



2017 Vista Outdoor Dealer Co-op Program

We are excited to announce important enhancements to the new co-op program from Vista Outdoor. In 2017, your accruals are based on prior six month purchases so you can now plan and budget more successfully since you'll know in January how much Co-op you have available for the next six months. You will now also have the flexibility to advertise any of the respective brands with accrued funds.

As with any co-op program, we have a few restrictions. All advertisements must run between January 1, through June 30, of the current year's Spring spend period, and July 1, through December 31, of the current year's Fall spend period. Claims must be submitted within 60 days of your ad's last invoice date. Approved claims submitted with all necessary documents will be paid by check within four to six weeks of receipt. Reference the *Co-op Advertising & Local Marketing Policy* for more details.

Buy Group members or Commercial Accounts with \$125,000 in minimum purchases from all respective brands to qualify

- Includes these Vista Outdoor **Ammunition Brands**:
 - Federal Premium, CCI, Speer, Fusion, American Eagle, Blazer, Estate, Alliant Powder
 - *Ammunition accruals include Lake City Ammunition purchases.
- Includes these Vista Outdoor **Firearm Brands**:
 - Savage and Stevens Firearms
- Includes these Vista Outdoor **Accessories Brands** (minus golf):
 - **Optics**: Bushnell, Weaver, Tasco, Simmons, Night Optics, Millett
 - **Shooting Accessories**: Hoppes, Gunslick Pro, Outers, M-Pro 7, Butler Creek, Champion, RCBS, Weaver, Tasco, Redfield Mounts
 - **Hunt/Archery**: Primos, Final Approach, Gold Tip, Beestinger
 - **Tactical**: Blackhawk, Uncle Mikes, Gun Mate, Eagle

Co-op dollars can be spent on the Vista Outdoor brands of your choice

- 2.5% accrual on all ammunition including Lake City Ammunition
- 2.5% accrual on all accessories
- 1% accrual on all Savage Firearms including Stevens

IMPORTANT ENHANCEMENTS AND CHANGES TO THE VISTA OUTDOOR CO-OP PROGRAM

New Co-op Vendor, new capabilities, and with more to come throughout 2017!

Fund Balances, Pre-Approvals, Claims Submissions, Logos and More:

www.sproutloud.com/cn/vista-outdoor

Co-op Advertising Platform (CAP) Support

customerservice@sproutloud.com

877-634-9260

Please contact your Sales Representative or Dealer Services with any questions.



Vista Outdoor Co-op Advertising

Welcome to the 2017 Vista Outdoor Enhanced Co-op Program

Membership in the co-op program is very exclusive. Vista Outdoor invites qualifying active dealers who are willing to commit to our brands and highlight our promotions. In return, we provide world-class sales and marketing support to help you move product off your shelf and build customer loyalty.

As an Official Vista Outdoor Dealer you have the opportunity to develop your business, create a successful advertising campaign, equip your business with effective point-of-purchase materials, sales incentives and more. The goal is to support independent dealers in every way possible.

PROGRAM ELIGIBILITY AND PARTICIPATION

NEW CO-OP PROCESSES, PROCEDURES AND PARTNER!

Vista Outdoor has engaged the services of **SproutLoud** as our NEW Co-op Program Partner. Services provided by SproutLoud to participating Dealers include Co-op Program Fund Management, Pre-Approval, Claim Auditing PLUS many other marketing enhancements that will be announced throughout 2017 and forward.

Please reference below the NEW Pre-Approval and Claiming procedures and online access for faster processing and real-time fund availability information.

Eligibility

Any "Brick and Mortar" dealer who is authorized to sell qualifying Vista Outdoor brand products directly to the end user and whose account is current is eligible for co-op participation. Co-op Funds will not be accrued or available for use for dealers who have past due balances to Vista Outdoor for product purchases, or other past due sums, at the time Co-op Funds are due to be paid.

