

Carnivore Meat Company

Brand Protection and Minimum Advertised Price Policy

Effective March 1, 2023

Background

This Brand Protection and Minimum Advertised Price Policy (this “Policy”) establishes requirements for brand protection and minimum advertised prices by Carnivore Meat Company’s network of distributors, retailers, and authorized resellers (each a “Dealer,” and collectively “Dealers”) of the *Vital Essentials*® and *Nature’s Advantage*® brands of pet food.

Carnivore Meat Company (also referred to as Carnivore) is a manufacturer of high-quality raw pet food. It does not control the actual sale price to end users in the marketplace. Dealers include independent dealers, national and regional authorized retailers and authorized internet retailers of pet food. Dealers have the ability and discretion to independently sell all products at any price they choose. Carnivore believes that it is important that its Dealers provide appropriate high-quality sales assistance and service to customers considering Carnivore’s products.

End customers rely on advertising and online product research to help establish the value of products they purchase. This Policy is intended to ensure that the *Vital Essentials*® and *Nature’s Advantage*® branded products are promoted in the marketplace with the appropriate value and brand equity. Advertising and promotional activities play a crucial role in strengthening the image, reputation, and equity of these brands in each market segment that Carnivore serves.

Brand Protection

Carnivore has developed product brands, brand names or trade names that it distributes under its own trademark names and styles. Carnivore also holds copyrights to the material in all its catalogs, websites, social media and advertisements. To monitor the use of its trademarks, trade names, service marks and copyrights, and promote and support appropriate customer service, Carnivore has adopted this Policy applicable to its network of Dealers.

It is Carnivore’s policy that, to the fullest extent permitted by law, no Dealer may use Carnivore’s trademarks, trade names or service marks including, without limitation, *Vital Essentials*® and *Nature’s Advantage*®, or any derivatives thereof, or any of its copyright materials (“Marks and Copyrights”), in any advertising unless the Dealer complies with this Policy. Any license to use Marks and Copyrights will be in a separate written agreement. Carnivore remains the owner of the Marks and Copyrights and goodwill related thereto.

Minimum Advertised Prices

This Policy establishes minimum advertised prices for advertising in any media other than the internet (referred to as the “MAP”) and minimum advertised prices for advertising on the internet (referred to as the “IMAP”).

The terms of the minimum advertised prices, including with respect to the MAP and the IMAP, are as follows:

- It is a violation of this Policy for Dealers to advertise a price (a) on the internet for *Vital Essentials*® and *Nature’s Advantage*® products below the IMAP for such products, and (b) in all other advertisements for *Vital Essentials*® and *Nature’s Advantage*® products below the MAP for such products, in each case as established by Carnivore in its sole discretion from time to time. The current IMAP and MAP are set forth on Appendix A. Any and all changes to the IMAP or MAP will be communicated to Dealers, directly or indirectly, by Carnivore.
- Products can be sold by Dealers at any price, including a price below the IMAP or MAP. This Policy only prohibits Dealers from advertising products that are below the IMAP or MAP, but not from selling products and parts below

the IMAP or MAP.

