

1. Overview

To support partners that make significant revenue contribution, Soraa’s Distributor Incentive Program (DIP) provides qualified partners with a Marketing Fund to support external marketing and sales initiatives that generate demand, benefit both parties and increase local brand awareness. This guide explains how to access, use and claim marketing funds.

1.1 Eligibility

Marketing Funds are made available to partners who have a signed and valid Incentive Program contract in place and are in compliance with the relevant partner program requirements.

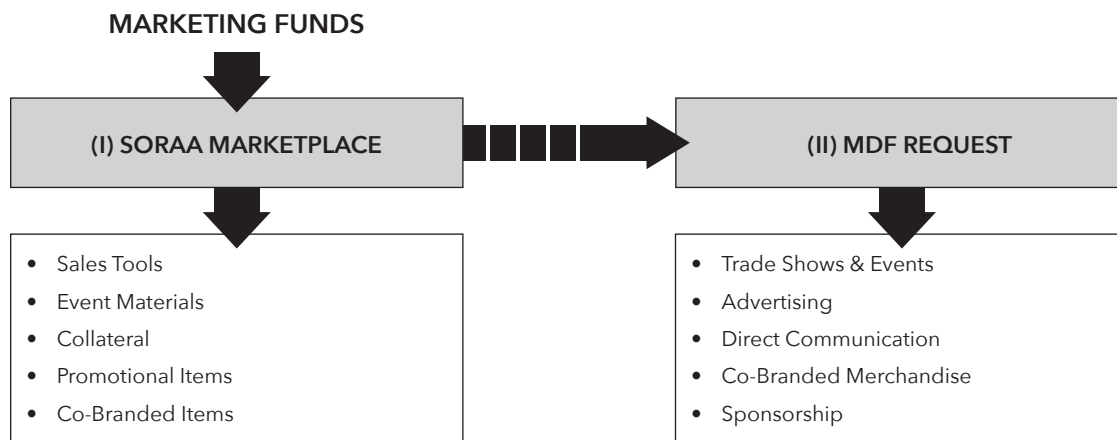
Marketing Funds may only be used for approved marketing activities, and not for general purpose spending. Payment of claims is based on your compliance with the program rules. Soraa reserves the right to withdraw Marketing Funds at any time, without prior notice.

1.2 Fund Allocation

Marketing Funds are issued to partners based on annual targets agreed between the Partner and their local Soraa Sales Representative. Funds are allocated in the form of a Co-Op Marketing Fund, accrued on a quarterly basis. Note that funds only remain accessible for a period of 1 quarter for Prime partners or 2 months for Master/Gold Master Partners. Please refer to Incentive Program documentation for specific fund levels.

1.3 Fund Usage

Marketing Funds are provided to support a variety of approved activities and are made available to partners through two separate programs, detailed below.



By default, Marketing Funds are issued in the form of a Soraa Marketplace credit, allowing access to a variety of materials to support marketing and sales initiatives.

Marketing Funds can also be used to contribute towards a number of alternative activities. Funds are deducted from Soraa Marketplace to support these activities and reimbursement is requested through the MDF Claim Form process.

1.4 Option I – Soraa Marketplace

Soraa Marketplace is an online platform that provides partners access to commonly used sales tools, collateral and promotional materials. Soraa Marketplace can be accessed at www.soraa.com/marketplace. To set up a Soraa Marketplace account, please email marketplace@soraa.com.

