



Energizer Battery, Inc.  
533 Maryville University Drive  
St. Louis, MO 63141

June, 2007

**Energizer**  
**Policy for Advertisement and Marketing Funding (PAMF)**

Widely recognized the world over, Energizer® and Eveready® branded products are marketed and sold in more than 150 countries around the globe. Energizer is developing an innovative portfolio of products designed to complement high-technology devices which will help the company grow and compete in these new, growing markets. One way in which it may do so is through cooperative advertising and marketing programs that will promote and protect the Energizer® brands.

Furthermore, Energizer seeks to ensure that Energizer® and Eveready® branded products are delivered to the consumer through a high quality network of professional and knowledgeable retailers whose advertising and marketing promotions, sales environments, business practices and customer service are commensurate with the superior image of the Energizer and Eveready brands as providing consumers unsurpassed product performance.

In order to maintain and further its quality brand image, Energizer has unilaterally predetermined to offer funding to qualified Retailers of its selection for use on promotional advertisements and marketing of Energizer® and Eveready® branded products, upon the unilateral terms and conditions set forth below. Energizer reserves the sole right to determine the Retailers to whom it will provide funding for promotional advertisements and marketing of Energizer® and Eveready® branded products, and the terms and conditions upon which it will continue to offer financial assistance for such purposes. In exercising its sole discretion in making such determinations, Energizer may determine not to offer Retailers funding for promotional advertisements and marketing to those Retailers that do not meet these terms and conditions. A determination by Energizer not to provide funding for marketing and advertisements to a Retailer who does not meet these terms and conditions will be upon the basis of each stock keeping unit (SKU) identified in Exhibit "A" attached hereto, and shall be in force until further notice, or until such time as a new minimum advertised price (MAP) has been determined and published by Energizer. Publication of revised Exhibit "A", containing current MAPs will be by regular mail or email to Retailers, and posted on the Energizer website at:

<http://energizer.com/customernotices> (Log On: PAMF, Password: Energizer06)

It is the responsibility of each Retailer to carefully review such revised MAPs, and to remain at all times current. This PAMF applies also to entities that share common ownership or control with the Retailer.

This PAMF relates solely to Retailer advertised prices, and does not relate in any manner whatsoever to the discretion of a Retailer to set and determine the prices at which it may sell covered product to its customers. At all times, the Retailer reserves the sole right to determine the selling prices of covered product, including in-store and point of purchase signage and materials.

Effective May 1, 2006, Energizer has unilaterally determined to provide funding for marketing and advertisements, only to those Retailers, who in the sole and independent judgment of Energizer, meet the following criteria:

- Retailers that advertise Energizer products no lower than the MAP listed in the current MAP list, attached as Exhibit "A", and updated from time to time, by Energizer.
- Retailers that do not advertise Energizer products on Exhibit "A" through "Buy One, Get One Free" (BOGOs), "Half Price" or "50% Off" promotions.
- Retailers that sell only to the retail public (end-users) and do not sell to any third party for purposes of resale, barter, or other manner of secondary distribution.
- Retailers who sell only through their own retail outlets, catalogs, or Internet websites as authorized in writing by Energizer. Advertising, offers to sell, or sales of Energizer products by means of Internet auctions, chat rooms, etc., are prohibited.
- Retailers that advertise, offer to sell, or sell only Energizer branded products sourced directly from Energizer.
- Retailers that do not advertise, promote, or sell Energizer products in any manner which is illegal, deceptive, or by practice, undesirable or improper – including, but not limited to, loss leaders, bait and switch, or means otherwise considered by Energizer to be negative selling practices, or an attempt to circumvent any part of this Policy for Advertisement and Marketing Funding.
- Retailers that do not sell or market Energizer products by any manner or presentation that reduces, disparages, or injures Energizer or Energizer branded products.
- Retailers that comply fully with Energizer's terms and conditions of sale.

Nothing contained herein shall prohibit Retailer from running advertisements of its choosing, including advertised price, at its own expense. Such advertisements will not qualify for funding for promotional advertisements and marketing under this PAMF, however, if the advertised price is below the current MAP price.

This PAMF is a unilateral statement of Energizer as to how it will select Retailers to whom it will offer funding for promotional advertisements and marketing of Energizer products and the criteria by which it may choose to offer funding for the marketing and advertisement of Energizer products.

