



E-COMMERCE AUTHORIZED RETAILER POLICY

August 16, 2021

As part of our strategy to protect both our brands and the integrity of our authorized distribution channels, Worldwise, Inc. (“Worldwise”) is implementing the following E-Commerce Authorized Retailer Policy (the “Policy”) for SmartyKat®, TrustyPup®, goDog®, Sherpa®, Petlinks®, Pooch Planet® Kitty Sift®, FurHaven®, and Pawscout®-branded products (the “Products”) via websites (other than your Proprietary Website, as that term is defined below), apps, social media sites and other channels of distribution accessed via the Internet (collectively, the “E-Commerce Channel”).

The purpose of this Policy is to distinguish between products sold by authorized resellers via E-Commerce Channels, and those sold via E-Commerce Channels by third parties that are not authorized to do so. Except as expressly set forth in this Policy, Worldwise has designated the E-Commerce Channel as restricted to only the retailers, distributors, partners and other Worldwise customers (collectively, the “Authorized E-Commerce Distributors”) who Worldwise has expressly authorized, in writing, to sell the Products via the E-Commerce Channel.

If you are an Authorized E-Commerce Distributor or Retailer, this Policy restricts the manner in which you may sell Worldwise, Inc. products via the E-Commerce Channel. Specifically, if you wish to sell Products via the E-Commerce Channel, you must limit online sales to your own proprietary website (your “Proprietary Website”). Unless we have otherwise expressly agreed in writing, the content, domain name and primary branding of your Proprietary Website must be owned by you; you may own multiple domains that redirect to your Proprietary Website, but you may only sell Products on one Proprietary Website. You may not sell Products as a third-party seller on marketplace websites such as Amazon, eBay, Jet, Rakuten, Walmart Marketplace and others without our prior written consent from Worldwise, Inc.

The policy will be effective August 16, 2021. Our rules regarding online sales will be strictly enforced.

If you are an authorized E-Commerce distributor, we appreciate your support in adhering to this policy, starting with communicating these new guidelines to your own customers. Unless your customers receive written consent from Worldwise, they are prohibited from displaying Worldwise branding or offering for sale or selling Products via the E-Commerce Channel.

With your partnership, we are confident these new measures will allow us to properly represent our brands and products, better manage our reseller community and ultimately support our goal of eliminating the proliferation of counterfeit product appearing online.

Please see below for FAQs on how the Policy impacts your business:

What if you are currently an Amazon FBA seller or sell in other marketplaces?

If you are currently selling products through Amazon’s FBA program or through other marketplaces, you may continue offering our Products until your existing stock runs out. Unfortunately, we will no longer be able to sell our product to you for any marketplace sales. Your customer account will also be modified, prohibiting you from submitting new orders for Products.

What if you are currently selling as an Amazon Fulfilled-By- Merchant Seller?

If you are selling Products and do your own fulfillment, we expect you to deactivate your listings for all products no later than October 15, 2021.

What if you are currently selling Worldwise, Inc. products on your own website?

Sellers operating their own Proprietary Website may continue selling our Products on your Proprietary Website. We hope we can continue to supply you with our great product and expect you will benefit from our new policy.

Please note we have our trademarked brands enrolled with Amazon Brand Registry. Consequently, all Amazon product pages representing our Products will be monitored to ensure compliance with our policy. Failure to comply with our policy may result in your inability to buy Products.