1.5 Option II – MDF Request

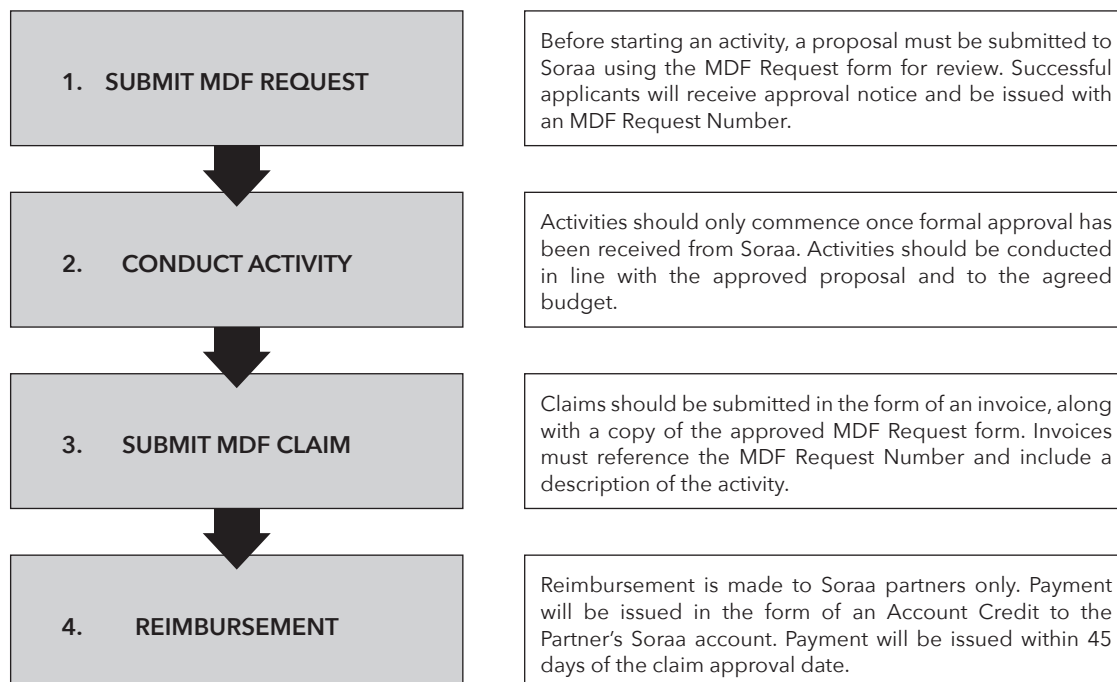
To support marketing alternative activities, partners can submit a proposal through the MDF Request process. The MDF Request program functions as a reimbursement process for approved activities. Soraa will reimburse partners up to 100% of the spend amount (subject to the partner’s fund availability) for approved marketing campaigns or sales initiatives.

2. The MDF Request Process

For all alternative activities, requests must be submitted through the MDF Request process and must be approved by Soraa before partners begin their activity. Partners are responsible for covering all activity costs in advance. Only once an activity is complete can a claim for reimbursement be made.

Reimbursement of costs is subject to the rules and policies in this guide. Only approved activities are covered under the MDF Request process; partners are responsible for the costs of activities that are not approved.

Please note, an approved request does not guarantee reimbursement. Only requests submitted through the MDF Request form will be considered. Verbal or email agreements do not constitute approval and will not be reimbursed.



2.1 Submitting an MDF Request

MDF Requests must be made using the MDF Request form. All required fields must be completed before submitting to Soraa for approval. Completed forms can be submitted using the **Submit Form** button, or by email to mdfrequest@soraa.com.

SORAA® MDF Request Form 2019

1 Select local currency — CURRENCY USD EUR GBP MDF Request Number (Internal Only):

2 Complete contact information —

3 Select date of request — *Indicate if this is a new or revised request*

4 Select program fund from dropdown —

5 Provide activity title and description — *Provide as much detail as possible*

6 Select start/end date of activity —

7 Select activity type from dropdown — *See section on approved activities*

8 List primary activity expenses — *Minimum one line required*

9 **Note:** These sections auto-calculate —

9 Click **Submit** to email form — *Form can only be submitted if all required fields are complete.*

COMPANY CONTACT INFORMATION

ACCOUNT NAME: ACCOUNT NUMBER:
 ADDRESS: CONTACT NAME:
 POST CODE/ZIP: STATE: COUNTRY: EMAIL:
 PHONE:
 DATE OF REQUEST: NEW REVISED PROGRAM FUND:

ACTIVITY INFORMATION

TITLE OF ACTIVITY:
 DESCRIPTION OF ACTIVITY:
 START DATE: END DATE: ACTIVITY TYPE:

ACTIVITY EXPENSES

RESOURCE ALLOCATION <small>Please List (i.e. booth rental, printing, entertainment etc)</small>	ESTIMATED COST	SORAA CONTRIBUTION
<input type="text"/>	<input type="text"/>	%
<input type="text"/>	<input type="text"/>	%
<input type="text"/>	<input type="text"/>	%
<input type="text"/>	<input type="text"/>	%

TOTAL ESTIMATED EXPENSES:
 REQUESTED MDF VALUE (NOT TO EXCEED):

Internal use only:

APPROVED VALUE: APPROVED BY: APPROVED DATE:

CLEAR FORM PRINT FORM **SUBMIT FORM**

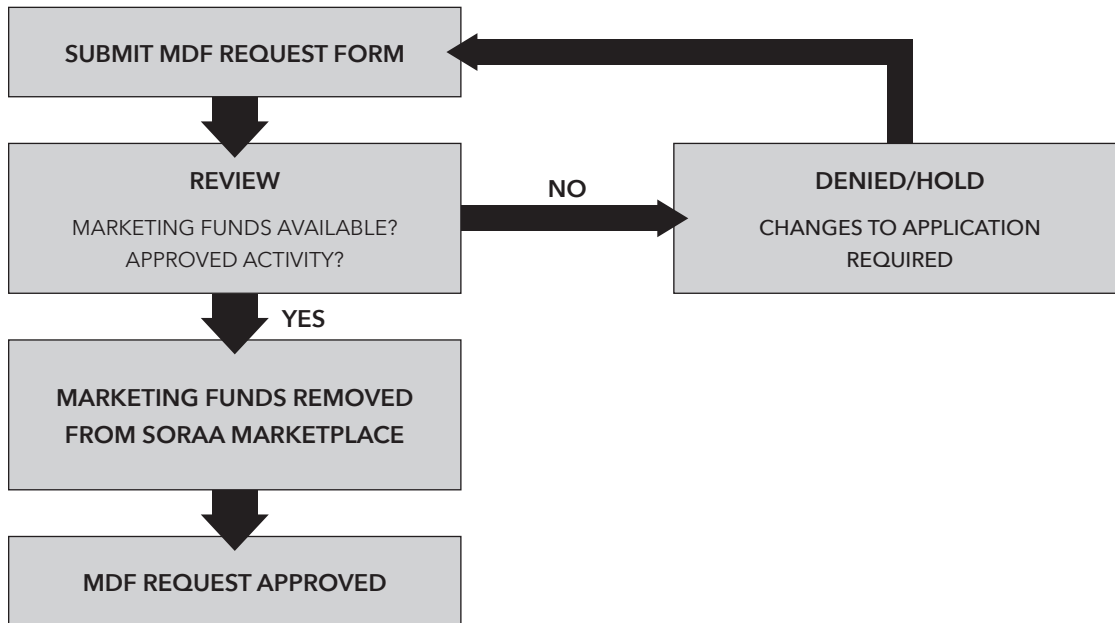
© Soraa 2019 All Rights Reserved. Soraa Confidential. For Channel Partners Only. Do Not Distribute.
MDF-Request-Form-2019 Rev 2 01.25.19 Page 1

Partners should include as much information as possible when completing the **Activity Information** section of the form, as this will be used to determine approval of the activity.

Typically, when providing Marketing Funds through the MDF Request process, Soraa expects to share the costs of activities with Partners. When completing the **Activity Expenses** section, summarise planned costs and indicate the contribution percentage to be provided by Soraa for each expense. The form will automatically calculate the Total MDF amount being requested based on this percentage.

2.2 MDF Request Approval Process

All MDF Requests are reviewed to ensure that they comply with program guidelines. Partners must have sufficient funds within their Soraa Marketplace account to cover the requested fund value. Please note, Soraa Marketplace credit is always listed in USD; for requests made in GBP or EUR, the daily mid-market rate will be used for currency conversion.



If changes to the application are required, the requester will be notified by email. Applications can be resubmitted once the changes have been made.

For successful applications, Marketing Funds will be removed from the Partner’s Soraa Marketplace account and the requester will receive a signed MDF Request form via email. Partners now have up to 90 days to complete the approved activity.

2.3 MDF Request Claim Process

MDF Request claims should be made within 30 days of the activity completion date. To make a claim, Partners must submit an invoice to mdfrequest@soraa.com, along with a copy of the approved MDF Request form. Please note, invoices must include the details listed in the table below in order for them to be processed.

BILL TO ADDRESS	REFERENCE NO.	INVOICE DESCRIPTION
Soraa Inc 6500 Kaiser Drive, Suite 110 Fremont, CA 94555 USA	MDF Request Number <i>(Found on the approved MDF Request Form)</i>	Activity title and/or description <i>(As stated on original MDF Request Form)</i>

Soraa expects Partners to accurately estimate the “must not exceed” value of an activity when submitting an MDF Request. We do, however, understand that under certain circumstances, the requested value and final invoice value may be different. Approval is solely at the discretion of Soraa. The table below outlines Soraa’s policy in these situations.

▲ ABOVE REQUESTED VALUE	Soraa will reimburse up to 10% over the approved request amount, subject to availability of funds. Funds will be removed from Soraa Marketplace prior to settling of the invoice.
▼ BELOW REQUESTED VALUE	Invoice against actual activity cost, not budgeted value. Soraa will reapply the difference as a Soraa Marketplace credit. Daily mid-market rates will be used for any currency conversions.

Please note that Soraa will accept only one invoice per MDF Request claim. Although not a requirement of the claims process, Soraa reserves the right to request proof of purchase for any activities and associated costs prior to settling an invoice.

2.3 Reimbursement

Partners are required to settle all charges related to the approved activity with their local vendors. Only invoices issued directly to Soraa by the Partner will be accepted for reimbursement.