This PAMF is not a contract, an offer to form a contract, or an agreement, express or implied. It is a policy statement of unilateral terms and conditions upon which Energizer may exercise its discretion. Energizer is not asking for, nor will Energizer, its employees or agents, accept any statement of agreement or acquiescence by any Retailer to this PAMF, or to any implied or stated compliance with this PAMF. This PAMF is a corporate policy of Energizer and cannot be waived, interpreted, or discussed with any Retailer by any agent, employee, or other third parties, except as stated herein.

Under no circumstances will Energizer discuss its business dealings with any Retailer with any other Retailer, nor will Energizer seek or accept any complaints or comments from its Retailers about the pricing or business practices of any other Retailer.

Energizer's representatives and agents are not authorized to discuss or in any way modify this PAMF. All questions regarding this PAMF should be made in writing to Energizer's Legal Department.

Energizer reserves the right to change, modify, amend, or discontinue this PAMF at any time without prior notice. There is no assurance express or implied to any Retailer that Energizer will continue or enforce this PAMF. Energizer specifically reserves the right to choose those Retailers with which to do business and the right to accept or reject any purchase order at any time.

This PAMF is subject to the Laws of the State of Delaware, and is applicable only to covered product sold within the United States.

Legal Department  
Energizer Battery Company  
533 Maryville University Drive  
St. Louis, MO 63141

## Energizer Policy for Advertisement and Marketing Funding

*Issue Date: 06-07  
Supersedes: 02-07*

### Exhibit A

Pack Family	SKUs	Minimum Advertised Price (MAP) per Pack	Minimum Advertised Price (MAP) per Pack
<b>Energizer® Max®</b>		Effective 2/5/07	Effective 8/15/07 <b>NEW</b>
Blister Packs	AA-2, AAA-2	<b>\$1.55</b>	<b>\$1.55</b>
	AA-4, AAA-4, C-2, D-2, 9V-1	<b>\$2.95</b>	<b>\$2.95</b>
	AA-6, AAA-6	<b>\$4.25</b>	<b>\$4.25</b>
Multi Packs	AA-8, AAA-8, C-4, D-4, 9V-2	<b>\$5.25</b>	<b>\$5.25</b>
	AA-10, AAA-10	<b>\$6.25</b>	<b>\$6.25</b>
	AA-12, AAA-12, 9V-3	<b>\$6.95</b>	<b>\$6.95</b>
Large Packs	AA-16, AAA-16, C-8, D-8, 9V-4	<b>\$8.95</b>	<b>\$8.95</b>
<b>Energizer® e<sup>2®</sup> Titanium</b>			
Blister Packs	AA-4, AAA-4, 9V-1	<b>\$3.45</b>	<b>\$3.45</b>
	AA-6, AAA-6	<b>\$4.75</b>	<b>\$4.75</b>
Multi Packs	AA-8, AAA-8, 9V-2	<b>\$5.75</b>	<b>\$5.75</b>
	AA-12	<b>\$7.95</b>	<b>\$7.95</b>
<b>Energizer® e<sup>2®</sup> Lithium</b>			
Blister Packs	AA-2, AAA-2	<b>\$4.75</b>	<b>\$4.75</b>
	AA-4, AAA-4	<b>\$7.95</b>	<b>\$7.95</b>
Multi Packs	AA-8	<b>\$14.95</b>	<b>\$14.95</b>
<b>Energizer® e<sup>2®</sup> Rechargeables</b>			
Blister Packs	AA-2, AAA-2	<b>\$4.75</b>	<b>\$4.75</b>
	AA-4, AAA-4, C-2, D-2, 9V-1	<b>\$7.95</b>	<b>\$7.95</b>
	AA-4 2000 mAh (Value)	<b>\$6.95</b>	<b>\$6.95</b>
Multi Packs	AA-8, AAA-8	<b>\$14.95</b>	<b>\$14.95</b>
Chargers	Value Charger with 2AA	<b>\$7.95</b>	<b>\$7.95</b>
	Sliding Charger w/o Batteries	<b>\$7.95</b>	<b>\$7.95</b>
	Sliding Charger with 4AA	<b>\$14.95</b>	<b>\$14.95</b>
	Easy Charger w/Face Plates	<b>\$19.95</b>	<b>\$19.95</b>
	Car Charger	<b>\$24.95</b>	<b>\$24.95</b>
	15 minute Charger	<b>\$25.95</b>	<b>\$25.95</b>
	Turbo Charger	<b>\$29.95</b>	<b>\$29.95</b>
<b>Energi To Go™</b>			
	Instant Cell Phone Charger	<b>\$18.95</b>	<b>\$14.95</b>

**Energizer Battery, Inc. Effective 08/15/2007**