



## Retail Unilateral Pricing Policy

October 8, 2018

### Overview:

To retain brand value and a healthy distribution channel, PerTronix, LLC has implemented a Retail Unilateral Pricing Policy for PerTronix Ignition Products, JBA Performance Exhaust, Doug's Headers and Patriot Exhaust (PerTronix Performance Brands).

The Retail Unilateral Pricing Policy (UPP) sets a Minimum Retail Price (MRP) for PerTronix Performance Brand products. This policy is designed to curb price slashing among PerTronix retailers, IE: Mass Merchants, Jobber Stores, Mail Order, Speed Shops, on line dealers, enabling them to remain profitable in this highly competitive business environment. To remain in good standing, PerTronix Performance Brands Resellers must advertise and sell all products at, or above, the MRP.

PerTronix will be utilizing the services of TrackStreet to administer and enforce the UPP. Violations or refusal to participate in the PerTronix Performance Brands UPP could result in loss of:

- Promotional allowance funds where applicable
- Rights to use PerTronix, LLC intellectual properties
- Ability to purchase PerTronix Performance Brand products

### Reseller Defined:

A reseller constitutes any merchant that sells to consumers. This includes, but is not limited to: jobbers, retailers, online dealers, warehouse distributors, auction sellers or auction sites.

Warehouse Distributors (WD) are responsible for monitoring to whom they sell to and ensuring that the purchasing party is not violating the MRP. Failure to do so may result in penalties to both the reseller and WD.

### Violations:

A violation is defined as the sale or advertising of a PerTronix Performance Brand product(s):

- Below the stated MRP
- Which are bundled together at a price below the aggregated MRP of the individual items
- On a website with ambiguous pricing such as: "See Price in Cart", "Make Offer", "bid", rebate funds, customer specific funds or "Instant Message me for pricing"

**Promotions:**

PerTronix reserves the right to run National Promotions on their products. PerTronix will provide to resellers the promotional information, with adequate timing, to ensure continued compliance with the pricing policy. PerTronix encourages resellers to utilize the national promotions to their advantage while providing a high level of customer service to the end user.

PerTronix encourages retail promotions and sales of our products. All retail promotions must be approved by PerTronix in writing 90 days prior. If the retail promotions do not meet the requirements of the UPP, they will be in violation, subject to enforcement and penalties.

**Enforcement & Penalties:**

TrackStreet will administer the UPP by sending resellers notifications of violations. Once a violation is discovered, the reseller will automatically be penalized for their violation per the penalties stated below.

The reseller will have (2) business days from the date the notification was composed to correct an internet violation(s), and (3) business days to correct all other violations. If a violation is not reconciled within the time period allotted, the reseller will automatically receive the subsequent notification. PerTronix will make the final determination as to whether the violation will be withdrawn.

1. Penalty for First Notification of Violation:
  - a. Direct Accounts will:
    - Lose the privilege to purchase the product found to be in violation for (30) days.
  - b. Non Direct Accounts will:
    - Be added to the warehouse distributor Do Not Sell List and lose the privilege to purchase the product found to be in violation for (30) days.
  
2. Penalty for Second Notification of Violation:
  - a. Direct Accounts will lose:
    - The privilege to purchase the product found to be in violation for (90) days.
    - 50% of their annual Promotional Allowance where applicable. If any of the funds have already been credited, they will lose funds for the following year.
  - b. Non Direct Accounts will lose:
    - All rights to PerTronix, LLC intellectual properties and will have (2) business days to remove them off their website.
    - The privilege of being listed on the PerTronix Performance Brands dealer locator.
  
3. Penalty for Third and Final Notification of Violation:
  - a. Direct Accounts will lose:
    - Privilege to purchase any and all PerTronix Performance Brand product(s).
    - 100% of their annual Promotional Allowance Funds where applicable.
    - Privilege of being listed on the PerTronix Performance Brands dealer locator.
    - All privileges to use PerTronix, LLC intellectual property.

This policy may be modified or amended at any time by PerTronix. If any changes are to occur, PerTronix will distribute a (30) day written notice of any changes to its resellers. Updated information may also be found at [www.pertronix.com/upp](http://www.pertronix.com/upp).

**IF YOU HAVE BEEN MADE AWARE OF THIS UPP AND CONTINUE TO SELL PERTRONIX PRODUCTS, YOU CONSENT TO AND AGREE TO ALL OF THE TERMS AND CONDITIONS OF THIS UPP.**

We appreciate your business and continued support of PerTronix Performance Brands. Should you have any questions regarding the policy, please contact us.

**Contact info**

For instructions on how to report a violation, please contact:

Email: [violations@trackstreet.com](mailto:violations@trackstreet.com)

Website: <https://www.trackstreet.com>

For all other inquires contact the PerTronix UPP Program Administrator (No person other than the program administrator is authorized to answer questions regarding the policy):

Address:

UPP Program Administrator

440 E. Arrow Hwy

San Dimas, CA 91773

Email: [uppsupport@pertronix.com](mailto:uppsupport@pertronix.com)

Website: [www.pertronix.com/upp](http://www.pertronix.com/upp)