

GENERAL TERMS & CONDITIONS**TradeGrade Policy**

- I. Pentair Water Pool and Spa, Inc. ("Pentair") has established a TradeGrade policy for Trade Grade Products (defined below), effective October 1, 2019.
- II. This policy was established to provide an exceptional product ownership experience to pool owners by manufacturing equipment that perform to the highest standards while protecting the integrity of the Pentair brand . To achieve this objective, this policy was established to ensure accurate assessments and requirements (i.e. plumbing size, hydraulics, electrical, and/or gas lines) in order to assure proper equipment specification and installation by a trained pool professional.
- III. Pentair expects its distributors, dealers and other resellers of TradeGrade Products to utilize its best efforts in promoting, selling and advising potential customers of the benefits of Pentair's TradeGrade portfolio of products.
- IV. TradeGrade Products must be sold by qualified pool professionals (such as: pool builders, brick and mortar retailers and/or pool service companies) and not online.
- V. This TradeGrade policy applies to those products and SKUs located on Pentair.com/TradeGrade.
- VI. The TradeGrade Policy is being unilaterally implemented and enforced by Pentair.

VIOLATIONS

- I. The TradeGrade policy is applicable to any and all distributors, dealers and other resellers of TradeGrade Products. In the event of a violation of this TradeGrade policy, Pentair reserves the right, at its sole discretion, to take such corrective and remedial actions as Pentair believes appropriate. Such actions may include, without limitation:
 - i. Reduction in Pentair Partners Incentive Program (PIP) rewards and/or complete removal from an incentive program
 - ii. Declaring a distributor, dealer or reseller ineligible for certain pricing promotions and/or marketing programs, including, but not limited to, access to and utilization of the resources and materials contained within the Pentair Partner Center.
 - iii. Refusal to accept future orders for all or certain lines of Pentair-branded products until, in Pentair's sole opinion, the violation is cured, and/or
 - iv. Termination of the distributor's, dealer's or reseller's ability to purchase and/or resell Pentair-branded products.

TradeGrade Policy

- II. You, as a pool professional (pool builder, brick and mortar retailer and/or pool service company) and pool distributor, are prohibited from selling TradeGrade products to or through online retailers or resellers. This includes any drop-shipping of TradeGrade Products on behalf of, or to complete the sale for, online retailers or resellers. This does not mean you cannot show TradeGrade products on your website. It does mean that you CANNOT provide 'click for a quote', 'add to cart', show a product price or sell it via any online medium or auction site, such as Amazon® or eBay®. See Appendix A for examples of acceptable online advertising uses.
- III. If a TradeGrade product is sold online, warranty will be limited to a 60-day limited warranty. Pentair will not be liable for any costs or expenses related to an extended warranty provided to a consumer beyond the 60-day limited warranty that Pentair will provide for such sales. Furthermore, no PIP dollars, if any, will be rewarded to the dealer for the purchase.

OTHER

- I. This TradeGrade policy supersedes and replaces any prior policies or directives which were in effect as of the effective date with respect to restrictions on sale, advertisement or other restrictions outlined in this policy with respect to TradeGrade Products.
- II. Pentair will unilaterally determine the need for any enforcement and the nature of such enforcement. Pentair may modify, alter, suspend or cancel this TradeGrade policy at any time and for any reason in Pentair's sole discretion.
- III. Without limiting the foregoing, Pentair may amend the TradeGrade policy from time to time to add new products without altering or limiting the application of the TradeGrade policy to the existing products subject to the policy.

Please contact us with any questions you may have.

Amazon® is a registered trademark of Amazon Technologies, Inc., in the United States and/or other countries.

eBay® is a registered trademark of eBay, Inc., in the United States and/or other countries.

TradeGrade Policy

APPENDIX A

ACCEPTABLE advertising options



PENTAIR TRADEGRADE ecoselect
MicroBrite[®]
 Warm White Light.
 Bring the Comfort of Home Into the Pool With Natural Lighting.
 Available In-Store Only!

Can say "Available In-Store Only" when advertising a TradeGrade product online.



PENTAIR TRADEGRADE ecoselect
MicroBrite[®]
 Warm White Light.
 "LIGHT UP THE NIGHT" SPECIAL.
 ONE WEEKEND ONLY!
 \$50 OFF

Can show a percent or dollar amount off when advertising a TradeGrade product online.

UNACCEPTABLE advertising options



PENTAIR TRADEGRADE ecoselect
MicroBrite[®]
 Warm White Light.
 Bring the Comfort of Home Into the Pool With Natural Lighting.
 only \$349

Cannot list a price for a TradeGrade product when advertising online.



PENTAIR TRADEGRADE ecoselect
MicroBrite[®]
 Warm White Light.
 Bring the Comfort of Home Into the Pool With Natural Lighting.
 ADD TO CART

Cannot say "ADD TO CART" when advertising a TradeGrade product online.



PENTAIR TRADEGRADE ecoselect
MicroBrite[®]
 Warm White Light.
 Bring the Comfort of Home Into the Pool With Natural Lighting.
 CLICK FOR QUOTE

Cannot say "CLICK FOR A QUOTE" when advertising TradeGrade product