

Reseller Agreement

ResellerConnect is an online Reseller Program by Grandstream Networks Inc. This program is designed for the exclusive use of Resellers who purchase Grandstream products from a Grandstream Certified Partner ('Distributor'). ResellerConnect is designed to assist Resellers to sell Grandstream products and in no way replaces or revises the current Grandstream Distributor process.

I. Purpose

The purpose of ResellerConnect is to assist and support Resellers that sell and install Grandstream products. This portal is designed to reward our valued Resellers for their ongoing commitment to Grandstream, and to make it easier for them to sell our products, increase their profitability and grow their business with us.

II. Benefits

ResellerConnect members will be provided the following benefits:

- a. Exclusive product webinars;
- b. Authorized use of Grandstream's copyrighted material;
- c. Authorized use of and access to Grandstream's logo;
- d. Authorized use of and access to high-resolution product images;
- e. Priority support e-ticketing system;
- f. Recognition as a Grandstream Certified Reseller

III. Minimum Standards to Apply for ResellerConnect

Resellers should:

- a. Have a working, professional web site with a company-specific registered URL;
- b. Have the ability to keep this website current on a day to day basis;
- c. Have web pages dedicated to Grandstream products. Grandstream products should not be displayed without specific technical specifications;
- d. Have a physical business address. Post office boxes are not allowed

IV. Reseller Responsibilities

Grandstream Resellers agree to the following:

- a. To always comply with Grandstream Minimum Advertised Price (MAP) Policy. Prices publicized on the Reseller's website must not be lower than the Grandstream specified MAP. However, the actual price at which the Reseller sells Grandstream products to their customers is determined solely by the Reseller.
- b. Resellers are only authorized to sell Grandstream products within their given geographical region. Resellers who sell in regions other than their own must have written approval from Grandstream.
- b. Resellers who wish to sell Grandstream products through any online marketplaces such as Amazon, eBay, etc. must first have written approval from Grandstream Networks. Resellers who sell products on these sites without valid approval are in direct violation of the Reseller Agreement and violates Grandstream copyright and trademark laws.
- c. Resellers who are authorized through written approval to sell Grandstream products through the Amazon Marketplace must comply with our Amazon requirements:
 - May sell via Merchant Fulfillment (MFN)
 - May NOT sell through Fulfillment by Amazon (FBA)
 - Must always follow our MAP policy and pricing (See the MAP Policy here: grandstream.com/company/minimum-advertise-price-policy)
- d. Maintain current and accurate Grandstream product information on the Reseller's website and any online marketplace listings
- e. The Reseller acknowledges that in addition to actual selling price, the prices at which the Reseller purchased the products from Grandstream Distributors are also strictly confidential.

V. ResellerConnect Application Procedure

- a. ResellerConnect will be managed by Grandstream in cooperation with Grandstream Distributors;
 1. For Resellers that currently sell Grandstream products through our Distributors, the reseller can register for the program at reseller.grandstream.com. The Distributor is still their appropriate contact for all questions related to Grandstream. As a condition of eligibility, Grandstream Distributors will attest that, to the best of the Distributor's knowledge, a prospective Certified Reseller has agreed to adhere to the Grandstream MAP in all their activity associated with selling Grandstream products.
 2. Applicants that have never sold Grandstream products should contact Grandstream to be referred to a Grandstream Distributor.
- b. After evaluation and approval, the Reseller can then apply for acceptance into the ResellerConnect program.

VI. Terms of ResellerConnect

Grandstream reserves the right to modify, suspend, or discontinue ResellerConnect at any time. Grandstream will inform both Distributors and Resellers of any changes to the program. Program modifications will also be announced on ResellerConnect.

In order to protect the relationship between Distributors and their customers, customer names provided by Distributors to Grandstream will not be shared with anyone, including other Distributors. Reseller information will only be shared with the reseller's selected Distributor that is noted on the account. Reseller information will not be shared with any other parties, including other Distributors not listed on the reseller's account.

Updated: October 12, 2017