



Nimbus9 MINIMUM ADVERTISED PRICE (MAP)

This Memorandum of Understanding (Memorandum) is signed between Rubicon Ventures LLC/Nimbus9 (Nimbus9 and/or Company) and _____, (Client)

Nimbus9 Tempered Glass, Protective Cases, Power Chargers and Other Accessories: The minimum advertised price of all Nimbus9 products shall never, at any time, be lower than the MSRP prices advertised at the Company's official website: www.Nimbus9USA.com. Any special exemption(s) maybe submitted for approval and will be considered on a case-by-case bases.

This applies to all advertisements in any and all media, including, without limitation, flyers, posters, coupons, mailers, inserts, newspapers, magazines, catalogs, mail order catalogs, Internet or similar electronic media including websites, email newsletters, email solicitations, television, radio and public signage.

Nimbus9 restricts the Sale of any and all of its products on Online Discount Retailers including and not limited to eBay, Amazon, WalMart.com, Overstock and others, without prior written approval.

The MAP applies only to advertised pricing and does not apply to the price at which the Goods are actually sold or offered for sale to an individual customer.

ASSIGNMENT: Neither Nimbus9 or the Client may assign or transfer this Memorandum without prior written consent of the other party, which consent shall not be unreasonably withheld.

AMENDMENT: This Memorandum may be modified or amended at any point in time by Rubicon Ventures LLC/Nimbus9 without prior warning.

FAILURE TO COMPLY WITH THE MAP POLICY: At the sole discretion of Nimbus9, failure to comply with MAP, intentional and/or repeated failure to abide, may result in the immediate loss of ability to purchase all Nimbus9 products both direct as well as indirect.

APPLICABLE LAW: This Memorandum shall be governed by the laws of the State of Massachusetts in the United States.

Rubicon Ventures LLC/Nimbus9

Print Name _____

Signature: _____

Date: _____

Client: _____

Print Name: _____

Signature: _____

Date: _____