Payments will be issued within 45 days of Invoice receipt, subject to Soraa’s standard Terms & Conditions. Payment will be provided in the form of an Account Credit to the Partner’s Soraa account. A credit note will be provide for reference.

3. Approved Activities

Soraa supports a number of marketing and sales-related initiatives under the MDF Request program. Outlined below is a list of activities approved under the scheme, including best practice guidelines. For certain activities, Soraa may request additional documentation prior to approval.

ACTIVITY	GUIDELINES
Trade Shows & Events	<ul style="list-style-type: none"> • Covers events open to the public as well as privately-hosted events where the primary goal is the promotion of Soraa products and/or the Soraa brand • Any booth space must prominently display the Soraa logo and relevant Soraa products • Requests can include costs associated with: <ul style="list-style-type: none"> » Registration or attendance fees » Venue hire » Booth rental space and equipment hire

ACTIVITY	GUIDELINES
<p>Trade Shows & Events <i>(continued)</i></p>	<ul style="list-style-type: none"> » Food & beverage » Promotional items » Booth rental space and equipment • Soraa will not cover costs for personal expenses, such as transportation, accommodation, meals and telephone or data charges • Soraa may request images from the event for proof or participation or for use on Social Media
<p>Advertising</p>	<ul style="list-style-type: none"> • Covers campaigns designed to create awareness of the Soraa brand, products and/or technologies, and their association with the Partner • Any advertising must adhere to Soraa’s brand guidelines and must include a copy of Soraa’s logo, where appropriate • Requests can include costs associated with: <ul style="list-style-type: none"> » Advertisements in printed media including magazines, catalogs and newspapers » Digital advertising including web banners, product spotlights and sponsored social media posts • Soraa does not cover the cost of pay-per-click or search-related advertising • A digital proof of the advert artwork must be supplied to Soraa for approval prior to publication
<p>Direct Communication</p>	<ul style="list-style-type: none"> • Covers partner-led initiatives including direct mail or email campaigns and access to industry databases for the purposes of direct communication, designed to create a sales action • Production of direct mail or email components must adhere to Soraa’s brand guidelines • All direct communication activities must comply with local laws related to privacy, including General Data Protection Regulation (GDPR) laws • Requests can include costs associated with: <ul style="list-style-type: none"> » Printing costs of direct mail collateral » Shipping costs and labor » Design services (within reason) for print and digital assets • A digital proof of the artwork must be supplied to Soraa for approval prior to publication
<p>Co-Branded Merchandise</p>	<ul style="list-style-type: none"> • Covers the production of co-branded merchandise not available through the Soraa Marketplace platform to support joint brand promotion • Production of co-branded materials must adhere to Soraa’s brand guidelines • Requests can include costs associated with: <ul style="list-style-type: none"> » Apparel including t-shirts polo shirts, sweatshirts, outerwear etc » Stationary including, pens, pencils, notebooks etc » Accessories including bags, drinkware, sports goods etc • Soraa and Partner branding should be given equal prominence on co-branded materials. Merchandise without Soraa branding is not covered under this activity • A digital proof of the item must be supplied to Soraa for approval prior to publication

ACTIVITY	GUIDELINES
Sponsorship	<ul style="list-style-type: none"> • Covers partner-led sponsorship of activities or individuals where there is a direct benefit to Soraa and the Partner • For activity-based sponsorship, Soraa's involvement must be made clear through the display of the Soraa name and/or logo, in line with brand guidelines • For individual-based sponsorship, it must be clear that Soraa is a primary supporter of the individual and the related activity • Sponsorship activities must comply with local anti-bribery laws, applicable payroll tax laws and local sweepstakes laws • Soraa will not cover costs for personal expenses, such as transportation, accommodation, meals and telephone or data charges

3.1 Ineligible Marketing Activities

The following is a list of activities that are not eligible to receive Marketing Funds through the MDF Request process. Applications that are deemed to fall into the categories below will be rejected. Activity eligibility is at the sole discretion of Soraa.

- Cash Incentives and Rebates
- Partner Operating Expenses
- Consulting Expenses
- Charitable Contributions
- Production Equipment
- Team Building
- Product Samples

4. Disclaimer

Soraa reserves the right to amend or cancel this program at any time without prior notice. Note that inappropriate use of funds by a Partner could result in program forfeiture. By participating in the Marketing Fund program, you acknowledge and agree that:

- Partners will comply with relevant data privacy laws and regulations and obtain all necessary consents to allow for the collection, use, processing and sharing of personal data
- Partners must abide by all applicable anti-bribery laws. Bribery of private customers, public officials or employees of state-owned companies is forbidden
- Partners bear sole responsibility for their activities

Please direct further questions to marketplace@soraa.com or mdfrequest@soraa.com