- Advertising practices that have the effect of reducing the advertised price below the IMAP or MAP violate this Policy. Combining a product subject to this Policy with a “free” product or in a “package” with other products or with a discount coupon would have such an effect.
- Advertising is defined as listing or disseminating a price for a specific product, or listing or disseminating product-specific coupons, rebates, product giveaways, “name-your-price,” and other promotional offers, that have the effect of lowering the price.
- Nothing in this Policy concerning minimum advertised prices shall apply to prices displayed in-store, included on in-store advertisements, or included in internet advertisements online targeted to end users after initial contact with the end user.
- MAP advertising media include, but are not limited to:
 - Television/radio commercials
 - Print including newspapers, flyers, circulars, classified ads
 - Direct mail
 - Catalogs
 - Billboards
- IMAP advertising media include, but are not limited to:
 - Internet banner, pay-per-click and search ads, including Google AdWords
 - Mobile ads
 - Dealer or reseller website
 - Third party retail websites including Amazon.com, Chewy.com, Walmart.com
 - Online classified ad websites including Craigslist.org
 - Marketplace sites including Facebook and Walmart
 - Social media including, but not limited to, Facebook, LinkedIn, Twitter and Instagram
 - Email, mobile or text messaging
- For the purposes of this Policy, listing a product for sale on a Dealer’s website or a third-party platform website, including but not limited to Amazon.com and Chewy.com, is considered an advertisement and all listings on such websites are subject to this Policy.
- An auto-ship discount, not to exceed 5%, may be offered to customers for recurring monthly shipments of *Vital Essentials*® and *Nature’s Advantage*® products without violating this Policy.
- Carnivore may, at its discretion and at any time, change the IMAP or MAP for a product in order to support a market-wide promotion. This change may be communicated, as noted above, to Dealers, directly or indirectly, by Carnivore.
- All correspondence between Dealers and Carnivore regarding this Policy must be submitted in writing. If any Dealer has questions about this Policy, or wishes to report information concerning prices advertised by another Carnivore Dealer, a written correspondence, via e-mail or letter, must be sent to:

Brand Protection
Carnivore Meat Company, LLC
2878 Ontario Road
Green Bay, WI 54311
brandprotection@carnivoremeat.com

Any and all violations of this Policy will be determined at the sole discretion of Carnivore; no Carnivore representative may agree or not agree with any Dealer to take action against a violation or potential violation of this Policy. No representative of Carnivore is authorized to modify or grant exceptions to this Policy. Without limiting any other remedies, Carnivore reserves the unilateral right to take the following actions, in its sole discretion, as a result of any violation.

Violation	Action(s)
First Violation	Formal warning issued to Dealer. Dealer must correct advertised pricing to comply with the IMAP or MAP within 12 hours of receipt of warning.

Violation	Action(s)
Second Violation (including failure to cure First Violation within 24 hours)	Carnivore reserves the right to terminate any Dealer's ability to sell Carnivore products

Dealers that receive this Policy are responsible for ensuring compliance from any affiliated companies and any customers. A violation of this Policy by any Indirect affiliated company or customer will be deemed a violation by Dealer, and may subject the Dealer, and if applicable, its affiliated companies, to the recourse schedule set forth above.

Unauthorized Reselling.

It is our policy, to the fullest extent permitted by law, to authorize Dealers to advertise and sell Carnivore's products in accordance with the following:

- Carnivore does not authorize Dealers to advertise or sell on third party retailer platforms (i.e., websites or platforms not owned and operated by the Dealer, such as Amazon), without first receiving written permission to do so from Carnivore.
- Carnivore does not authorize Dealers to advertise or sell Carnivore products outside the US, without first receiving written permission to do so from Carnivore.

Future Changes

Carnivore reserves the right to modify this Policy at any time.

Other information. This Policy is a unilaterally adopted policy. Prices set forth in this Policy are not the minimum selling prices, and this Policy does not require any Dealer to charge (or not charge) a particular price for any product. If a Dealer violates this Policy, then Carnivore reserves the unilateral right to refuse to sell to that Dealer or to take such other actions as Carnivore, in its sole discretion, deems appropriate in light of the particular circumstances. This Policy in and of itself does not prohibit a Dealer from reselling Carnivore products solely as a result of a Dealer not having Carnivore's authority to do so.

