



## **MINIMUM ADVERTISED PRICE POLICY**

Effective Date: May 22, 2018

My Magic Mud has determined that advertising its products at prices below certain levels undermines My Magic Mud reputation and brand and discourages My Magic Mud retailers from investing in the growth of My Magic Mud product lines, generating a sustainable profit margin for retailers and providing the best possible service and support to consumers. Therefore, My Magic Mud has adopted this Minimum Advertised Price ("MAP") policy (the "Policy"), which applies to all Advertisements (as defined below) of My Magic Mud products by all distributors, retailers, dealers and other Retailers of My Magic Mud products (hereinafter, "Retailers").

### **MINIMUM ADVERTISED PRICE**

MAP is established solely by My Magic Mud and will be communicated to all Retailers. The products, Suggested Retail Prices ("SRPs"), and MAP may be changed from time to time at My Magic Mud sole discretion. If My Magic Mud changes the MAP on any product, it will provide at least 30 days' notice to Retailers before such change takes effect.

It is a violation of this Policy for a Retailer to advertise any My Magic Mud product(s) at a price lower than the published MAP. This policy applies to all advertisements of My Magic Mud products in any and all media as well as any advertising within brick and mortar retail stores or other selling venues. MAP pricing established by My Magic Mud must be adhered to on any other website, including any third-party marketplace website such as Amazon, eBay, Jet, Rakuten, Walmart Marketplace, or Sears Marketplace.

An advertisement includes any and all promotional or pricing information accessible to consumers via any type of media, marketing, or promotional materials, including, without limitation:

- Flyers, posters, coupons, mailers, inserts, newspapers, magazines, catalogs, mail order catalogues, internet or similar electronic media including web sites, email and email solicitations, newsletters, television, radio, public signage, trade shows, billboards; and
  - All forms of Internet advertising, including, without limitation, all websites and website pages and banners, social media, emails, blogs, portal sites, and search engines (including but not limited to Google, Google Shopping, Yahoo, etc.) whether or not products are sold from those sites. This includes prices listed in emails, search engines or placement of ads on any other website, including natural or paid search engine listings, shopping sites, marketplaces and auction sites. Internet sites that ask customers to utilize their shopping cart as a way of displaying pricing are in violation of this Policy. At no time may the Retailer make any statement on its website or other sites in connection with any product that indicates or implies that a lower price may be found at the online checkout stage. Moreover, using another company's website to display a lower price than the MAP and offering a link to your website or to display a lower price than MAP is prohibited.

Direct or indirect attempts to circumvent this Policy will be considered a violation of this Policy. Such attempts may include, but are not limited to:



- The use of any discount, gift card, coupon, giveaway, rebate offer or incentive (whether in the form of a special event, promotion, condition to doing business or otherwise) in any advertising by a Retailer where the cumulative effect is to reduce the advertised price of any product(s).
- Advertisements that bundle or include free or discounted My Magic Mud products with other products or services (whether or not manufactured by MY MAGIC MUD) if such bundling has the effect of discounting the advertised price of the MY MAGIC MUD product below the MAP. In the case of bundles, the advertised price of the bundle must be equal to or greater than the total of the MAP of each product (from My Magic Mud or from other manufacturers) in such bundle. If other products in the bundle do not have a MAP, then retail prices must be used. Other products may be advertised as giveaways with the purchase of any My Magic Mud, but the advertised value of such give-away shall not exceed the MAP price for My Magic Mud plus the MAP or SRP of the other product.
- For multipack offers the MAP of the multipack is the quantity of product in the multipack multiplied by the respective MAP of the products that comprise said multipack.

An “advertisement” shall not include any in-store advertising that is displayed only in the store and not distributed to any customer. In-store displays, point-of-sale signs, hangtags or bar codes or similar marks on products or product packaging that merely states the related product’s price are not considered “advertising.” Discontinued merchandise approved by My Magic Mud are excluded from the MAP Policy. This MAP Policy does not establish maximum advertised prices. All Retailers may offer products at any price in excess of the respective product MAP.

#### **POLICY VIOLATIONS**

My Magic Mud will monitor and review Retailers’ advertisements for violations of this Policy. Violations of the Policy shall be determined by My Magic Mud in its sole discretion. Retailers have no right to enforce the Policy and My Magic Mud will not communicate with any Retailer or third party regarding violations of this Policy by others. My Magic Mud reserves the right to impose the following if My Magic Mud believes that:

- i. A Retailer has violated the provisions of this Policy; or
- ii. A Retailer has engaged in any activity that My Magic Mud determines, in its sole discretion, is designed or intended to circumvent the intent of this Policy.

