



## Terms & Conditions for Retailers

**Retailer Requirements:** All retailers must be approved and have an established wholesale account with Eco Sprout to sell our products. Retailers must maintain a reputable brick and mortar store or on-line store with a valid tax id. Retailer is responsible for following all applicable laws related to such store and/or website.

### Retail Sales:

1. All of the product and product labels must remain unaltered and intact.
2. No auctions or third party sales of the products are allowed without express written consent from Eco Sprout.
3. All names and logos for products may be registered trademarks of Eco Sprout and belong to Eco Sprout. Retailer is not permitted to use such name, logos, or any part of the name in Retailer's company name or URL name.
4. Retailer may advertise such names and logos for retail sale of the product and must use photos and logos supplied by Eco Sprout.
5. All advertising and product display must be conducted professionally and presented in a way that maintains the quality and integrity of the product.
6. Retailer is free to sell the products at any price they deem appropriate as long as it is AT or ABOVE the listed MSRP of the product. However, distributor reserves the right to announce new or changing policies to the pricing and other terms and conditions for Retailers.
7. Distributor reserves the right to adjust the wholesale price of any of the products by retailer. Any such changes will be announced with 30 days notice.
8. Authorized sales will be announced from Eco Sprout at which time retailers may choose to participate or not.
9. Retailers may conduct additional sales periodically for special events, however sale prices must be only for a limited time and cannot go below 20% of MSRP. Such sales are allowed only once per quarter.
10. In order to continue to receive wholesale prices, retailers must abide by these policies at all times. Eco Sprout reserves the right to change the policies at any time for any reason. Retailer agrees to sign and deliver an updated copy of these policies within 2 weeks after requested by Eco Sprout.