



Grandstream Shield Reseller Agreement

Grandstream Networks, Inc. is proud to offer its Grandstream Shield Reseller Program. This program is designed for the exclusive use of Online Resellers who purchase Grandstream products from a Grandstream Certified Partner ('Distributor'). Grandstream Shield is designed to assist Resellers to sell Grandstream products and in no way replaces or revises the current Grandstream Distributor process.

I. Purpose

The purpose of Grandstream Shield is to assist and support Online Resellers that wish to sell Grandstream products on marketplaces such as Amazon, eBay and others. This Program is designed to reward our valued Online Resellers for their ongoing commitment to Grandstream, and to make it easier for them to sell our products, increase their profitability and grow their business with us.

II. Benefits

Grandstream Shield members will be provided the following benefits:

- a. Exclusive product webinars;
- b. Early notification of upcoming products
- c. Authorized use of Grandstream's copyrighted material
- d. Authorized use of and access to Grandstream's logo
- e. Authorized use of and access to high-resolution product images
- f. Priority support e-ticketing system
- g. Exclusive quarterly newsletter
- h. Recognition as a Grandstream Shield Certified Reseller

III. Minimum Standards to Apply for Grandstream Shield

Online Resellers should:

- a. Have a working, professional web site with a company-specific registered URL
- b. Have the ability to keep this website current on a day-to-day basis
- c. Have web pages dedicated to Grandstream products. Grandstream products should not be displayed without specific technical specifications
- d. Have a physical business address. Post office boxes are not allowed
- e. Resellers must register all online aliases with Grandstream

IV. Reseller Responsibilities

Grandstream Shield Resellers agree to the following:

- a. To always comply with Grandstream Minimum Advertised Price (MAP) Policy. Prices publicized on the Reseller's website, or sold through any third-party websites, such as eBay, Amazon...etc. must not be lower than the Grandstream specified MAP. However, the actual price at which the Reseller sells Grandstream products to their customers is determined solely by the Reseller;
- b. Resellers who sell Grandstream products through the Amazon Marketplace must comply with our Amazon requirements:
 - May sell via Merchant Fulfillment (MFN)
 - May NOT sell through Fulfillment by Amazon (FBA) without written Grandstream Approval

Grandstream reserves the right to place all Grandstream Shield Reseller on a 6-month probationary period to evaluate performance. Upon approval, Reseller MAY be granted the privilege of selling through FBA.

- Must always follow our MAP pricing
 - Must always display their unique Grandstream Shield on ALL LISTINGS
 - Must NOT sell, resell, or distribute any Grandstream products to another reseller of any type
 - Must NOT sell or advertise in any other region other than the United States
- c. Maintain current and accurate Grandstream product information on the Reseller's website;

- d. The Reseller acknowledges that in addition to actual selling price, the prices at which the Reseller purchased the products from Grandstream Distributors are also strictly Confidential.
- e. The Reseller MUST provide a weekly COG's report complete with Qty, SKU, Date and MAC address to Grandstream

V. Grandstream Shield Application Procedure

- a. Grandstream Shield will be managed by Grandstream in cooperation with Grandstream Distributors;
 - 1.) Resellers that currently purchase Grandstream products through our Distributors can register for the program at <http://www.grandstream.com/company/contact-us>. The Distributor is still their appropriate contact for all questions related to Grandstream. As a condition of eligibility, Grandstream Distributors will attest that, to the best of the Distributor's knowledge, a prospective Certified Grand Shield Reseller has agreed to adhere to the Grandstream MAP in all their activity associated with selling Grandstream products.
 - 2.) Applicants that have never sold Grandstream products should contact Grandstream to be referred to a Grandstream Distributor.
- b. After evaluation and approval, the Reseller can then apply for acceptance into the Grandstream Shield program.

VI. Terms of Grandstream Shield

Grandstream reserves the right to modify, suspend, or discontinue Grandstream Shield at any time. Grandstream will inform both Distributors and Resellers of any changes to the program. Program modifications will also be announced on Grandstream Shield.

In order to protect the relationship between Distributors and their customers, customer names provided by Distributors to Grandstream will not be shared with anyone, including other Distributors. Reseller information will only be shared with the reseller's selected Distributor that is noted on the account. Reseller information will not be shared with any other parties, including other Distributors not listed on the reseller's account.

By signing below, the reseller agrees to all of the Terms and Conditions outlined in the Grandstream Shield Reseller Agreement.

Company Name:

Address:

Phone:

Contact:

Signature:

Date: