

Silver Jeans Co. Retail Partner - Terms & Conditions

MAP POLICY

Silver Jeans Co. recognizes that our success is tied to the success of our authorized retail partners. We also know that many of our retailers invest significant time and resources to promote our products. We want to protect their ability to do so, while at the same time discouraging price-based advertising that would be detrimental to our brand. As a result, Silver Jeans Co. has unilaterally established this Minimum Advertised Price (“MAP”) Policy.

- The MAP Policy applies to advertised prices, not the price at which MAP Products are actually sold or offered for sale to an individual in-store or over the telephone. Retailers remain free to sell these products at any prices they choose under these circumstances. This MAP Policy applies to all advertisements of Silver Jeans Co. products in any and all media, including, but not limited to, flyers, posters, coupons, mailers, inserts, newspapers, magazines, catalogs, mail order catalogs, e-mail newsletters, e-mail solicitations, internet or similar electronic media, television, radio, and public signage.

ONLINE SELLING

- Listing prices of Silver Jeans Co. product on an internet site is considered an “advertised price” and must adhere to this MAP Policy. Once the pricing is associated with an intent to purchase (added to shopping cart or order), the price becomes the selling price and is not bound by this MAP Policy. Statements such as “add to basket to see price”, “we will match any price”, “call for price” or phrases of similar import are acceptable as long as the price advertised or listed for the products is not less than the MAP. In addition, discounts applied at checkout to the entire order based on a customer’s purchasing history with the retailer, such as discounts for “frequent shoppers”, do not violate this MAP Policy.
- In addition, Silver Jeans Co. products may not be listed for resale on any third party shopping forum such as, but not limited to, Amazon.com or Ebay.com without written permission from Silver Jeans Co.
- Internet auctions may not display or have reserved bid or other acceptable prices less than the MAP.

RIGHT TO TERMINATION

- This MAP Policy will be enforced by Silver Jeans Co. in its sole and unilateral discretion. Silver Jeans Co. is not under any circumstances seeking agreement from any authorized retailer to adhere to this MAP Policy. Silver Jeans Co., in its sole discretion, reserves the right to discontinue doing business with any retailer that advertises any product(s) covered by this MAP Policy at a price lower than the MAP.
- Silver Jeans Co. recognizes that any Silver Jeans Co. authorized retailer can make its own decisions to advertise and sell any Silver Jeans Co. product at any price it chooses, without consulting or advising Silver Jeans Co. or adhering to this MAP Policy. Similarly, Silver Jeans Co.

will exercise its right to make its own decisions regarding the Silver Jeans Co. supplemental marketing materials, point-of-purchase displays, product allocation, new product availability, or future promotional, joint marketing, or sponsorship programs.

DEFINITION OF TERRITORY

- Retailer agrees that it shall not sell or solicit sales, directly or indirectly, outside of the country where the products are initially distributed.
- Retailer may promote the sale of Silver Jeans Co. on its website only in the territory where the products are initially distributed
- Listing Silver Jeans Co. products on web platforms based outside of the country where the products are initially distributed, requires written permission from Silver Jeans Co.