

DAKOTA BIOTECHTM

THE LIVE PROBIOTIC SKIN CARE COMPANY

Minimum Advertised Pricing Policy

Effective January 1, 2022, a Minimum Advertised Price (“MAP”) will be in effect for all Live P.S. (“LPS”) (request the latest MSRP product list for your further reference). Please note, international accounts must reflect pricing as translated into their local currency.

Dakota Biotech, LLC (“Dakota Biotech”) has been building the brand, Live P.S., for strong recognition and a high perceived value since 2017. By not adhering to the established MAP a reseller can have the dramatic effect of diminishing or detracting from the perceived value of the Live P.S. brand and its products. The internet, with its worldwide impact, has the possibility to cause great harm to any companies’ products, if they are advertised at prices that will eliminate any legitimate retail competition.

Therefore, Dakota Biotech has unilaterally adopted this Minimum Advertised Pricing Policy (this “MAP Policy”) applicable to all distributors, retailers and resellers of our products (collectively, “Resellers”) agrees to allow your company to sell its products, you will need to agree and abide by the following requirements and restrictions.

The MAP Policy shall work under the following guidelines:

1. Except as otherwise explicitly stated herein, Resellers are prohibited from advertising any and all LPS products below the MAP set by Dakota Biotech.
2. The Minimum Advertised Price for any LPS product shall not be less than the current Manufacturer’s Suggested Retail Price (MSRP) as published on the LPS price sheet. MAP pricing is established by Dakota Biotech and may be adjusted by Dakota Biotech at its sole discretion. Dakota Biotech will provide a copy of the LPS price sheet upon request to a Reseller.
3. The MAP Policy applies to all advertisements of LPS products in any and all media, including, but not limited to, flyers, posters, coupons, mailers, inserts, newspapers, magazines, catalogs, mail order catalogs, Internet or similar electronic media, television, radio, and public signage.
4. The MAP Policy is not applicable to: (1) Any in-store advertising that is displayed only in the store and not distributed to any customer(s) outside of their store; (2) Any email newsletters sent to your customer database; and (3) Where Dakota Biotech has contracted or approved advertising in writing.
5. The inclusion in advertising of free or discounted products (whether made by Dakota Biotech or another manufacturer) with a product covered by the MAP Policy is prohibited if it has the effect of discounting the advertised price of the covered product below the MAP.
6. If pricing is displayed in any place other than a brick-and-mortar retail store, any strike-through or other alteration of the Minimum Advertised Price is prohibited.
7. MAP applies only to advertised prices and does not apply to the price at which the products are actually sold or offered for sale to an individual consumer within the dealer’s retail location or over the telephone. LPS Resellers remain free to sell these products at any price they choose.

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8. MAP does not establish maximum advertised prices. All Resellers may offer LPS products at any price in excess of the MAP.

9. Dakota Biotech/LPS's MAP policy does not in any way limit the ability of any Reseller to advertise that "they have the lowest prices" or, they "will meet or beat any competitors price", that consumers should "call for a price" or phrases of similar import as long as the price advertised or listed for the products is not less than MAP.

10. Dealer agrees to hold all trademarks and copyrights of Live P.S. as the property of Dakota Biotech and use advertising materials provided by LPS in an authorized manner only.

11. Dakota Biotech will monitor Resellers' compliance with this MAP Policy. If Dakota Biotech becomes aware of any intentional or repeated failure to abide by this MAP Policy, Dakota Biotech will take appropriate action, which may include, but is not limited to: (i) issuing a warning to such Reseller, (ii) suspending or terminating the Reseller's account and/or relationship with Dakota Biotech, (iii) refusing to supply the Reseller with Dakota Biotech's products, or (iv) taking legal action against the Reseller. Dakota Biotech does not intend to do business with Resellers who degrade the image of LPS and its products. It is Dakota Biotech's sole discretion whether or not to provide prior notice or issue warnings before taking any action under this MAP Policy.

12. E-Bay and Other Auction Web Sites Policy:

- i. "Buy it Now" options must be listed at a price equal to MAP or greater.
- ii. For auctions the reserve and/or opening bids must start at MAP without a "Buy it Now" option.
- iii. Best Offer Auctions Are Not Allowed.

13. Negotiated Contracts: From time to time, it may be explicitly approved by Dakota Biotech in writing to sell certain LPS products at below the MAP. The discount amount and length of time will be determined at the time of this approved promotion by Dakota Biotech.

14. Dakota Biotech/LPS may run a sale from time to time and in such case the MAP will be the same as the sale price on those particular items and on those particular dates. Dakota Biotech/LPS will send out a notice in advance with details of the special.

15. Dakota Biotech sales representatives of LPS products will supply a copy of this MAP policy to any new or existing Reseller.

16. Dakota Biotech reserves the right to modify this MAP Policy at any time without prior notice.