

Independent Reseller Information

AS AMENDED, JANUARY 2009

2009 Premium Distribution Policy

January 02, 2009

Dear Distributor,

For fifty years *The Critical Thinking Company*™ (TCTC) has been a publisher of premium books and software. In support of our distributors, we have adopted a strict distribution policy called the Premium Distributor Policy. This policy will be unilaterally adopted and strictly enforced. TCTC will only offer its premium discount pricing to resellers it judges to be purveyors of premium books and software. Although our resellers remain free to determine their own resale prices, as part of our Premium Distributor Policy, TCTC will adjust the discount rate of and/or refuse to fill orders from any distributor TCTC determines has advertised, offered, or sold any TCTC product at less than the minimum retail price established and announced by TCTC. The only exception to this Policy will be when a distributor holds a rare store-wide sale that extends for a short, specified period of time (no more than 14 days), and then ends. In such cases, TCTC products may be included in that sale and offered at the same discount as other products. TCTC products may not be specified by product name or publisher in any sales advertising.

TCTC minimum retail price may be modified or changed solely by TCTC via written communications with the distributor. TCTC will also cancel and indefinitely refuse any new orders from a distributor that bundles any of our products with another publisher's products.

Nothing in our Premium Distributor Policy is intended to be, or shall be construed to be, an agreement to the minimum price at which you will advertise or resell TCTC products. Your pricing is your sole discretion. Please understand that the consequences for violating our Premium Distributor Policy will be less discount on future orders and/or loss of authorization to purchase TCTC products. TCTC will not discuss any conditions of acceptance related to the non-negotiable Premium Distributor Policy. TCTC does not solicit or accept any assurance of compliance with the Premium Distributor Policy. Nothing in the Premium Distributor Policy shall constitute an agreement between TCTC and a distributor that the distributor will comply with this Premium Distributor Policy.

Please direct any questions regarding the Premium Distributor Policy to:

Michael O. Baker, CEO
The Critical Thinking Company™
1997 Sherman Avenue
North Bend, OR 97459
Phone: 800-641-6555 • Fax: 541-756-1758
No other TCTC employee or representative has permission or authority to discuss or modify this policy.



Michael O. Baker, CEO
The Critical Thinking Company™

Ordering Requirements:

Every company or individual with a wholesale account with The Critical Thinking Co.™ (TCTC) must have a completed and signed copy of the current year's Independent Reseller Questionnaire on file in the Wholesale Department at the time of their first order.

Terms and Discount Policy:

Accounts with less than \$500 per year net volume and new accounts whose initial order is less than \$500 will receive a 10% standard discount. The discount may be increased to 40% when net sales exceed \$500. All orders are to be prepaid until and unless an account is granted Invoiced Status by the Wholesale Department. This decision will be made on a case-by-case basis.

Digital Image Availability:

We will provide free four-color or black-and-white electronic graphics (300 dpi for print use or 72 dpi for Web site use) upon request. We can also provide 600 dpi or 1200 dpi printouts of any current catalog page. We will provide custom layouts for specific products for a reasonable fee. We give you blanket permission to use our cover graphics on your Web site or in your catalog. You do not need additional permissions.

Return Policy:

We want you to be satisfied with the performance of our products. To this end, we long ago instituted a "non-caveat emptor" policy. If any of our products do not sell within a reasonable time frame (180 days maximum), you may return those products in exchange for products of your choice of equal value. There is no restocking fee charged on such returns, but you must pay the freight on both the returned product and new replacement order. To receive a product credit, product returned must be:

1. Current product (not discontinued or out of print).
2. Purchased within the previous 180 days.
3. Free of stickers and in resaleable condition (no bent covers, marks, or shelf wear).
4. Accompanied by a Return Authorization Form issued by the Wholesale Department. (Obtained by sending us a list of products and the quantities you wish to return).
5. Received at the warehouse within 30 days of the Return Authorization Date.

Drop Shipment Policy:

Orders drop shipped directly from our warehouse to your customer receive 10% less than your normal discount. Drop shipments to a school or institution must include a purchase order number from that customer for reference.

Freight Collect Policy:

Companies who ship freight collect will receive 1% less than what would have been their standard discount to cover handling and packing charges from our warehouse. These charges are normally included in our shipping & handling charges.

