

## **WESTERN GLOVE WORKS**

Date: February 14, 2018

### **Minimum Advertised Price (MAP) Policy**

#### **Silver Jeans Co. Division**

#### **PURPOSE**

Silver Jeans Co. recognizes that our success is tied to the success of our authorized retail partners. The purpose of this policy is to help promote the brand and give all resellers a fair ability to sell Silver Jeans Co. products, while at the same time discouraging price-based advertising that would diminish or detract from the perceived value of the Silver Jeans Co. brand and products. As a result, effective as of March 1, 2018, Silver Jeans Co. has unilaterally established this Minimum Advertised Price (“MAP”) Policy.

#### **TERMS**

The MAP Policy applies to advertised price 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.

Silver Jeans Co. will not invite, consider, or accept any input regarding how the MAP Policy is implemented, administered, maintained, or enforced. The MAP Policy is not an agreement, and Silver Jeans Co. does not ask for or accept any assurance of compliance or other agreement from any reseller. Silver Jeans Co., in its sole discretion, reserves the right to modify or suspend the MAP Policy at any time.

Silver Jeans Co., in its sole discretion, will determine the advertised prices, on a product-by-product basis, that it believes diminish the value of its brand. Silver Jeans Co. will endeavor to provide advance notice of any changes to the MAP Policy, including any changes to the minimum advertised prices or the products covered by the MAP Policy, when made from time to time. Further, to ensure prompt notice to resellers, Silver Jeans Co. will publish the MAP Policy, as well as any modifications thereto, at <http://www.westerngloveworks.ca/retailerterms>.

The MAP Policy applies to advertised prices only. The MAP Policy does not, and is not intended to apply to the price at which MAP Products actually are sold.

#### **ONLINE & 3<sup>RD</sup> PARTY SELLING TERMS**

Listing prices of Silver Jeans Co. product on an internet site is considered an “advertised price” and must adhere to this MAP Policy. Internet auctions may not display or have reserved bid or other acceptable prices less than the MAP. Discounts at checkout that are applied 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.

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 prior written permission from Silver Jeans Co.

#### **RIGHT TO TERMINATION**

This MAP Policy will be enforced by Silver Jeans Co. in its sole and unilateral discretion. Silver Jeans Co. will take enforcement action when it believes that a reseller has violated the provisions of the MAP Policy or intends to violate the MAP Policy. Silver Jeans Co., in its sole discretion, reserves the right to discontinue doing business with, or take any other enforcement action against, any retailer that advertises any product(s) at a price below the minimum advertised price that Silver Jeans Co. has determined diminishes the value of the brand.

All questions related to the MAP Policy should be directed to Sheila Dyck, Chief Financial Officer, at [sdyc@westernglove.mb.ca](mailto:sdyc@westernglove.mb.ca) or (204) 788-4249 ext 258.