Specifically, My Magic Mud will take the following actions, which apply to all Retailers, should a Retailer fail to comply with the Policy:

- |                          |   |
|--------------------------|---|
| <i>First Violation:</i>  | Warning only. Request to abide by Policy within 24 hours. No action taken.  |
| <i>Second Violation:</i> | Block Retailer’s account for 30 days after sending notice of the violation. |
| <i>Third Violation:</i>  | Cease doing business with Retailer.   |

However, My Magic Mud reserves the right to not provide prior notice before taking action under this Policy.

#### **POLICY MODIFICATIONS**



My Magic Mud reserves the right at any time to modify, suspend, or discontinue this MAP Policy, in whole or in part, or to designate promotional periods during which the terms of the Policy change or are not applicable. My Magic Mud will provide notice of any such actions to all Retailers. No My Magic Mud employee or agent is authorized to modify, interpret, or grant exceptions to this Policy for any Retailer. No person has authorization to modify this Policy or to solicit or obtain agreement of any person to this Policy, and any such modification or agreement is invalid. Any questions about this Policy should be submitted in writing and directed to My Magic Mud.

#### **UNILATERAL ACTION**

This Policy does not constitute an agreement between any Retailer or other party and My Magic Mud. My Magic Mud is not seeking, and will not accept, any agreement or other assurance of compliance from any Retailer or other party to adhere to this MAP Policy. It is entirely within the discretion of the Retailer whether to comply or not comply. This Policy is non-negotiable and will not be modified for any Retailer. The Policy is not intended to control, influence, determine, limit, or affect in any way the actual prices at which Retailers ultimately sell My Magic Mud products to its consumers. The Policy is strictly limited to restrictions on advertised prices. Each Retailer remains free to determine its own resale price for My Magic Mud products.

**MAP Schedule of each SKU on page 4:**

| UPC | Product | MAP |
|-----|---------|-----|
|-----|---------|-----|

# MY Magic MUD

|              |   |         |
|--------------|---|---------|
| 868656000115 | My Magic Mud® Activated Charcoal Toothpaste Peppermint                  | \$8.95  |
| 868063000319 | My Magic Mud® Activated Charcoal Toothpaste Spearmint                   | \$8.95  |
| 868656000146 | My Magic Mud® Activated Charcoal Toothpaste Wintergreen                 | \$8.95  |
| 868656000139 | My Magic Mud® Activated Charcoal Toothpaste Cinnamon Clove              | \$8.95  |
| 868656000108 | My Magic Mud® Activated Charcoal Tooth Powder                           | \$12.95 |
| 868063000340 | My Magic Mud® Activated Charcoal Tooth Powder Peppermint                | \$12.95 |
| 868063000357 | My Magic Mud® Activated Charcoal Tooth Powder Spearmint                 | \$12.95 |
| 868063000364 | My Magic Mud® Activated Charcoal Tooth Powder Cinnamon                  | \$12.95 |
| 868656000153 | My Magic Mud® Turmeric Tooth Powder Peppermint                          | \$12.95 |
| 868656000191 | My Magic Mud® Turmeric Tooth Powder Spearmint                           | \$12.95 |
| 868656000160 | My Magic Mud® Turmeric Tooth Powder Cinnamon                            | \$12.95 |
| 868063000371 | My Magic Mud® Activated Charcoal Oral Rinse Classic Mint                | \$8.95  |
| 868063000388 | My Magic Mud® Activated Charcoal Oral Rinse Cinnamon                    | \$8.95  |
| 851958008002 | My Magic Mud® Earth-Friendly Bamboo Toothbrush                          | \$4.95  |
| 868063000395 | My Magic Mud® Earth-Friendly Bioplastic Toothbrush                      | \$4.95  |
| 851958008071 | My Magic Mist™ Peppermint Breath Spray Infused with Eucalyptus          | \$6.45  |
| 851958008088 | My Magic Mints™ Activated Charcoal Breath Mints with Xylitol Peppermint | \$5.95  |
| 851958008095 | My Magic Gum™ Activated Charcoal Gum with Xylitol Peppermint            | \$5.95  |