



## RESELLER AGREEMENT

This policy went into effect April 26, 2019, and continues and supersedes all previous policies.

### INTRODUCTION

Crayon Rocks are simply the best coloring tool for young children! They are vibrantly colored and make beautifully textured art work similar to oil pastels. These eco-friendly soy wax crayons are made from USA grown soybeans and colored with non-toxic pigment powders. They are designed to strengthen the tripod grip muscles in young children, preparing fingers and hands for handwriting. The shape allows small fingers to apply color in large, wide strokes. Used by occupational therapists and preschool teachers to develop fine motor skills.

Crayon Rocks are non-toxic and conform to ASTM D 4236, ASTM F963, EN71 and CPSIA. These eco-friendly soy wax crayons are made in our rural Kentucky shop from USA grown soybeans. All aspects of our production, product, and packaging is designed to have the lowest environmental impact while still providing a superior tool for young children who love to color.

### MINIMUM RE-ORDER: \$25.00.

**NEW ACCOUNTS** are welcomed when accompanied by the completed Crayon Rocks Seller application below. Approved accounts will receive login credentials to access our wholesale at [www.crayonrocks.com](http://www.crayonrocks.com). Alternatively, companies may submit purchase orders to [orders@crayonrocks.com](mailto:orders@crayonrocks.com). Crayon Rocks, by its acceptance of an order(s), is not in any way obligated to accept future orders from the Purchaser.

**SHIPMENTS:** We will ship via UPS or USPS, unless you request otherwise. We can use your shipping account if you so desire. Contact us for special or pallet orders. Shipping charges are prepaid and added to your merchandise invoice. It is our policy to charge only what we are charged. Shortages in shipments, defective merchandise, or errors in billing should be reported upon receipt of order to Crayon Rocks at [orders@crayonrocks.com](mailto:orders@crayonrocks.com). Every effort will be made to correct errors in shipments and defectives products. If merchandise is damaged in transit via freight, please accept the shipment and file a claim with the carrier. Call us about other delivery issues.

**RETURNS:** Please request a prior authorization for any merchandise returns at [orders@crayonrocks.com](mailto:orders@crayonrocks.com).

### MINIMUM ADVERTISED PRICING POLICY

Crayon Rocks recognize that our success is tied to our customers and to the success of our network of select authorized dealers. We know many of our dealers invest significant time and resources to deliver an extraordinary customer experience. We want to protect their ability to do so, while at the same time discouraging price-based advertising that would be detrimental to our dealers' efforts. As a result, Crayon Rocks has unilaterally established this Minimum Advertised Price ("MAP") Policy.

#### Policy Statement

Crayon Rocks, at its sole discretion, reserves the right to discontinue doing business with any reseller that advertises any Crayon Rocks product(s) covered by this MAP Policy at a price lower than Crayon Rocks Manufacturer's Suggested Retail Price ("MSRP"). Please use the pricing contained in the catalog that we send to you periodically. A customer violates the MAP Policy if it resells MAP products to sellers whose advertised prices do not comply with this MAP Policy. Specific details of how our MAP policy works is explained with the following:

#### General Guidelines

- a. Crayon Rocks recognizes that dealers are free to make their own decisions to advertise and sell any Crayon Rocks product at any price they choose, without consulting or advising Crayon Rocks. Similarly, Crayon Rocks will exercise its right to make its own decisions regarding the Crayon Rocks dealer/distributor program, supplemental marketing materials, point-of-purchase displays, product allocation, new product availability, or future promotional, joint marketing, or sponsorship programs.
- b. The MAP Policy applies to advertised prices, not the price at which MAP Products are actually sold or offered for sale to an individual in-store or over the telephone.