Suspension or termination of Participation

Vista Outdoor or its designee may, in its sole discretion, suspend or withdraw a dealer's eligibility from the Co-op program and forfeit any and all accrued Co-op Funds for submitting false claims for use of Co-op Funds, past due balances, breaching the terms of other agreements with Vista Outdoor or failing to abide by the terms and conditions set forth herein. Vista Outdoor reserves the right to amend or cancel this Program at any time with 90-days notice.

ACCRUAL OF VISTA OUTDOOR CO-OP FUNDS

Accrual Period – Now Based on Prior-Six Month Purchases:

Vista Outdoor 2017 Co-op Funds accrue based on net qualifying purchases made during the PRIOR Six months:

Spring Accrual Period:

July 1, 2016, ("Accrual Start Date") through December 31, 2016 ("Accrual End Date")

Spring Spend Period:

January 1, 2017 ("Spring Spend Commencement Date") and June 30, 2017 ("Spring Spend End Date").

Fall Accrual Period:

January 1, 2017, (“Accrual Start Date”) through June 30, 2017 (“Accrual End Date”)

Fall Spend Period:

July 1, 2017 (“Fall Spend Commencement Date”) and December 31, 2017 (“Fall Spend End Date”).

Co-op Accrual Rates:

After \$125,000 in qualifying purchases from the commencement date, premium dealers accrue Co-op funds at a rate of two and a half percent (2.5%) on future qualifying ammunition and accessory brands, and one percent (1%) on future qualifying purchases of firearms brands made before the end date.

Qualifying Purchases

Purchases of the following Vista Outdoor ammunition and accessory brands (“Vista Outdoor Brands”) qualify toward Vista Outdoor Co-op Funds:

- Includes these Vista Outdoor **Ammunition Brands**:
 - Federal Premium, CCI, Speer, Fusion, American Eagle, Blazer, Estate, Alliant Powder

*Ammunition accruals include Lake City Ammunition purchases.
- Includes these Vista Outdoor **Firearm Brands**:
 - Savage and Stevens Firearms
- Includes these Vista Outdoor **Accessories Brands** (minus golf):
 - Optics: Bushnell, Weaver, Tasco, Simmons, Night Optics, Millett
 - Shooting Accessories: Hoppes, Gunslick Pro, Outers, M-Pro 7, Butler Creek, Champion, RCBS, Weaver, Redfield Mounts
 - Hunt/Archery: Primos, Final Approach, Gold Tip, Beestinger
 - Tactical: Blackhawk, Uncle Mikes, Gun Mate, Eagle

All accrued co-op dollars can be spent on any of these respective brands.

Reimbursement Rate:

Eligible advertising submitted by proper claim will be reimbursed by check up to the balance of currently available accrued Co-op funds as follows:

- **100% reimbursement** for the amounts attributable to the portion of advertisements displaying an eligible Vista Outdoor Brand.

Reimbursement cannot exceed available funds. Claims in excess of the available balance will be paid up to the amount available. “Pending” balances will expire at the close of the program period. All claims for reimbursement are subject to verification by Vista Outdoor or its designee (SproutLoud), whose determination of the value or acceptability of any claim shall be final. Vista Outdoor reserves the right to recover reimbursed co-op funds if it later determines that any of the terms and conditions of this program have not been satisfied.

Co-Op Fund Balances

SproutLoud maintains co-op fund balances for all eligible and participating Vista Outdoor dealers. Accrual of co-op funds are calculated based on prior six months net qualifying purchases. Qualifying Buy Group purchases are computed automatically by Vista Outdoor.

NEW CHANGE FOR July 2017:

Each participating Dealer will have two co-op funds per spend period allocated to their CAP account. The first fund will be 90% of total earnings, "Co-op fund" which can be applied towards traditional advertising tactics and reimbursed at the respective rates per tactic. This fund will not cover promotional item expenditures. The next fund will be 25% of total earnings up to \$25,000, "Promo fund" and is the fund amount available for promotional advertising reimbursement only. Should Dealers not want to participate in promotional item advertising, this fund can be used for traditional advertising after the co-op fund has been depleted within the current spend period.

