



Boingy LLC Minimum Advertised Price Policy

Introduction

To protect the investment of our high-quality resellers and Grapple's brand reputation, we have adopted a MINIMUM ADVERTISED PRICE POLICY (MAP Policy). Boingy established this MAP Policy because reseller advertising and sales practices that promote Boingy products primarily on the basis of price could be detrimental to resellers' service and support efforts and Boingy's competitive position. Such activities can be harmful to Boingy's brand, reputation and competitiveness, and allow some resellers to take advantage of the service and support efforts of others. Boingy believes that these practices are unfair and thus discourages such efforts.

Boingy, 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. This policy will be enforced in Boingy's sole discretion; no agreement to any term of this policy is sought or will be accepted. Boingy is confident that this program will strengthen its competitiveness and benefit all its resellers.

Grapple MSRP: \$21.99 ♦ MAP: \$21.99 ♦ Wholesale \$11.00

Official Policy and Guidelines

Additional guidelines related to the MAP Policy are as follows: Boingy reserves the right, in its unilateral discretion, to take other action with respect to any reseller that violates this MAP Policy.

1. The MAP Policy will be enforced by Boingy LLC in its sole discretion. Resellers remain free to sell all Boingy products, including any MAP Products, at any price they choose, and Boingy will not seek or accept agreement with respect to resale prices. Boingy recognizes that any authorized Boingy account can make its own decisions to advertise and sell any Boingy product at any price it chooses without consulting or advising Boingy. Boingy similarly has the right to make its own independent decision regarding product allocations and reseller participation as a Boingy wholesale account – at any time.
2. Boingy will maintain an updated "MAP Products" list of those products that will fall under this MAP Policy. Boingy reserves the right to update or modify this list at any time.
3. All Products listed will have a MAP retail price. Listing a price other than the MAP retail price next to the featured MAP Product in any advertising will be viewed as a violation of this MAP Policy.
4. The Boingy MAP Policy applies to all advertisements of MAP Products in any and all media, including, without limitation, flyers, posters, coupons, mailers, inserts, newspapers, magazine catalogs, mail order catalogs, internet or similar electronic medial including websites, forums, email newsletters, email solicitations, television, radio and public signage. Such website features as "click for price", automated "bounce-back" pricing emails, 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. This MAP Policy also applies to any activity which Boingy 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.
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, Boingy may in its sole discretion permit resellers to advertise MAP Products at lower than the MAP retail price. In such events, Boingy 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. Although resellers remain free to establish their own resale prices, Boingy reserves the right, in its unilateral discretion, to cancel all orders and indefinitely refuse to accept any new orders from any resellers following Boingy'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 Boingy, or if reseller has violated this policy in any other way.