APPENDIX A

ITEM NUMBER	PRODUCT NAME	MSRP / IMAP	MAP
8000	Vital Essentials® Freeze-Dried Raw Beef Entree Dog Food Nibs, 14 oz	\$35.99	\$34.20
8001	Vital Essentials® Freeze-Dried Raw Chicken Entree Dog Food Nibs, 14 oz	\$35.99	\$34.20
8002	Vital Essentials® Freeze-Dried Raw Beef Entree Dog Food Mini Nibs, 5.5 oz	\$15.99	\$15.20
8003	Vital Essentials® Freeze-Dried Raw Beef Entree Dog Food Mini Nibs, 14 oz	\$35.99	\$34.20
8004	Vital Essentials® Freeze-Dried Raw Beef Entree Dog Food Mini Nibs, 25 oz	\$59.99	\$57.00
8005	Vital Essentials® Freeze-Dried Raw Chicken Entree Dog Food Mini Nibs, 5.5 oz	\$15.99	\$15.20
8006	Vital Essentials® Freeze-Dried Raw Chicken Entree Dog Food Mini Nibs, 14 oz	\$35.99	\$34.20
8007	Vital Essentials® Freeze-Dried Raw Chicken Entree Dog Food Mini Nibs, 25 oz	\$59.99	\$57.00
8008	Vital Essentials® Freeze-Dried Raw Duck Entree Dog Food Mini Nibs, 5.5 oz	\$19.99	\$19.00
8009	Vital Essentials® Freeze-Dried Raw Duck Entree Dog Food Mini Nibs, 14 oz	\$39.99	\$38.00
8010	Vital Essentials® Freeze-Dried Raw Duck Entree Dog Food Mini Nibs, 25 oz	\$64.99	\$61.75
8011	Vital Essentials® Freeze-Dried Raw Rabbit Entree Dog Food Mini Nibs, 5.5 oz	\$20.99	\$19.95
8012	Vital Essentials® Freeze-Dried Raw Rabbit Entree Dog Food Mini Nibs, 14 oz	\$44.99	\$42.75
8013	Vital Essentials® Freeze-Dried Raw Rabbit Entree Dog Food Mini Nibs, 25 oz	\$76.99	\$73.15
8014	Vital Essentials® Freeze-Dried Raw Turkey Entree Dog Food Mini Nibs, 5.5 oz	\$15.99	\$15.20
8015	Vital Essentials® Freeze-Dried Raw Turkey Entree Dog Food Mini Nibs, 14 oz	\$35.99	\$34.20
8016	Vital Essentials® Freeze-Dried Raw Turkey Entree Dog Food Mini Nibs, 25 oz	\$59.99	\$57.00
8100	Vital Essentials® Freeze-Dried Raw Beef Entree Dog Food Patties, 30 oz	\$76.99	\$73.15
8101	Vital Essentials® Freeze-Dried Raw Beef Entree Dog Food Mini Patties, 14 oz	\$35.99	\$34.20
8102	Vital Essentials® Freeze-Dried Raw Chicken Entree Dog Food Mini Patties, 14 oz	\$35.99	\$34.20
8103	Vital Essentials® Freeze-Dried Raw Duck Entree Dog Food Mini Patties, 14 oz	\$35.99	\$34.20
8104	Vital Essentials® Freeze-Dried Raw Rabbit Entree Dog Food Mini Patties, 14 oz	\$44.99	\$42.75
8105	Vital Essentials® Freeze-Dried Raw Turkey Entree Dog Food Mini Patties, 14 oz	\$35.99	\$34.20
8200	Vital Essentials® Freeze-Dried Raw Protein Mix-In Beef Recipe Mini Nibs Topper for Dogs, 6 oz	\$16.99	\$16.15
8201	Vital Essentials® Freeze-Dried Raw Protein Mix-In Beef Recipe Ground Topper for Dogs, 6 oz	\$16.99	\$16.15

