

Minimum Advertised Price Policy

Introduction

Anderson Instrument Co., Inc. (dba Anderson-Negele) has the following Minimum Advertised Price Policy (“MAP” or “Policy”) which is applicable to all Anderson-Negele distributors and any secondary distributor located in the United States (collectively, the “Resellers”). The Policy allows Anderson-Negele to better compete in the market for premium sanitary process instrumentation. The Policy is a necessary component of Anderson-Negele’s strategy to avoid distribution channel conflicts and to ensure that its Anderson-Negele line of products is supported with aggressive marketing, prominent merchandising and product displays, pre-sale and post-sale customer service, education, and stocking of sufficient product inventories to adequately service the local market.

This Policy is subject to change at any time by Anderson-Negele, at its sole discretion. Only Anderson-Negele’s General Manager has the authority to authorize any changes. No Anderson-Negele employee or sales representative has the authority to alter the terms of this Policy.

Covered Products:

This Policy applies to products and accessories with a List Price that are manufactured and distributed under the Anderson-Negele® brand name (the “Covered Products”). It does not apply to obsolete Anderson-Negele branded products. All products, advertised by Anderson-Negele distributors are subject to all stipulations of this Policy.

Authorized MAP Price:

- List Price less 15%.

Advertising Policy:

If an authorized Distributor wishes to advertise a Covered Product, product price must be shown and the price for that product advertised in any manner by the Distributor must be not less than the authorized MAP price then in effect, or the Anderson-Negele Suggested Promotional prices then available throughout the terms of a promotion. The MAP Policy does not establish maximum advertised prices. This Policy applies to all publications and communications including, but not limited to, printed or electronic advertisements, sponsored links, websites or applications in any platform operated by, affiliated with, and/or linked to, e-mail campaigns, blogs, catalogs, flyers, mailers, and shopping search engines/aggregators. Sales through electronics auction houses including, but not limited to, EBay or Craig’s List are not authorized selling methods and are prohibited by the Anderson-Negele Distributor Agreement.

This Policy is implemented in order to support our distributors in their efforts to build and maintain the necessary infrastructure to increase the Anderson-Negele sanitary instrumentation proposition to our customers. The provision of pre- and post-sale product support by our distributors enhances our ability to best serve Anderson-Negele customers and to perform in this highly competitive market.

This Policy is unilateral, non-negotiable and will not be altered for any Distributor and/or secondary distributor of the Covered Products. All Distributors of Covered Products remain free to sell them at any price they choose in their sole and absolute discretion.

Violations:

Anderson-Negele retains the right to terminate any distributor who violates this policy. No action or lack of action by Anderson-Negele will operate as a waiver of, or preclude, any later action by Anderson-Negele pursuant to this Policy.