2009 TCTC Freight & Shipping Schedule

Freight charges are based on the net product cost of the order (except for software; see below*) and will be as follows for 2009.

Contiguous US Shipping Charges for Wholesale Orders			
From \$\$	To \$\$	S&H Charge	Shipped Via
\$0.01	\$20.00	\$6.95	USPS - 1 st Class
\$20.01	\$40.00	\$7.95	UPS Ground
\$40.01	\$70.00	\$8.95	UPS Ground
\$70.01	\$100.00	\$9.95	UPS Ground
\$100.01	\$250.00	10% Order Cost	UPS Ground
\$250.01	\$500.00	8% Order Cost	UPS Ground
\$500.01+		Actual freight + 1% packing & handling charge	Best Way (Usually UPS)

Non-Contiguous US & Canada Shipping Charges for Wholesale Orders			
From \$\$	To \$\$	S&H Charge	Shipped Via
\$0.01	\$20.00	\$6.95 & 12% Order Cost	USPS - 1 st Class
\$20.01	\$40.00	\$7.95 & 12% Order Cost	USPS - Air Mail
\$40.01	\$70.00	\$8.95 & 12% Order Cost	USPS - UPS
\$70.01	\$100.00	\$9.95 & 12% Order Cost	USPS - UPS
\$100.01	\$200.00	20% Order Cost	USPS - FedEx
\$200.01+		Actual freight + 1% packing & handling charge	Best Way

International Shipping Charges for Wholesale Orders			
From \$\$	To \$\$	S&H Charge	Shipped Via
\$0.01	\$80.00	\$40.00	USPS - Air Mail
\$80.01+		Actual freight + 1% packing & handling charge	Best Way (Usually FedEx or UPS)

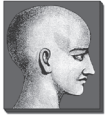
***Software Shipping charges for Wholesale Orders**

Software only (Contiguous US) = \$5.95 for the first piece, plus 30¢ per additional piece.

Software/Books mix (Contiguous US) = Regular freight on cost of books (from above charts), plus 30¢ per piece of software.

Software only (Non-Contiguous US & Canada) = \$6.95 for the first piece, plus 50¢ per additional piece.

Software/Books mix (Non-Contiguous US & Canada) = Regular freight on cost of books (from above charts), plus 50¢ per piece of software.



The Critical Thinking Co.™
EMPOWER THE MIND!

The Critical Thinking Co.™

1997 Sherman Ave. • North Bend, OR 97459

Ph 800-641-6555 • Fax 541-756-1758

www.criticalthinking.com • dealers@criticalthinking.com

INDEPENDENT RESELLER QUESTIONNAIRE

Billing Address

Company _____

Street or PO Box _____

City _____ St _____ Zip _____

Phone _____

Web Site _____

*Email INVOICES to: _____

*Not Yet Published Products: Cancel All: _____

Cancel after 120 days _____ Do Not Cancel _____

Shipping Address (if different)

Company _____

Street or PO Box _____

City _____ St _____ Zip _____

State Resale (Tax) # _____

*Email SHIPPING CONFIRMATION/TRACKING to: _____

*Temporarily Out of Stock: Cancel All _____

Cancel after 60 days _____ Do Not Cancel _____

MARKETING INFORMATION

So that we may recommend the best products for your company, please indicate your market shares below, giving an approximate **percentage** of your business volume for each.

Schools _____ Teachers _____ Homeschooling Parents _____ Parents _____ Clients _____

Books _____ Software _____ PreK-4 _____ Grades 5-8 _____ Grades 9-12 _____ Other _____

Please tell us how you market your products:

Produce a paper catalog or listing? _____

Produce a personal or company Web site? _____ Web Site Address: _____

Sell on EBay or Amazon Store? _____ Store Name _____

Sell primarily to clients or local customers: _____

REQUIRED SIGNATURE

I acknowledge that I have received and read the TCTC Independent Reseller Information, the Premium Distributor Policy, and the Conference Sales Policy. If this is a new account, I meet the requirements for opening an Independent Reseller account with the Critical Thinking Co.™ and am enclosing a copy of my state resale license or local business license (where there is no state sales tax) with this questionnaire. I understand that all orders must be prepaid until or unless I am granted invoices status by TCTC.

Signed (owner) _____

Date _____