

Philips Autumn Advantage HID Stocking Program

Promotion Terms and Conditions

Eligibility: The Philips HID Autumn Advantage Promotion (the "Promotion") is open only select Philips Distributors and their Branches which have an active account status with Philips Lighting North America Corporation; and are located in and do business in the United States and Puerto Rico ("Qualified Distributors"). Participating Qualified Distributor branches should check as to whether they may be subject to company policies relative to participation of the company or its employees in trade promotions. Void where prohibited by law or internal company policy.

Promotion duration and description: The Promotion will run from September 1, 2015 - October 31, 2015 (the "Promotion Period"), or while supplies last. The Promotion is a sales incentive program in which Qualified Participants can receive Prizes based on their purchases of Qualifying Products.

Qualifying products: The qualifying products for the "Program" are listed on the Official Autumn Advantage Order Form (the "Order Form"). Qualifying products include select HID Ballast Replacement Kits, Val-u-Pak Plus Kits, Philips Ceramalux HPS lamps featuring ALTO lamp technology and Energy Advantage CDM lamps with AllStart technology.

To participate: A participating Qualified Distributor branch needs to place their qualifying stocking order for Qualifying Products to customer service, TradeLink or Inside Advance during the Promotion Period. The customer must also submit the order form through fax (1-855-638-1522), email (philipslightingus1@philips.com) or on-line at www.philips.com/autumnadvantage. Alternatively, the order can be placed via EDI, but a Qualified Participant must still submit the order form and state that the stocking order was placed via EDI. Qualified Participant can earn American Express® Cards in \$25 or \$50 denominations which corresponds to the appropriate requirement level as listed on the Order Form. The gift card total will depend on the number and assortment of Qualifying Products purchased.

Prizes / Approximate Retail Values (ARVs): Qualifying orders for Energy Advantage CDM Lamps with AllStart Technology and Philips Ceramalux HPS lamps featuring ALTO lamp technology will receive American Express® cards at the approximate retail value of \$25.00, \$75.00, or \$150.00 in \$25 denominations. Qualifying orders of HID Ballast Replacement Kits and Val-u-Pak Plus Kits will receive American Express® cards at the approximate retail value of \$50.00, \$150.00, or \$250.00 in \$50 denominations. The gift card value is dependent on the number and assortment of Qualifying Products purchased as listed on the Order Form. American Express® Cards will be sent via regular mail. Qualified Participants can expect to receive their gift cards approximately six to eight (6-8) weeks after the completion of the program on October 31, 2015. Sales are subject to verification by Philips Lighting Co. Additional documentation may be requested. While supplies last.

Claim restrictions: No cash alternative or prize substitutions will be allowed.

General: By participating in the Promotion, participants agree to be bound by these Official Rules and the decision of the Sponsor that shall be final and binding in all matters relating to the Program. Participants further agree to release, discharge and hold harmless Sponsor, its affiliates, subsidiaries, advertising and promotion agencies, agents and representatives and its respective officers, directors and employees from and against, any and all costs, injuries, losses or damages of any kind, including, without limitation, death and/or bodily injury, or property damages, due in whole or in part, directly or indirectly, to participation in the Program or any Program -related activity, or from participants' acceptance, receipt, possession and/or use or misuse of any gift card or other prize. The Sponsor, its affiliates, subsidiaries, advertising and promotion agencies, agents and representatives, its respective officers, directors and employees are not responsible for and shall not be liable for: (a) inaccurate transcription of submissions, or for any human error which may occur in the processing of sales data; (b) lost, late, illegible or incomplete submissions; or (c) any condition caused by events beyond control of Sponsor, that may cause the Program to be disrupted or corrupted. If, for any reason whatsoever, this Program, in Sponsors' sole opinion, is not capable of running as planned, Sponsor reserves the right at its sole discretion to cancel, terminate, modify or suspend this Program or any portion. All decisions of the Sponsor shall be final in regard to any matters relating to the Promotion.

Governing law / jurisdiction: The Promotion will be governed by the laws of the State of New Jersey without regard to its choice of law or conflict of laws principles. Any and all disputes arising out of or connected in any way with the Program will be resolved individually and exclusively by final and binding arbitration administered by the American Arbitration Association (AAA) conducted before a sole arbitrator and held in New Jersey. Arbitrator's decision shall be controlled by these Official Rules and shall apply only to the individual initiating the dispute. Arbitrator shall not have the power to award special, consequential, incidental, punitive or other similar damages.

Sponsor: Philips Lighting North America Corporation, 200 Franklin Square Dr., Somerset, NJ 08873

