



Distribution Policy – CANADA

Effective: May 2, 2016

The following Policy will apply to all direct customers of Moen (“Moen distributors”) as relates to the online sales of Moen products in Canada, including products sold under related brands such as Cleveland Faucet Group, Creative Specialties, Donner, Home Care and other Moen-owned brands.

As of May 2, 2016, Moen distributors shall not be permitted to:

1. sell active* Moen products to customers who resell on the internet, unless such resellers are Moen Canada’s Authorized E-Tailers; or
2. resell active* Moen products on the internet via their own website or through other websites including without limitation marketplace websites (e.g., eBay, Amazon Marketplace, etc), unless such distributor is itself a Moen Authorized E-Tailer.

* “Active” products means all products which are currently being sold by Moen unless they have been designated by Moen in writing as discontinued or to-be-discontinued.

Distributors are responsible for confirming whether an entity is an Authorized E-Tailer in Canada by consulting the Authorized E-Tailer list for Canada, which shall be available at Moen.ca/ecommerce.

Additionally, distributors must report to Moen Canada a listing of their customers who resell on the Internet in Canada, upon Moen’s request.

Moen Canada shall enforce this Distribution Policy as follows:

	Trigger	Enforcement**
1st Violation	Distributor is not in compliance with this Distribution Policy	<ul style="list-style-type: none"> • Moen shall provide a written “1st Violation” notice to the Moen distributor
2nd Violation	Thirty (30) days or more after the 1 st Violation, distributor is not in compliance with this Distribution Policy	<ul style="list-style-type: none"> • Moen shall provide a written “2nd Violation” notice to the Moen distributor • Moen may stop shipment of some or all Moen skus to the distributor for a thirty (30) day period
3rd Violation	Thirty (30) days or more after the 2 nd Violation, distributor is not in compliance with this Distribution Policy	<ul style="list-style-type: none"> • Moen shall provide a written “3rd Violation” notice to the Moen distributor • Moen may stop shipment of some or all Moen skus to the distributor for a three (3) month period
Chronic Violators: For chronic violators of this Distribution Policy, Moen in its discretion shall indefinitely suspend shipment to such distributors		

***If a Distributor believes a Notice of Violation was sent in error, then, within fifteen (15) business days from receiving such notice, it may submit evidence to Moen for consideration. If Moen, in its sole judgment, finds such evidence to be persuasive, it may withdraw the applicable Notice of Violation.*

Moen is implementing this policy for Canada only. Moen's policy and its Authorized E-Tailers for other jurisdictions may differ so please check accordingly.