

Deeper Inc. (Deeper)

MINIMUM ADVERTISED PRICE (MAP) POLICY

Applicable in the US only

Effective Date: 1<sup>st</sup> of December, 2023

**1. INTRODUCTION**

- 1.1. Deeper Inc. (hereinafter referred to as "Deeper") is committed to maintaining a fair and competitive marketplace for its Products.
- 1.2. Deeper supports the promotional and advertising efforts of its distributors, dealers, integrators and resellers (collectively, "Distributors"), which focus on the features and value of Deeper Products, and Deeper's reputation in the marketplace. To protect the brand value and provide consistency in pricing, Deeper established this Minimum Advertised Price Policy (hereinafter referred to as "MAP Policy") for the essential Deeper Products indicated in this MAP Policy (hereinafter referred to as "MAP Products").
- 1.3. This MAP Policy pertains to the minimum advertised prices for Products. Nothing in this Policy restricts the actual price at which a Distributor may sell a Deeper product, including MAP Products. Distributor adherence is voluntary but this unilateral Policy will be uniformly enforced by Deeper.
- 1.4. This Policy applies to all Distributors that sell MAP Products, and all Distributors under this Policy are expected to communicate and enforce the requirements of this Policy among their business resale customers, franchisees, etc. Deeper Products not specifically identified by Deeper as MAP Products are not subject to the MAP Policy.

**2. MAP PRICE**

- 2.1. This MAP Policy applies to the following MAP Products, each with its respective Minimum Advertised Price:
  - 2.1.1. Deeper Smart Sonar CHIRP2 - 319.99 USD (349.99 USD Manufacturer's Suggested Retail Price)
  - 2.1.2. Deeper Smart Sonar PRO+ - 179.99 USD (199.99 USD Manufacturer's Suggested Retail Price)
  - 2.1.3. Deeper Smart Sonar PRO - 149.99 USD (159.99 USD Manufacturer's Suggested Retail Price)
  - 2.1.4. Deeper Smart Sonar Start - 89.99 USD (99.99 USD Manufacturer's Suggested Retail Price).

**3. MAP POLICY EXCEPTIONS**

- 3.1. Excluded from the MAP Policy:
  - 3.1.1. Special bundles featuring a dedicated SKU (exclusively available to specific parties).

- 3.1.2. Special schemes with restricted visibility (accessible only to club members who can view pricing).
- 3.2. The MAP Policy is not applicable during specific Holidays (2023/2024). These include the following holidays:
  - 3.2.1. Black Friday/Christmas Period: 1 week before Black Friday- December 24th
  - 3.2.2. First Two Weeks of March: March 1st - March 15th
  - 3.2.3. Father's Day Timeframe: June 2nd - June 16th
  - 3.2.4. Amazon Prime Week: July 23rd - July 30th
- 4. The aforementioned MAP Policy exceptions can be altered, or revoked, or new MAP Policy exceptions may be introduced with thirty (30) days' notice provided to Distributors through email and on Deeper's website.

## 5. POLICY GUIDELINES

- 5.1. Distributors are prohibited from advertising MAP Products below the specified MAP price.
- 5.2. This Policy encompasses all forms of advertising for MAP Products, including, but not limited to, advertisements in magazines, newspapers, television, radio, inserts, online banners, catalogues, coupons, billboards, brochures, posters, flyers, direct and indirect mailings, trade shows, trade show materials, websites, online portals, shopping and social media platforms, mobile devices, blogs, texts, emails, and email links, collectively referred to as "**Advertisements.**"
- 5.3. Internet advertising and campaigns, such as email blasts, social media promotions, mobile campaigns, deal-of-the-day offers, websites, etc., are subject to the MAP Policy. Any web page that links from a specific campaign is considered an Advertisement and subjected to this MAP Policy. Shopping sites that advertise prices on MAP Products are covered by MAP.
- 5.4. This Policy pertains to advertised prices, and it does not establish the final selling price. Retailers are free to sell the MAP Products at any price they see fit, but they must not promote or advertise these MAP Products below the established MAP.

## 6. E-COMMERCE

- 6.1. Deeper will adhere to the MAP Policy on Amazon and E-commerce platforms, ensuring that MAP Products are sold at or above the MAP prices.
- 6.2. Sale on the Distributor's own e-commerce or to retail e-commerce is permitted without additional consent from Deeper, as long as it adheres to the MAP Policy.

## 7. ENFORCEMENT

- 7.1. Deeper will actively monitor compliance with this MAP Policy. Non-compliance may result in the following actions:
  - 7.1.1. In the event of a violation of the MAP Policy, Deeper will immediately notify the Distributor by email and request immediate corrective action.
  - 7.1.2. If a violation of the MAP Policy is not rectified within one week following notification of the violation, Deeper reserves the right to withhold the sale of the MAP Product for which the MAP Policy was breached for 60 days.

- 7.1.3. In the event of a repeat violation of the MAP Policy concerning the same MAP Product or a violation of the MAP Policy concerning a different MAP Product committed within a year, Deeper shall have the right to terminate its relationship with the Distributor for at least one year.
- 7.2. In addition, should a Distributor choose not to adhere to this Policy or fail to rectify all MAP Policy violations within one week of receiving notice from Deeper regarding such violations, Deeper reserves the right to withdraw Deeper funding for MAP Product advertising or apply discounts.
- 7.3. Deeper reserves the right to assess noncompliance with this MAP Policy at its sole discretion, and all determinations made by Deeper shall be considered final.

## **8. REVIEW AND MODIFICATION**

- 8.1. Deeper reserves the right to update the MAP Products at its sole discretion occasionally.
- 8.2. This MAP Policy is also subject to potential termination, suspension, and complete or partial revision, all at Deeper's sole discretion. Deeper may establish exceptions to the MAP Policy or designate promotional periods during which the Policy's terms may vary or not apply to certain or all of the MAP Products.
- 8.3. Any changes to the Policy will be communicated at least thirty (30) days in advance of implementation via email and on Deeper's website.