8202	Vital Essentials® Freeze-Dried Raw Protein Mix-In Beef Recipe Mini Nibs Topper for Dogs, 18 oz	\$44.99	\$42.75
8203	Vital Essentials® Freeze-Dried Raw Protein Mix-In Chicken Recipe Mini Nibs Topper for Dogs, 6 oz	\$16.99	\$16.15
8204	Vital Essentials® Freeze-Dried Raw Protein Mix-In Chicken Recipe Ground Topper for Dogs, 6 oz	\$16.99	\$16.15
8205	Vital Essentials® Freeze-Dried Raw Protein Mix-In Chicken Recipe Mini Nibs Topper for Dogs, 18 oz	\$44.99	\$42.75
8206	Vital Essentials® Freeze-Dried Raw Protein Mix-In Duck Recipe Mini Nibs Topper for Dogs, 6 oz	\$16.99	\$16.15
8207	Vital Essentials® Freeze-Dried Raw Protein Mix-In Duck Recipe Mini Nibs Topper for Dogs, 18 oz	\$44.99	\$42.75
8208	Vital Essentials® Freeze-Dried Raw Protein Mix-In Rabbit Recipe Mini Nibs Topper for Dogs, 6 oz	\$18.99	\$18.05
8209	Vital Essentials® Freeze-Dried Raw Protein Mix-In Rabbit Recipe Mini Nibs Topper for Dogs, 18 oz	\$49.99	\$47.50
8210	Vital Essentials® Freeze-Dried Raw Protein Mix-In Salmon Recipe Mini Nibs Topper for Dogs, 6 oz	\$16.99	\$16.15
8211	Vital Essentials® Freeze-Dried Raw Protein Mix-In Salmon Recipe Mini Nibs Topper for Dogs, 18 oz	\$44.99	\$42.75
8212	Vital Essentials® Freeze-Dried Raw Protein Mix-In Turkey Recipe Mini Nibs Topper for Dogs, 6 oz	\$16.99	\$16.15
8213	Vital Essentials® Freeze-Dried Raw Protein Mix-In Turkey Recipe Ground Topper for Dogs, 6 oz	\$16.99	\$16.15
8214	Vital Essentials® Freeze-Dried Raw Protein Mix-In Turkey Recipe Mini Nibs Topper for Dogs, 18 oz	\$44.99	\$42.75
8400	Vital Essentials® Freeze-Dried Beef Liver Dog Treats, 2.1 oz	\$9.49	\$9.02
8401	Vital Essentials® Freeze-Dried Beef Bites Dog Treats, 2.5 oz	\$9.49	\$9.02
8402	Vital Essentials® Freeze-Dried Beef Bites Dog Treats, 6.2 oz	\$17.99	\$17.10
8403	Vital Essentials® Freeze-Dried Beef Tripe Bites Dog Treats, 2.3 oz	\$9.49	\$9.02
8404	Vital Essentials® Freeze-Dried Beef Tripe Nibs Dog Treats, 14 oz	\$42.99	\$40.85
8405	Vital Essentials® Freeze-Dried Bully Sticks Dog Treats, 1.4 oz	\$14.99	\$14.25
8406	Vital Essentials® Freeze-Dried Chicken Breast Dog Treats, 2.1 oz	\$10.49	\$9.97
8407	Vital Essentials® Freeze-Dried Chicken Hearts Dog Treats, 1.9 oz	\$9.99	\$9.50
8408	Vital Essentials® Freeze-Dried Chicken Hearts Dog Treats, 3.75 oz	\$17.99	\$17.10
8409	Vital Essentials® Freeze-Dried Duck Bites Dog Treats, 2 oz	\$9.99	\$9.50
8410	Vital Essentials® Freeze-Dried Duck Bites Dog Treats, 5.5 oz	\$18.49	\$17.57
8411	Vital Essentials® Freeze-Dried Minnows Dog Treats, 1 oz	\$10.99	\$10.45
8412	Vital Essentials® Freeze-Dried Minnows Dog Treats, 2.5 oz	\$19.99	\$19.00
8413	Vital Essentials® Freeze-Dried Rabbit Bites Dog Treats, 2 oz	\$10.49	\$9.97
8414	Vital Essentials® Freeze-Dried Rabbit Bites Dog Treats, 5 oz	\$18.99	\$18.05
8415	Vital Essentials® Freeze-Dried Raw Salmon Bites Dog Treats, 2.5 oz	\$9.99	\$9.50
8416	Vital Essentials® Freeze-Dried Raw Turkey GIBLETS Dog Treats, 2.0 oz	\$9.99	\$9.50
8500	Vital Essentials® RAW BAR Freeze-Dried Raw Bully Sticks Dog Snacks - 35 pcs	\$237.65	\$226.10
8501	Vital Essentials® RAW BAR Freeze-Dried Raw Chicken Necks Dog & Cat Snacks - Min. 55 pcs	\$70.95	\$67.65
8502	Vital Essentials® RAW BAR Freeze-Dried Raw Duck Heads Dog Snacks - 20 pcs	\$89.80	\$85.40
8503	Vital Essentials® RAW BAR Freeze-Dried Raw Duck Hearts Dog & Cat Snacks - Min. 150 pcs	\$148.50	\$142.50

