

U.S. Enzymes Minimum Advertised Price Policy

In order to preserve the U.S. Enzymes brand equity in the marketplace and prevent erosion of the products' perceived value, U.S. Enzymes has unilaterally adopted a Unilateral Minimum Advertised Price (MAP) Policy (the "Policy") with respect to its U.S. Enzymes products. The MAP Policy is effective January 1, 2018 and applies to all of the U.S. Enzymes products listed in the appendix of this Policy.

U.S. Enzymes delivers superior digestive health products to HCP's with the highest ingredient, sourcing and sustainability standards and a superior efficacy relative to other offerings in the category. Our objective is to maintain the strong brand equity of U. S. Enzymes products while delivering a HCP preferred product. The advertising of deeply discounted prices for U. S. Enzymes products would harm the brand equity and reduce the efficiency of U. S. Enzymes distribution strategy. In addition, deeply discounted prices would undermine U.S. Enzymes ability to maintain ongoing investment levels in its products and to continue to deliver HCP preferred, premium products in the marketplace.

Under this Policy, U.S. Enzymes reserves the unilateral right to reduce trade funding and/or discontinue the sales to any seller of U.S. Enzymes who advertises U.S. Enzymes products at prices below the suggested minimum advertised price as stated in the appendix of this Policy. Sellers of U.S. Enzymes products include, but are not limited to, HCP's, (HCP Websites, Third Party Websites, Distributors websites).

U.S. Enzymes has established this Map Policy for its products. The MAP Policy applies to all Online Locations for any U.S. Enzymes™ product and to all Electronic Media. "Online Location" is defined as any virtual place where end-users can purchase U.S. Enzymes™ products in any and all virtual/online/electronic media, including, but not limited to the Internet, websites, shopping carts, newspapers, magazines, catalogs, flyers, coupons, mailers (including eBlasts, etc.), email and the like.

The Policy does not cover the following sales practice:

- If a HCP's pricing policy is to use a price that has as its last digit (i.e., 0 - 9 cents) a number other than 9, U.S. Enzymes will not consider the usage of that "last digit policy" to be inconsistent with this Policy as long as the 1st digit policy applies to all competing brands. Example: An advertised price of \$29.94 is consistent with this MAP Policy where the MAP is \$29.99 and where pricing for all competing brands follows the same last digit policy.

U.S. Enzymes reserves the right, within its unilateral and sole discretion, to make judgements regarding the optimal distribution strategy for U.S. Enzymes products and to evaluate without negotiation whether the actions of sellers are consistent with this Policy and U.S. Enzymes overall strategy.

In the event of advertising inconsistent with this Policy, U.S. Enzymes reserves the right, in its unilateral discretion, to reduce trade funding and/or discontinue selling products to sellers according to the following scale:

- 1st Instance of Inconsistent Advertising: U.S. Enzymes will stop selling U.S. Enzymes Products to customer for 3 months.

- 2nd Instance of Inconsistent Advertising: U.S. Enzymes will stop selling of U.S. Enzymes Products to customer for 6 months.
- 3rd Instance of Inconsistent Advertising: U.S. Enzymes will stop selling of U.S. Enzymes Products permanently.

If a HCP with multiple locations advertises U.S. Enzymes products at prices that are inconsistent with this MAP Policy as to any particular location, then U.S. Enzymes will consider the inconsistent advertising to extend to all of the HCP's locations.

U.S. Enzymes does not seek, nor will we accept, any agreement or assent from HCP's with respect to this Policy, either now or at any time in the future. This Policy is being established by U.S. Enzymes unilaterally and therefore is not subject to negotiation. U.S. Enzymes will implement this Policy based on information deemed sufficient by U.S. Enzymes, and all such determinations are final. We reserve the right at any time to modify this Policy, to establish new or different policies or discontinue any or all such policies. This U.S. Enzymes MAP Policy shall remain in effect until modified or terminated by us in writing sent to you.

This policy is in effect with or without customer signature. If you carry U.S. Enzymes products, please notify the appropriate individuals at your company of this Policy to ensure they are aware of this Policy when determining how you will advertise and promote U.S. Enzymes products.

Important: The HCP alone has the sole discretion to determine both advertised price(s) and selling price(s).