

Policy Regarding Minimum Advertised Pricing (MAP)

Atlanta Cutlery Corp. (ACC) & Museum Replicas Ltd. (MRL) actively supports the advertising and promotion of its Windlass products by its domestic dealers and distributors through materials provided by ACC at no or nominal cost. Windlass has built a strong reputation and following among consumers. Windlass has determined that it shall not support through advertising or promotional materials, cooperative advertising or otherwise, advertisements or promotional materials that have the effect of diminishing or detracting from the perceived value of Windlass products.

Effective as of May 1, 2015, ACC has established a minimum advertised price ("MAP") on all Genuine Windlass products. The policy applies only to U.S. and Canadian dealers and distributors.

The MAP policy shall work under the following guidelines:

1. The MAP for all Genuine Windlass products shall be listed on each ACC/MRL price sheet for dealers and distributors. MAP pricing is established by Windlass for all Genuine Windlass products and may be adjusted by Windlass or its subsidiaries at its sole discretion.
2. The MAP policy applies to all advertisements of Genuine Windlass products in any and all media, including without limitation, flyers, posters, coupons, mailers, inserts, newspapers, magazines, catalogs, mail order catalogs, Internet or similar electronic media, television, radio, and public signage. The MAP policy is not applicable to any in-store advertising that is not distributed to any customer.
3. The inclusion in advertising of free or discounted products (whether made by Windlass or another manufacturer) with a product covered by the MAP policy would be contrary to the policy if it has the effect of discounting the advertised price of the covered product below the MAP.
4. 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.
5. MAP does not establish maximum advertised prices. All dealers and distributors may offer Windlass products at any price in excess of the MAP established for such product.
6. Windlass MAP policy does not in any way limit the ability of any dealer 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.
7. From time to time Windlass/ACC/MRL may discontinue models or engage in promotions with respect to certain products. In such events, Windlass/ACC/MRL reserves the right to modify or suspend the MAP with respect to the affected products by notifying all dealers of such change. Windlass/ACC/MRL further reserves the right to adjust the MAP with respect to all or certain products at its sole discretion upon 7 days advance written notice to the dealers and distributors, provided that such changes shall apply equally to all Windlass/ACC/MRL dealers and distributors.
8. Intentional and/or repeated failure to abide by this policy will result in termination of dealership or distributorship. Windlass does not intend to do business with dealers or distributors who degrade the image of Windlass and its products. Windlass/ACC/MRL may not provide prior notice or issue warnings before taking any action under this policy.
9. The terms of this MAP policy are confidential and should not be disclosed to other parties. This MAP policy has been established by Windlass to help ensure the legacy of Windlass as a top producer of high quality swords, daggers, shields, arms & armor, plus period clothing and accessories and to protect the reputation of its name and products. The MAP policy is also designed to ensure dealers and distributors have the incentive to invest resources into services for Windlass customers.

Please indicate your understanding of this policy and your willingness to abide by its terms and conditions by signing and listing the name of your company below.

Company: _____ Date: _____

Authorized Representative (print name): _____

Authorized Representative Signature: _____