



October 5, 2017

RE: Elbeco Incorporated Vendor Regulations

Dear Elbeco Reseller:

Thank you for your interest in Elbeco Incorporated (Elbeco) products and for purchasing our products from Kroll International (Kroll). We would like to inform you of the following policies that apply to authorized resellers who purchase Elbeco products from Kroll. Violation of these policies will result in the immediate discontinuation of your Company's status as a reseller of Elbeco products.

First, your Company is permitted to sell Elbeco products only to "End Users". End Users are individuals, governmental agencies or departments who are the final purchaser and/or consumer of Elbeco's Products. Your Company is not authorized to distribute Elbeco's products to other dealers, distributors, resellers or retailers for resale.

Second, your Company is not authorized to participate in, engage in, solicit or submit any bids or quotations related to Elbeco's products. This prohibited activity includes Requests for Proposal, formal bids, and government and agency contracts. Elbeco limits the participation in formal bids and/or contracts by federal, state, county or local governmental agencies only to specific resellers who are Elbeco's authorized Dealers of Record.

Third, your Company is prohibited from selling Elbeco products on all websites hosted or operated by third parties such as Alibaba.com, Amazon.com, Craigslist.com, eBay.com, Google Shopping, Jet.com, Newegg.com, Overstock.com or any affiliate or related sites, and similar sites, or through other means of another party's distribution network.

Fourth, Elbeco maintains a minimum advertised price ("MAP") policy for its products. Your Company is not permitted to advertise Elbeco's products for sale at an amount lower than the MAP which is lower than a 30% margin from the then current Elbeco Distributor wholesale price list. You can obtain the MAP from Kroll. Your Company may charge a lower price for Elbeco's products, but you cannot advertise Elbeco's products for sale at a price lower than the MAP. Advertising includes information disseminated via television, radio, newspapers, magazines, signs, catalogs, flyers, the Internet and other mass media.

Your Company may use Elbeco trademarks and copyrighted images, subject to the terms of use then in effect for such intellectual property. Elbeco reserves the right to change, modify or add to our Vendor Regulations at any time upon notice to Kroll.

Lastly, Elbeco reserves all rights and remedies available to us to enforce these policies. If you have any questions, please contact the undersigned. Thank you for your interest in our products.

Sincerely,

A handwritten signature in blue ink that reads "David F. Burnette". The signature is written in a cursive, flowing style.

David Burnette
Vice President of sales and Marketing
Elbeco Incorporated