

Minimum Advertising Policy Program (“MAP Program”) for Motorola Solutions Consumer Two-Way Radio Distributors (“CR Distributors”) and their resellers of Motorola Two-Way Radio products (“CR Resellers”)

I. The MAP Program

A. Guidelines for Participation in the MAP Program

- (i) Participation by both CR Distributors and CR Resellers is voluntary.
- (ii) Applies **only** to Advertisements (as defined in Section B below) paid for by Motorola and/or CR Distributors’ co-op funds (herein referred to as “Co-op Funds”).
- (iii) CR Distributors and CR resellers who use Co-op Funds must advertise the Motorola products listed in Section III below (the “Products”) at or above the Motorola Minimum Advertised Price (“MAP”) (as defined in Section III below) **or** not include any price in Advertisements; and
- (iv) CR Distributor and CR Resellers are free to **sell** the Products at whatever price they choose and they do not have to sell the products at the advertised price.

B. Types of Advertising MAP Program Applies To

- 1. Print Advertising (catalogs, flyers, inserts, newspapers, magazines, yellow pages, etc.)
- 2. Electronic Advertising such as:
 - a. Internet Advertising which include all areas of a website above the “shopping cart” level on any web site and other pages that follow upon “click-through”, including (without limitations): Internet-only “e-tailers” that offer the Products.
 - b. Web sites of traditional retailers, distributors, and mail-order businesses that offer the Products.
 - c. On-line services and portal sites that advertise the Products (such as but not limited to aol.com, yahoo.com).
 - d. Shopping sites (“bots”) that advertise prices offered on the Products (such as, but not limited to, mylamon.com, dealtime.com, bottomdollar.com).
 - e. “Banner ads” for a Product placed on any web site (including the store’s own web site) and pages that follow banner ads upon “click-through”.

CR Distributors and CR Resellers choosing not to use Co-op Funds to pay for their Advertisements are free to advertise at whatever price they choose.

II. Compliance & Monitoring

A. Compliance

- (i) CR Distributors will flow down the requirements of the MAP Program to the CR Resellers.
- (ii) CR Distributors will provide each of the CR Resellers with a copy of this MAP Program.
- (iii) CR Distributors will strictly enforce the MAP Program and be responsible to Motorola for the CR Resellers' compliance therewith.
- (iv) When CR Distributors receive notice from Motorola of CR Resellers' failure to comply with the MAP Program, CR Distributors will have seventy-two (72) hours to work with the applicable CR Reseller to correct the non-compliance.
- (v) Failure to correct a CR Reseller's non-compliance will result in the withholding by Motorola of Co-op Funds from the non-compliant CR Distributor and by CR Distributor of Co-op Funds from the non-compliant CR Reseller.
- (vi) Bundled Products; MAP Products cannot be bundled without prior written consent of the authorized Program administrator identified below. MAP Products are considered "bundled" when they are: (1) grouped with other Motorola or other manufacturers' products and advertised at one price; (2) grouped in such a way where something is advertised for free; (3) included in a trade-in program; or (4) included as part of a special promotion. To be considered for approval by Motorola, any advertising of bundled MAP Product(s) must clearly state the then current MAP Price for such Map Product. In addition, the net advertised value of the promotion or special bundled advertised price must not net below the Minimum Advertised Price for the MAP Product.

B. Monitoring of Compliance with MAP Program

- (i) CR Distributors in conjunction with Motorola's Account Manager will monitor compliance of CR Resellers Advertisements to ensure compliance with the MAP Program.
- (ii) Neither Motorola nor the CR Distributors will mandate compliance with the MAP Program if CR Resellers do not use Co-op Funds for the Advertisements.

III. Products and MAP

The following table illustrates each product and its minimum advertised price:

<u>Product</u>	<u>MSRP</u>	<u>MAP</u>
<u>Motorola Developed Radios:</u>		
T100	\$34.99	\$29.00
T100TP	\$49.99	\$43.00
T107	\$34.99	\$29.00
T200	\$54.99	\$49.00
T200TP	\$74.99	\$65.00
T260	\$64.99	\$59.00
T260TP	\$89.99	\$78.00
T400	\$79.99	\$69.00
T460	\$89.99	\$79.00
T465	\$104.99	\$94.00
T480	\$69.99	\$59.00
T600	\$119.99	\$99.00
T605	\$149.99	\$119.00

IV. MAP Program Modifications

Motorola reserves the right at any time to modify, suspend, or discontinue the Map Program in whole or in part or designate promotional periods during which the terms of the Map Program change or designate periods of time during which the MAP Program is not applicable.

V. General and Contact Information

Motorola will not discuss any conditions of acceptance related to this MAP Program, as it is non-negotiable, and will not be altered for any CR Distributor or CR Reseller. Motorola neither solicits, nor will it accept, any assurance of compliance with this MAP Program. Nothing in this MAP Program or in any other contract or agreement with Motorola shall constitute an agreement between Motorola and CR Distributors and CR Resellers for compliance with this MAP Program.

MOTOROLA SALES PERSONNEL HAVE NO AUTHORITY TO MODIFY OR GRANT EXCEPTIONS TO THE MAP PROGRAM OR HAVE ANY COMMUNICATIONS WITH ANY CR DISTRIBUTOR AND/OR CR RESELLER REGARDING VIOLATIONS THEREOF. All questions or comments regarding the Map Program are to be directed to the Program administrator at CACG42@motorolasolutions.com. The MAP Program administrator shall be solely responsible for determining whether a violation of the MAP Program has occurred, communicating decisions to CR Distributors and CR Resellers and receiving any communication regarding sanctions imposed under the MAP Program.{Effective Date: February 1, 2016}