



HOUSE OF ROHL

## UNILATERAL POLICY FOR ADVERTISED PRICES – USA

Rohl LLC and its related companies under the House of Rohl brand family (“House of Rohl”) are integrating each of their discrete Unilateral Policies for Advertised Prices under a single House of Rohl Unilateral Policy for Advertised Prices for all of the products sold in the United States within the House of Rohl brand portfolio (the “Policy”). The new Policy is effective April 1, 2025 and is applicable to all (a) distributors of products of the House of Rohl brands (“Products”) and (b) resellers of Products who enjoy benefits from House of Rohl, such as the authorized use of intellectual property assets. Resellers include wholesalers, showrooms, retailers, e-commerce retailers and kitchen and bath dealers.

### **Unilateral Policy**

Each distributor and reseller remains free to determine for itself the resale prices at which it will sell and promote products under the House of Rohl brands. House of Rohl does not ask for, nor will they accept, any assurance of compliance or agreement from a distributor or reseller regarding the Policy. Nor will House of Rohl discuss any conditions or acceptance related to the Policy. House of Rohl is unilaterally implementing the Policy. House of Rohl will determine whether Products are being advertised in violation of the Policy and will implement the Policy in its sole discretion. All decisions by House of Rohl to take action for a violation of the Policy are final. House of Rohl will not negotiate or discuss any aspect of this Policy or decision with respect to this Policy. The Policy does not apply to discontinued merchandise or closeouts as clearly identified by House of Rohl. House of Rohl may designate certain products as promotional and no longer subject to the MSAP Policy.

### **Section I**

A House of Rohl distributor or reseller remains free to establish its own resale prices for Products. However, distributors and resellers may not advertise or otherwise promote Products under the House of Rohl brands to retail consumers via a mass media (including the Internet) at a Net Price (as defined below) below the Minimum Suggested Advertised Price (the “MSAP”) established from time to time by House of Rohl. “Net Price” shall mean the stated price less all discounts, coupons, allowances, and free goods or services offered with House of Rohl products.

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With respect to advertising, the following apply:

**A: Discounts:** The value of any discount, rebate, credit, free item, loyalty reward, or the like must be calculated at retail value in determining the final Net Price of a Product.

**B: Percentage Off:** Advertisements that state a percentage off that will net the Net Price of the House of Rohl Product below MSAP are **NOT** allowed.

**C: Rebates:** Advertising of rebates MUST include the House of Rohl Product's final price after the rebate, AND the rebate combined with any other form of discount or credit must not reduce the Net Price below the MSAP.

**D: Shipping:** Advertising “Free Shipping” or providing credit for shipping is **NOT** a violation of this Policy **UNLESS** there is a dollar value mentioned that has Net Price below the MSAP.

**E: Bundling:** Where a House of Rohl Product is bundled with or sold as part of a package that includes another House of Rohl Product, it shall be a violation of this Policy to sell or advertise the bundle or package at a price that is lower than the combined MSAP of the bundled products. NOTE: All product bundles, when these are not already expressly identified as products, must be pre-approved by House of Rohl. It shall violate this Policy if Products are bundled with or sold as part of a package that includes items not expressly approved for such a bundle by House of Rohl. Any promotions involving such bundles must be approved by House of Rohl.

In addition, a distributor or reseller may not include statements or other information (such as coupons specific to any Products under the House of Rohl brands) in its advertising or promotion of such Products to retail consumers via a mass media (including the Internet) that indicate, suggest, or imply that a price below the MSAP can be obtained from the distributor or reseller by contacting the distributor or reseller, visiting the distributor's or reseller's showroom or store, that a consumer can “add to cart for price” or that there is “special in-cart pricing” or any other means.

Further, without the prior, written consent of House of Rohl, neither a distributor nor a reseller may include statements or other information in its advertising or promotion of Products under

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the House of Rohl brands to retail consumers via a mass media (including the Internet) that indicate, suggest, or imply that the distributor is an “Authorized” dealer, reseller, distributor or other marketer of our products.

In the event that a distributor or reseller violates Section I of this policy:

First Violation – House of Rohl will reduce the discount at which the distributor or reseller purchases Products from House of Rohl by 10 percent.

Step 1: Distributor or reseller will be notified in writing of the violation. Distributor or reseller will have ten (10) calendar days to correct such violation and come into compliance with the MSAP policy. Step 2: If Distributor or reseller fails to correct the violation within ten (10) calendar days from the date the written notice was provided, House of Rohl will immediately decrease the discounted price at which the Distributor or reseller purchases Products from House of Rohl by 10 percent. The violation will last for a period of ninety (90) calendar days. Step 3: Following the end of the ninety (90) day period referenced in Step 2 above, and provided that distributor or reseller did not otherwise violate the MSAP policy during the ninety (90) day suspension period, House of Rohl will reinstate distributor or reseller to full status. If the distributor or reseller continues to be in violation of the MSAP policy at the end of the ninety (90) day suspension period, it will be considered a second violation.