8504	Vital Essentials® RAW BAR Freeze-Dried Raw Duck Necks Dog Snacks - 24 pcs	\$86.16	\$82.08
8505	Vital Essentials® RAW BAR Freeze-Dried Raw Moo Sticks Dog Snacks - 20 pcs	\$79.80	\$76.00
8506	Vital Essentials® RAW BAR Freeze-Dried Raw Pig Ears Dog Snacks - 18 pcs	\$86.22	\$82.08
8507	Vital Essentials® RAW BAR Freeze-Dried Raw Pig Snouts Dog Snacks - 14 pcs	\$55.86	\$53.20
8508	Vital Essentials® RAW BAR Freeze-Dried Raw Salmon Skins Dog Snacks - 20 pcs	\$79.80	\$76.00
8509	Vital Essentials® RAW BAR Freeze-Dried Raw Turkey Necks Dog Snacks - 12 pcs	\$71.88	\$68.40
8700	Vital Essentials® Frozen Raw Beef Entree Dog Food Patties, 6 lbs	\$39.99	\$38.00
8701	Vital Essentials® Frozen Raw Chicken Entree Dog Food Patties, 6 lbs	\$39.99	\$38.00
8702	Vital Essentials® Frozen Raw Duck Entree Dog Food Patties, 6 lbs	\$59.99	\$57.00
8703	Vital Essentials® Frozen Raw Rabbit Entree Dog Food Patties, 6 lbs	\$69.99	\$66.50
8704	Vital Essentials® Frozen Raw Turkey Entree Dog Food Patties, 6 lbs	\$39.99	\$38.00
8800	Vital Essentials® Frozen Raw Beef Tripe Dog Treat Patties, 6 lbs	\$49.99	\$47.50
9000	Vital Essentials® Freeze-Dried Raw Beef & Chicken Entree Cat Food Mini Nibs, 8 oz	\$23.99	\$22.80
9001	Vital Essentials® Freeze-Dried Raw Beef & Chicken Entree Cat Food Mini Nibs, 12 oz	\$35.89	\$34.10
9002	Vital Essentials® Freeze-Dried Raw Chicken Entree Cat Food Mini Nibs, 8 oz	\$23.99	\$22.80
9003	Vital Essentials® Freeze-Dried Raw Chicken Entree Cat Food Mini Nibs, 12 oz	\$35.89	\$34.10
9004	Vital Essentials® Freeze-Dried Raw Duck Entree Cat Food Mini Nibs, 8 oz	\$29.99	\$28.49
9005	Vital Essentials® Freeze-Dried Raw Duck Entree Cat Food Mini Nibs, 12 oz	\$44.89	\$42.65
9006	Vital Essentials® Freeze-Dried Raw Pork Entree Cat Food Mini Nibs, 8 oz	\$23.99	\$22.80
9007	Vital Essentials® Freeze-Dried Raw Pork Entree Cat Food Mini Nibs, 12 oz	\$35.89	\$34.10
9008	Vital Essentials® Freeze-Dried Raw Rabbit Entree Cat Food Mini Nibs, 8 oz	\$31.99	\$30.40
9009	Vital Essentials® Freeze-Dried Raw Rabbit Entree Cat Food Mini Nibs, 12 oz	\$47.99	\$45.60
9011	Vital Essentials® Freeze-Dried Raw Turkey Entree Cat Food Mini Nibs, 12 oz	\$35.89	\$34.10
9012	Vital Essentials® Freeze-Dried Raw Turkey Entree Cat Food Mini Nibs, 8 oz	\$23.99	\$22.80
9100	Vital Essentials® Freeze-Dried Raw Beef & Chicken Entree Cat Food Mini Patties, 3.75 oz	\$10.99	\$10.45
9101	Vital Essentials® Freeze-Dried Raw Beef & Chicken Entree Cat Food Mini Patties, 8 oz	\$23.99	\$22.80
9102	Vital Essentials® Freeze-Dried Raw Chicken Entree Cat Food Mini Patties, 3.75 oz	\$10.99	\$10.45
9103	Vital Essentials® Freeze-Dried Raw Chicken Entree Cat Food Mini Patties, 8 oz	\$23.99	\$22.80
9104	Vital Essentials® Freeze-Dried Raw Duck Entree Cat Food Mini Patties, 3.75 oz	\$13.79	\$13.10
9105	Vital Essentials® Freeze-Dried Raw Duck Entree Cat Food Mini Patties, 8 oz	\$29.99	\$28.49
9106	Vital Essentials® Freeze-Dried Raw Pork Entree Cat Food Mini Patties, 3.75 oz	\$10.99	\$10.45

