a Minimum Advertised Price ("MAP") on all Vita-Mix Retail/Dealer products. The policy applies only to U.S. and Canadian Retailers/Dealers.

The MAP policy shall work under the following guidelines:

1. The MAP for all Vita-Mix products shall be listed on each Vita-Mix price sheet for Retailers/Dealers. MAP pricing is established by Vita-Mix for all Vita-Mix products and may be adjusted by Vita-Mix at its sole discretion.
2. The MAP policy applies to all advertisements of Vita-Mix products in any and all media, including, without limitation, flyers, posters, coupons, mailers, inserts, newspapers, magazines, catalogs, mail order catalogs, Internet websites, including "shopping cart" and checkout pages, or similar electronic media, including electronic mail, television, radio, and public signage. The MAP policy is not applicable to any in-store advertising that is not distributed to any customer.
3. The inclusion in advertising of free or discounted products (whether made by Vita-Mix or another manufacturer) with a product covered by the MAP policy would be contrary to the policy if it has the effect of discounting the advertised price of the covered product below the MAP. Knowingly paying or rebating funds to an Internet search engine to advertise on that website and for sales originating through that website constitutes an impermissible use of our advertising support and our intellectual property, and a violation of this MAP policy. Knowingly selling or posting a new product for sale on eBay® or other Internet auction sites or stores constitutes an impermissible use of our advertising support and a violation of this policy.
4. MAP applies only to advertised prices and does not apply to the price at which the products are actually sold or offered for sale to an individual consumer within the Retailers/Dealers' physical location or over the telephone. Vita-Mix Retailers/Dealers remain free to sell these products at any price they elect.
5. MAP does not establish maximum advertised prices. All Retailers/Dealers may offer Vita-Mix products at any price in excess of the MAP established for such product.
6. Vita-Mix's MAP policy does not in any way limit the ability of any Retailers/Dealer to advertise that "they have the lowest prices" or, they "will meet or beat any competitor's price," that consumers should "call for a price" or phrases of similar import as long as the price advertised or listed for the products is not less than MAP. Advertising to a consumer to "email for a better price" or "email for a coupon" constitutes an impermissible use of our advertising support and a violation of this policy.
7. From time to time Vita-Mix may discontinue models or engage in promotions with respect to certain products. In such events, Vita-Mix reserves the right to modify or suspend the MAP with respect to the affected products by notifying all Retailers/Dealers of such change. Vita-Mix further reserves the right to adjust the MAP with respect to all or certain products at its sole discretion upon 7 days' advance written notice to the Retailers/Dealers, provided that such changes shall apply equally to all Vita-Mix Retailers/Dealers.
8. Intentional and/or repeated failure to abide by this policy will result in the termination of your Dealership relationship. Vita-Mix does not intend to do business with Retailers/Dealers who degrade the image of Vita-Mix, its products and its marks. Vita-Mix will not provide prior notice or issue warnings before taking any action under this policy.
9. The terms of this MAP policy are confidential and should not be disclosed to other parties. This MAP policy has been established by Vita-Mix to help ensure the legacy of Vita-Mix as a top producer of high performance, high quality appliances and to protect the reputation of its name, products, and its marks. The MAP policy is also designed to ensure Retailers/Dealers have the incentive to invest resources into services for Vita-Mix customers.

VITA-MIX® CORPORATION

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