Qualifying purchases from Vista Outdoor distributors require submission to SproutLoud of true and valid, dated, unaltered copies of distributor purchase report for the prior six month that coincides with the accrual period, or true and valid summary invoices documenting the net qualifying purchases for the prior six month that coincides with the accrual period.

Fund Balances can be viewed online through the NEW SproutLoud / Vista Outdoor Co-op Advertising Platform (hereby known as "CAP") by logging into your Dealer account via **www.sproutloud.com/cn/vista-outdoor**. Vista Outdoor Premium Partners can also provide Co-op Customer Service for eligible and properly identified dealers by calling: **1-866-223-9388** or by emailing **premium.partners@vistaoutdoor.com**.

Distributor Accruals

Starting in 2017 Dealers are responsible for submitting prior six month purchase summaries for their respective Distributors for the Dealers to be able to accrue additional co-op funds. Distributors can do this by emailing an individual Dealer's prior six month purchase summary to **premium.partners@vistaoutdoor.com**. Distributors will need to provide the Dealer company name, Dealer ship-to address, as well as CC the Dealer on the email communication to Premium Partners.

Submission period for distributor purchase summaries will only be open for the first 60 days of each spend period. Funds will be deposited to the Dealer's account by the end of the month following submission.

Spring Enrollment: January 1 – March 1st (period for Distributors to email an individual Dealer's qualifying Vista Outdoor purchases made between July 1 – December 31st to premium.partners@vistaoutdoor.com)
Fall Enrollment: July 1 – August 29th (period for Distributors to email an individual Dealer's qualifying Vista Outdoor purchases made between January 1st – June 30th to **premium.partners@vistaoutdoor.com**)

For Non-Direct accounts, we will need the previous year's shipped purchases to show eligibility in the co-op program as well as the prior six month purchase summaries as detailed above.

Co-Op Fund Ownership

Vista Outdoor Co-op Funds are owned by Vista Outdoor until such time as the funds are reimbursed by Vista Outdoor

REQUESTS FOR CLAIM REIMBURSEMENT and PRE-APPROVAL REQUESTS

CHANGE OF CO-OP PROCESSES, PROCEDURES AND PARTNER

Vista Outdoor has engaged the services of SproutLoud as our Co-op Program Partner.

Services provided by SproutLoud include Co-op Program Fund Management, Pre-Approval, Claim Auditing, and more to come in 2017 and forward.

Effective with your 2017 Vista Outdoor advertising, please submit all requests related to Vista Outdoor brand(s) co-op advertising online through SproutLoud.

ACCESSING THE NEW CAP SITE FOR 2017 FUNDS AND ACTIVITY

The new Vista Outdoor CAP site is accessed via the following steps:

- **Visit: www.sproutloud.com/cn/vista-outdoor**
- Select LOGIN TO ACCOUNT
- Login to your account with your provided CAP credentials

Not sure what your CAP login credentials are?
Contact your Sales Rep for assistance.

SUBMIT PRE-APPROVAL REQUESTS AND CLAIMS ONLINE IN 2017 TO SPROUTLOUD

In order to speed processing and ensure accurate and timely communication to you from SproutLoud, all pre-approval and claim submissions should be submitted online using the new Co-op Advertising Platform.

The new Co-op Advertising Platform is accessed via the following steps.

1. Login to your account via www.sproutloud.com/cn/vista-outdoor
2. Fund Balances will be shown on the home page.
3. Once you are in the site, simply click on the “claims” link on the left hand navigation or click on the “submit for pre-approval” or “submit claim” buttons on the homepage.
4. Complete the short submission form, and upload your pre-approval or claim documents.

Confirmation of your claim submission will be sent to the email address associated with your account at SproutLoud and any additional email addresses entered in the additional notes section during claim submission. Additional confirmations (e.g., claim processing, proration, approval) will be provided via email. Make sure that your email address is up to date under your CAP account by following these simple steps:

1. Login to your CAP account
2. Select Orders and Account
3. Select User Management
4. Select Primary User
5. Review and update email information
6. Select Save

On Vista Outdoor’s behalf, SproutLoud will review your pre-approval and claim requests and communicate the results of the audit via email.