Second Violation – House of Rohl will terminate the distributor’s or reseller’s direct purchasing status.

## Section II

House of Rohl distributors and resellers are not authorized to sell products under the House of Rohl brands to entities or persons whom the distributor or reseller knows (or reasonably should know or suspects) advertise or otherwise promote our products to retail consumers via a mass

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media (including the Internet) at a Net Price below the MSAP established from time to time by House of Rohl.

In addition, neither House of Rohl distributors nor resellers are authorized to sell Products under the House of Rohl brands to any entity or person that includes statements or other information (such as coupons specific to any of our Products) in its advertising or promotion of Products to retail consumers via a mass media (including the Internet) that indicate, suggest, or imply that a price below the MSAP can be obtained from the entity or person by contacting it, visiting its show- room, placing a Product “in the shopping cart” or any other means.

Further, no House of Rohl distributor or reseller is authorized to sell Products to any entity or person that includes statements or other information in its advertising or promotion of our products to retail consumers via a mass media (including the Internet) that indicate, suggest, or imply that the distributor is an “Authorized” dealer, reseller, distributor or other marketer of our products, unless such entity or person has prior, written consent from House of Rohl to so advertise.

In the event a distributor or reseller violates **Section II** of this policy:

First Violation – House of Rohl will reduce the discount at which the distributor or reseller purchases Products from House of Rohl by 10 percent. House of Rohl will also remove the distributor or reseller from all links and listings on House of Rohl’s website.

Step 1: Distributor or reseller will be notified in writing of the violation. Distributor or reseller will have ten (10) calendar days to correct such violation and come into compliance with the MSAP Policy.

Step 2: If Distributor or reseller fails to correct the violation within such ten (10) calendar day period, House of Rohl will immediately reduce the discount at which the Distributor or

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reseller purchases Products from House of Rohl by 10 percent. For example, if a Distributor is eligible for a 0.5 multiplier, their reduced multiplier would be a 0.6.

The reduced discount will last for a period of ninety (90) calendar days

Step 3: Following the end of the ninety (90) day period referenced in Step 2 above, and provided that distributor or reseller did not otherwise violate the MSAP policy during the ninety (90) day suspension period, House of Rohl will reinstate the distributor or reseller regular Product discount. If the distributor or reseller continues to be in violation of the MSAP Policy at the end of the ninety (90) day suspension period (or has violated the MSAP Policy at any time during the ninety (90) day suspension period), it will be considered a second violation.

Second Violation – House of Rohl will terminate the distributor's or reseller's direct purchasing status, including (in House of Rohl's sole discretion) any benefits conferred by House of Rohl, including use of House of Rohl's trademark and marketing assets.

### Section III

If House of Rohl determines that a distributor or reseller is the originating source of Products which are being sold by an entity or person that is:

- (a) advertising or otherwise promoting Products under the House of Rohl brands to retail consumers via a mass media (including the Internet) at a Net Price below the MSAP established from time to time by House of Rohl;
- (b) including statements or other information (such as coupons specific to any of our Products) in its advertising or promotion of Products to retail consumers via a mass media (including the Internet) that indicate, suggest, or imply that a price below the MSAP can be obtained from the entity or person by contacting it, visiting its showroom, or any other means; and/or
- (c) including statements or other information in its advertising or promotion of Products under

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the House of Rohl brands to retail consumers via a mass media (including the Internet) that indicate, suggest, or imply that such party is an “Authorized” dealer, reseller, distributor or other marketer of our Products, without the prior, written consent from House of Rohl to so advertise;

then, the House of Rohl distributor or reseller will be subject to the penalties described in Section II above.

For the purposes of determining the applicable penalty, violations of Section I, Section II and Section III will be treated separately. Therefore, if a House of Rohl distributor or reseller violates Section I and then violates Section II, the non-compliant House of Rohl distributor or reseller will be sanctioned under Section I and Section II for the first violation of each, not treated as if the Section II violation is a “Second Violation” of Section I.

### Additional Guidance

A House of Rohl distributor or reseller or other entity or person selling Products under the House of Rohl brands violates this Policy by advertising or promoting Products via mass media at a Net Price below the then current MSAP. This includes any price published via mass media, including but not limited to prices displayed through website or webpage links, website or webpage pop-ups and other methods of publication anywhere on the Internet. For example, a House of Rohl distributor or reseller or other entity or person selling Products may not include statements such as “click here for best price”, “call for pricing”, “add to cart for price” or “special in-cart pricing”.

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### MSAP

House of Rohl is establishing a MSAP of .75 times (25% off) the current House of Rohl List Price in effect. House of Rohl reserves the right to change the MSAP on 30 days written notice. "House of Rohl distributor" shall mean any distributor of House of Rohl products. Including but not limited to products branded: Shaws®, Perrin & Rowe®, ROHL®, Riobel®, and Victoria + Albert®.

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