## **Advertising Guidelines**

- a. The MAP Policy applies to all advertisements of MAP Products in any and all media, including but not limited to flyers, posters, coupons, mailers, inserts, newspapers, magazines, catalogs, television, radio, and public signage, as well as Internet sites, social media sites, apps, or any other electronic media.
- b. The MAP Policy does not apply to solely on premise or in-store advertising. Website features such as "click for price", automated "bounce-back" pricing e-mails, pre-formatted e-mail responses, forms, and automatic price display for any items prior to being placed in a customer's shopping cart, and other similar features are considered to be communications initiated by the dealer (rather than by the customer) and thereby constitute "advertising" under this MAP Policy.
- c. It shall not be a violation of this MAP Policy to advertise that a customer may "call for price" or "email for price", or to use similar language, specifically with respect to Crayon Rocks Products, so long as no price is listed.
- d. This MAP Policy also applies to any activity which Crayon Rocks determines, in its sole discretion, is designed or intended to circumvent the intent of this MAP Policy, such as solicitations for 'group purchases' and the like.
- e. It shall not be a violation of this MAP Policy to advertise in general that the reseller has "the lowest prices" or will match or beat its competitors' prices, or to use similar phrases; so long as the reseller does not include any advertised price below MAP product MSRP and otherwise complies with this MAP Policy.

## **Policy Enforcement**

- a. Crayon Rocks reserves the right to cancel any pending orders, restrict future orders, or suspend dealers' account if Crayon Rocks reasonably believes a dealer has violated the provisions of this policy.
- b. Crayon Rocks is solely responsible for determining whether a violation of the MAP Policy has occurred. The MAP Policy will be enforced by Crayon Rocks in its sole discretion.

## **ONLINE DISTRIBUTION POLICY**

Crayon Rocks has unilaterally established this Online Distribution ("OD") Policy. The OD Policy applies to all of its customers that seek to sell any and all Crayon Rocks products via online sources. Pursuant to the OD Policy, customers may not utilize third-party websites (i.e. websites or other online channels or conduits that are operated by entities other than that particular customer such as Amazon or Ebay) to sell Crayon Rocks products without written permission. Pursuant to the OD Policy, a customer may use its own website, or its own online sources, for the purposes of selling Crayon Rocks products. A customer violates the OD Policy if it resells Crayon Rocks products to sellers that utilize third-party websites for the sale of such products. Crayon Rocks reserves the right to cancel any pending orders, restrict future orders, or suspend dealers' account if Crayon Rocks reasonably believes a dealer has violated the provisions of this policy.

## **TRADEMARK**

Crayon Rocks is a registered trademark in the United States, Europe, Australia/New Zealand, Mexico and as such authorized re-users must include the ® logo to indicate appropriate ownership. Crayon Rocks®, note the specific placement of the registration mark ® on the top right side. The registration mark only needs to appear once in a document or product.

All questions related to Crayon Rocks Policies should be directed to:

Barbara Lee

7053 Vernon Road

Hestand, KY 42151.

[barbaralee@crayonrocks.com](mailto:barbaralee@crayonrocks.com)

# 2019 Reseller Policy

## Wholesale Dealership Application

Company Name: \_\_\_\_\_ Contact Name/ Title: \_\_\_\_\_

Billing Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_

Shipping Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_

Phone: \_\_\_\_\_ Email: \_\_\_\_\_ Fax: \_\_\_\_\_

Preferred Ship Method: \_\_\_\_\_ Account Number: \_\_\_\_\_

Type of Business: \_\_\_\_\_ Years in Business: \_\_\_\_\_ Parent Company: \_\_\_\_\_

Type of Store Fronts (Y/ N): Brick-&-Mortar: \_\_\_\_\_ Number of B-&-M(s): \_\_\_\_\_ Catalog: \_\_\_\_\_ Website: \_\_\_\_\_

Website Names: \_\_\_\_\_

Resale Certificate No. / Sales Tax ID No.: \_\_\_\_\_

For Which States: \_\_\_\_\_

You may skip this next section if paying prior to shipping.

### Trade References:

Company: \_\_\_\_\_ Contact Name: \_\_\_\_\_

Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_

Phone: \_\_\_\_\_ Account Number: \_\_\_\_\_

### Trade References:

Company: \_\_\_\_\_ Contact Name: \_\_\_\_\_

Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_

Phone: \_\_\_\_\_ Account Number: \_\_\_\_\_

I hereby certify the information provided above is true and correct to the best of my knowledge. I have read and agree to the terms of Crayon Rocks® Dealer Policy.

Signature: \_\_\_\_\_ Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_ Date: \_\_\_\_\_

Please return via email or snail mail to Crayon Rocks, 7053 Vernon Road, Hestand, KY 42151.

Phone (818) 823-7423 and (270) 255-0048; [orders@crayonrocks.com](mailto:orders@crayonrocks.com)