Claims must be submitted no later than 60-days after the last invoice date. Late claims will not be processed. On Vista Outdoor’s behalf, SproutLoud will audit submitted documentation to determine the submission’s eligibility.

Dealers will be notified by email if additional documentation is needed to complete the processing of the claim. The additional documentation must be submitted no later than 15-days after the email notification date. Additional documentation received after this deadline will not be processed.

NEW CO-OP AND LOCAL MARKETING HELP-LINE SUPPORT:

Contact SproutLoud at (877) 634-9260 or at customerservice@sproutloud.com for assistance.

Live Chat is also available when you are logged into CAP!

LIMITATION ON USE OF VISTA OUTDOOR CO-OP FUNDS

Co-op Funds may only be used for eligible marketing activities as defined herein during the Advertising Period. Funds not used during the Advertising Period are forfeited, and cannot be carried over for use in other Periods.

Co-Op Funds may not be used for any purpose other than eligible advertising / activities as defined herein.

Co-op Funds may never be used to pay Vista Outdoor invoices or for any other purpose. Deductions from a Vista Outdoor owned company invoice are strictly prohibited, and may lead to dealer's disqualification from program participation. Vista Outdoor (or its designee, SproutLoud) reserves the sole right to determine eligibility.

ELIGIBLE ADVERTISING AND ACTIVITIES – CLAIMS DOCUMENTATION

Eligible advertising must be in one of the Media Types / Activities listed below. Examples of ineligible activities/expenses include printed Yellow Pages advertisements, fees for mailing list acquisition, agency fees, production costs, talent fees, commissions and sales taxes.

Brand logos, MIRs, Instant Savings, and other marketing materials available for download at <http://media.vistaoutdoor.com>, as well as on CAP through the Download Center.

In addition to the other requirements set forth herein, eligible advertisements and activities require the following:

- Advertisement and/or Activity must contain proper and current Vista Outdoor Brand(s) logo(s) and product illustration(s).
- Vista Outdoor brand(s) product(s) must be clearly separated from other manufacturers' products (e.g., border or white space).
- Broadcast media requires a minimum of three exclusive (3) Vista Outdoor brand mentions, and at least as many mentions as the dealer's name.
- Advertisements must be in good taste and reflect favorably on Vista Outdoor brands.
- Some advertising requires pre-approval, as noted below.

NOTE: The Corporate Vista Outdoor logo must never be used in dealer advertisements.

It is the dealer's responsibility to ensure that all advertising and promotions comply with applicable state, local and federal laws and regulations, and with products being depicted in a safe and appropriate manner. Vista Outdoor expressly disclaims any liability or responsibility for any advertising or promotion conducted by a dealer. Dealer agrees to defend, indemnify and hold Vista Outdoor (including its affiliates

and subsidiaries) harmless from any and all claims, causes of action, damages, fines, penalties, settlements and other losses (including reasonable attorneys' fees) arising out of Dealer's advertisements or promotions.

Pro-Rating Advertising Costs and Exclusivity

Reimbursement is based on the audited value of the Vista Outdoor Brands' share of advertising space or time as determined by SproutLoud.

QUALIFYING MEDIA AND ACTIVITIES, and REQUIRED DOCUMENTATION:

PRINT ADVERTISING:

Includes newspapers, magazines, direct mailers, inserts/circulars

CO-OP COVERAGE:

- Eligible for 100% reimbursement of Vista Outdoor brand product advertising.
- Ads containing other manufactures' brands will be prorated to Vista Outdoor brand products portion and reimbursed at 100% for that portion.

Ineligible costs include printed Yellow Pages advertisements, catalogs, fees for mailing list acquisition, agency commission, production costs, plate fees, embroidery tape fee, talent fees, freight, and sales taxes.

