

**RATHER OUTDOORS
UNITED STATES AND CANADA UNILATERAL PRICE POLICY**

EXECUTIVE SUMMARY

Rather Outdoors' Products covered under this Unilateral Pricing Policy and their coordinating minimum advertised prices are set forth in the *Current Price List*. You are free to advertise and sell our Products at whatever price you choose, however, if you choose to advertise our Products at prices below the minimum advertised prices set forth in the *Current Price List*, Rather Outdoors may refuse to accept additional orders from you and cancel any pending orders you may have already placed. All questions regarding interpretation of this Unilateral Price Policy should be directed to the Unilateral Price Policy Committee at Policies@RatherOutdoors.com.

UNILATERAL PRICE POLICY

Rather Outdoors Corporation ("Rather Outdoors") recognizes that its high-quality Resellers invest time and resources to deliver an extraordinary customer experience through knowledgeable staff and compelling vendor presentation. To support its Resellers' efforts, Rather Outdoors wishes to establish policies that allow Resellers to earn the profits necessary to maintain the high level of customer excellence people have come to expect from Rather Outdoors Resellers.

In order to successfully compete in the marketplace and to maintain its premium brand image, Rather Outdoors has announced this Unilateral Price Policy ("UPP"). Hereafter, all sales from Rather Outdoors Resellers to end-users of Products with a UPP Price set forth in Rather Outdoors' *Current Price List* (the "Product(s)") inside the United States and Canada shall be subject to this Unilateral Price Policy. The UPP Price sets forth the minimum advertised price of the Products. **Please note that this Policy ONLY applies to Rather Outdoors' Products that have a price listed in the UPP Pricing column of *Current Price List*.**

Rather Outdoors reserves the right from time to time to alter, modify, suspend, or cancel this Unilateral Price Policy, the Products covered, and/or the UPP prices.

This UPP does not restrict a Reseller's right to establish independent advertised and/or resale prices of Rather Outdoors Products. Rather Outdoors reserves the right to determine whether a Reseller has advertised Rather Outdoors' Products at a net advertised price less than the minimum advertised price established in this UPP. Upon such determination, Rather Outdoors may, without assuming any liability, cancel all orders and may indefinitely refuse to accept new orders from the Reseller. ***Please note that following the actions of another Reseller is not an exception to this UPP and will be considered non-acquiescence.***

This UPP has been unilaterally adopted by Rather Outdoors. Rather Outdoors neither solicits nor will it accept assurances by any Reseller of acquiescence with this UPP. Nothing in this UPP shall constitute an agreement between Rather Outdoors and any Reseller of compliance with this UPP. The Reseller within its own discretion can choose to acquiesce or not acquiesce with this UPP. Rather Outdoors will not discuss conditions of acceptance related to this UPP. This UPP is non-negotiable and will not be altered, modified, or amended for any Reseller.

The following are actions that constitute acquiescence with Rather Outdoors' UPP:

- The offer of free shipping or financing on Product(s) with a UPP Price in the *Current Price List*
- The offer of a gift card or store credit or incentive redeemable for value on a *future* purchase with the purchase of Product(s) with a UPP Price in the *Current Price List*
- Rather Outdoors, from time to time within its sole discretion, may announce promotional prices, closeouts, and bundles of Product(s) with a UPP Price in the *Current Price List*. Please note that any Products put on the closeout list will no longer be covered under this UPP.

The following are actions that do not constitute acquiescence with Rather Outdoors' UPP:

- Advertising that: i) states things such as "see price in cart", "click to see price", "add to cart for best price", or "call for price"; ii) lists a price that is struck through; iii) does not list a price, or iv) contains any language or graphic representation that implies, or from which the end-user can infer, that the end-user may click through to the cart to see a price lower than that set forth in the UPP Price column of the *Current Price List*



- The issuance of non-Rather Outdoors announced rebates (in any form, including coupon codes) on Product(s) with a UPP Price in the *Current Price List*
- Combining Products with UPP Prices in the *Current Price List* for a combined price lower than the combined price of what the two (2) Products could be advertised independent of each other under this UPP.

Rather Outdoors' sales personnel have no authority to modify or grant exceptions to this UPP. All questions regarding interpretation of this UPP should be directed to the UPP Committee at Policies@RatherOutdoors.com