9107	Vital Essentials® Freeze-Dried Raw Pork Entree Cat Food Mini Patties, 8 oz	\$23.99	\$22.80
9108	Vital Essentials® Freeze-Dried Raw Rabbit Entree Cat Food Mini Patties, 3.75 oz	\$13.99	\$13.30
9109	Vital Essentials® Freeze-Dried Raw Rabbit Entree Cat Food Mini Patties, 8 oz	\$31.99	\$30.40
9110	Vital Essentials® Freeze-Dried Raw Turkey Entree Cat Food Mini Patties, 3.5 oz	\$10.99	\$10.45
9111	Vital Essentials® Freeze-Dried Raw Turkey Entree Cat Food Mini Patties, 8 oz	\$23.99	\$22.80
9400	Vital Essentials® Freeze-Dried Ahi Tuna Bites Cat Treats, 1.1 oz	\$6.49	\$6.17
9401	Vital Essentials® Freeze-Dried Chicken Breast Cat Treats, 1 oz	\$6.49	\$6.17
9402	Vital Essentials® Freeze-Dried Chicken GIBLETS Cat Treats, 1 oz	\$6.49	\$6.17
9403	Vital Essentials® Freeze-Dried Chicken Hearts Cat Treats, 0.8 oz	\$6.49	\$6.17
9404	Vital Essentials® Freeze-Dried Duck Liver Cat Treats, 0.9 oz	\$6.99	\$6.65
9405	Vital Essentials® Freeze-Dried Minnows Cat Treats, 0.5 oz	\$6.99	\$6.65
9406	Vital Essentials® Freeze-Dried Rabbit Bites Cat Treats, 0.9 oz	\$6.49	\$6.17
9407	Vital Essentials® Freeze-Dried Salmon Bites Cat Treats, 1.1 oz	\$6.49	\$6.17
9700	Vital Essentials® Frozen Raw Chicken Entree Mini Patties Cat Food, 28 oz	\$19.49	\$18.52
9701	Vital Essentials® Frozen Raw Duck Entrée Mini Patties Cat Food, 28 oz	\$21.99	\$20.90
9702	Vital Essentials® Frozen Raw Rabbit Entrée Mini Patties Cat Food, 28 oz	\$27.99	\$26.60
9703	Vital Essentials® Frozen Raw Turkey Entrée Mini Patties Cat Food, 28 oz	\$19.49	\$18.52