ELIGIBILITY REQUIREMENTS:

- Ad must feature current Vista Outdoor brand(s) product logo(s).
- Ad must feature a color photo/image of the Vista Outdoor brand(s) product(s) advertised.
- Vista Outdoor brand(s) product(s) advertised must be clearly separate from other manufactures' products by a border or white space.

Documentation Required:

- Paid invoice from the publication detailing net cost of printing, distribution, publication date and ad size.
- U.S Postal Service delivery receipt (if applicable).
- Scanned full-page tearsheet or digital tear sheet of mail piece or insert image showing the publisher's name and ad run date for each ad being claimed on the invoice (proofs/templates of the ad(s) are not eligible).

DIGITAL/SOCIAL MEDIA ADVERTISING:

Includes Web Ads and Social Media posts

CO-OP COVERAGE:

- Eligible for 100% reimbursement of Vista Outdoor brand product advertising.
- Ads containing other manufactures' brands will be prorated to Vista Outdoor brand products portion and reimbursed at 100% for that portion.

Ineligible costs include any advertising agency fees and commission, production/design costs, and sales taxes.

ELIGIBILITY REQUIREMENTS:

- Brand presence in the ads must meet the same requirements as print advertising.
- Ad must feature current Vista Outdoor brand(s) product logo(s).

- Ad must feature a color photo/image of the Vista Outdoor brand(s) product(s) advertised.
- Vista Outdoor brand(s) product(s) advertised must be clearly separate from other manufactures' products by a border or white space.

Documentation Required:

- Proof of performance (copy of web ads, landing page with URL, and dates)
 - Legible invoice with description matching the activity on the proof of performance
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SOCIAL MEDIA ADVERTISING PROVIDED BY VISTA:

Includes Social Media posts automated through enrollment in the program through CAP

CO-OP COVERAGE:

- Enrollment is 100% co-opable

ELIGIBILITY REQUIREMENTS:

- We provide brand approved posts for Facebook and Twitter
 - Funds will be removed automatically from your co-op funds. If the fund does not have enough to cover the program, it will be charged to the credit card input at registration.
 - The program is cancelable at any time.
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BASIC DIRECTORY LISTINGS AND POWER DIRECTORY LISTINGS

With this service, you will save hours of work and boost your online visibility within the organic results of search engine pages at the same time.

- Enrollment in this program is 75% co-opable
 - Funds will be removed automatically from your co-op funds. If the fund does not have enough to cover the program, it will be charged to the credit card input at registration.
 - The program(s) comes with a 6-month term commitment. See program for complete details.
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BROADCAST ADVERTISING:

Licensed Radio & Television stations and legally franchised cable networks.

CO-OP COVERAGE:

- Eligible for 100% reimbursement of Vista Outdoor brand(s) product(s) advertising.

Ineligible costs include agency fees and commission, production costs, talent fees and sales taxes.

ELIGIBILITY REQUIREMENTS:

Radio and television spots must be exclusive to Vista Outdoor brand(s) or product(s).

- Radio spots must include the following:
 - 15-second radio spots must include **one** audible mention of eligible Vista Outdoor brand(s) or product(s)
 - 30-second radio spots must include **two** audible mentions of eligible Vista Outdoor brand(s) or product(s)
 - 60-second radio spots must include **four** audible mentions of eligible Vista Outdoor brand(s) or product(s)
- Television spots must include the following:
 - 15-second TV spots must include **one** audible mention and **3 second logo visual reference** of eligible Vista Outdoor brand(s) or product(s)

- 30-second TV spots must include **two** audible mentions and **5 second logo visual reference** of eligible Vista Outdoor brand(s) or product(s)
- 60-second TV spots must include **four** audible mentions and **10 second logo visual reference** of eligible Vista Outdoor brand(s) or product(s)

Documentation Required:

- Paid station invoice detailing net cost of ad air time.
 - Notarized affidavit of performance detailing the spot length, exact air times for each spot aired.
 - Notarized original script (audio and visual transcript for television) of spot.
 - Digital file of produced spot.
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BILLBOARD:

Billboards are defined as a stationary sign leased from an outdoor board company.

