



August 28, 2018

**Internet Distributor Policy, Internet Brand Integrity Policy, and Minimum Advertised Price Policy  
for Apex Tool Group Products -- U.S.A. & Canada**

As a leader in the professional hand tool and power tool industry Apex Tool Group, LLC and its affiliates ("ATG") understands the importance of maintaining a strong brand, business structure and marketplace. In an effort to protect our family of brands, products, and customers, as well as provide a competitive marketplace, ATG has established the following three policies: Internet Distributors, Brand Integrity, and Minimum Advertised Price. Authorized Distributors, defined as a registered ATG direct account or indirect Third Party Reseller, must adhere to these policies if they wish to advertise and sell ATG branded products.

**INTERNET DISTRIBUTOR POLICY**

ATG considers any and all corporate branding associated with name, logos, colors, trademarks, domain names, and other intellectual property ("ATG IP") to be valuable corporate assets. ATG IP may be used online only by Authorized Distributors and only in the advertisement of authentic branded products in the United States and Canada ("Authorized Territory"), and then only in accordance with the most current ATG brand style guidelines. As an Authorized Distributor, you must acknowledge that ATG is the exclusive owner of all right, title, and interest in all of ATG IP. Authorized Distributors may use ATG's IP only for the purpose of advertising and promoting authentic ATG branded products.

**INTERNET BRAND INTEGRITY POLICY**

ATG brands hold a premium position in the marketplace. In recognition of this and of the worldwide reach of internet advertising, ATG has adopted this Internet Brand Integrity Policy in order to preserve ATG's IP, promote the quality of ATG branded products, and maintain a fair business environment for all of our Authorized Distributors.

**MINIMUM ADVERTISED PRICE POLICY**

ATG has established a Minimum Advertised Price Policy ("MAP Policy") for selected ATG owned brands. This MAP Policy applies to all ATG resellers (including wholesalers, dealers, distributors and others) in the United States and Canada that advertise and offer ATG owned products for sale. This policy applies only to advertised prices and preserves the reseller's right to set actual sale prices.

Each of these policies is intended to protect not only ATG, but also the interests of our Authorized Distributors. The Internet Distributor and Internet Brand Integrity Policies are effective on October 1, 2018, immediately, with a 60 day grace period for those resellers who may require time to verify and update any and all brand content. The new or updated MAP Policy for selected ATG brands will go into effect January 1, 2019. (You will be provided a full MAP Policy statement in advance of the effective date.) **Not later than October 1, 2018, you can review each policy in its entirety and register as an Authorized Distributor by clicking the "Reseller Policies" button online at [www.atgcustomerlink.com](http://www.atgcustomerlink.com).**

**If you have any questions about how to fully comply with these policies, please contact:**

**[ATG-ResellerPolicy@ApexToolGroup.com](mailto:ATG-ResellerPolicy@ApexToolGroup.com)**

910 Ridgebrook Road, Suite 200  
Sparks MD 21152