CO-OP COVERAGE:

- Eligible for 100% reimbursement of net board rental charges.
- Production/installation costs are not reimbursable.

ELIGIBILITY REQUIREMENTS:

- Billboard must prominently feature Vista Outdoor brand(s) product(s) visual/image and current brand logo(s).
- Dealer tag information (logo/ address etc.) cannot exceed 50% of the billboard ad space.

Documentation Required:

- Paid invoice detailing rental cost, location and posting date from outdoor company.
 - Contract with outdoor/billboard company detailing length of rental and panel numbers.
 - Color photos of actual billboard/s for each location claimed and showing panel numbers.
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DIGITAL BILLBOARD:

Digital Billboards are computer-controlled electronic displays.

CO-OP COVERAGE:

- Eligible for up to \$500 monthly reimbursement.
- Production/installation costs are not reimbursable.

ELIGIBILITY REQUIREMENTS:

- Billboard must prominently feature Vista Outdoor brand(s) product(s) visual/image and current brand logo(s).
- Dealer tag information (logo/ address etc.) cannot exceed 50% of the billboard ad space.
- Digital billboard 100% reimbursable but will be prorated by 10% for every other brand shared that is not a Vista Brand

Documentation Required:

- Digital billboard reporting that shows Vista ad time and length
 - Color photos of each digital ad shown on the billboard.
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PERMANENT OUTDOOR SIGNAGE (NON-ELECTRONIC):

Signage fixed permanently to outside of building

CO-OP COVERAGE:

- We will pay for new signage up to \$1500 one time every three years.

ELIGIBILITY REQUIREMENTS:

- Design must prominently feature Vista Outdoor brand(s) product(s) visual/image and current brand logo(s)

Documentation Required:

- Paid invoice detailing production and installation costs.
 - If installation is coordinated separately, installation invoice is also required.
 - Color photos of each sign/fixture once installed.
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VEHICLE WRAPS:

Vehicle wraps are defined as a mobile advertisement using industrial vinyl that is adhered to your vehicle.

CO-OP COVERAGE:

- Eligible for 100% reimbursement of production and installation costs, prorated to portion dedicated to Vista Outdoor brand(s) or product(s)
- Creative design / pre-production fees are not reimbursable.

ELIGIBILITY REQUIREMENTS:

- Design must prominently feature Vista Outdoor brand(s) product(s) visual/image and current brand logo(s).
- Dealer tag information (logo/ address etc.) cannot exceed 50% of the design.

Documentation Required:

- Paid invoice detailing production and installation costs.
 - If installation is coordinated separately, installation invoice is also required.
 - Printers proof of the final design.
 - Color photos of vehicle showcasing the installed wrap (front, rear, and side photos required).
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PREMIUM PROMOTIONAL ITEMS:

Includes premium items giveaways, apparel, store bags. **Co-op funds may not be used for reimbursement on promotional items for re-sale. If co-op funds are used for promotional items that are then re-sold in your store, you will be disqualified from participation in Vista Outdoor's co-operative advertising program and all funds will be removed from your co-op account.** Future participation in the program may also be forfeited. Please see "Suspension or termination of Participation" under program eligibility and participation.

CO-OP COVERAGE:

- Eligible for 100% reimbursement of Vista Outdoor brand(s) product(s) promotional items
- Maximum of 25% or \$25,000 of co-op pool funds allowed for current Advertising Period.
 - You will have a separate fund in your Co-op account specific for promotional item advertising.
 - If you do not want to use your promo funds on promotional items, SproutLoud can allocate these funds towards co-op claims for traditional advertising.
- Ineligible costs include production costs, shipping & handling and sales taxes.

Apparel for internal (employees) dealer use is eligible.

ELIGIBILITY REQUIREMENTS:

- Requires pre-approval from SproutLoud.
- Ad must feature a current Vista Outdoor brand(s) product(s) logo.

- Items may not be resold.

Documentation Required:

- Original paid invoice from the vendor detailing net cost of promotional items.
 - Photos of all promotional items (proofs/templates are not eligible).
-