

Relationships with Third Parties Policy

Purpose:

Consistent with the Company's policies on ethics and internal controls, employee dealings with third parties (e.g., brokers, vendors, suppliers, distributors, agents, and intermediaries) should always be conducted fairly, honestly and to the highest ethical standards. No employee should ever enter business dealings with vendors, suppliers, distributors, agents or other third parties that would result in the creation of falsified, misleading, or incomplete Company documents, including invoices and accounting records or the payment of unauthorized and inappropriate fees or commissions to third parties.

Brokerage Relationships

- Prior to entering a brokering relationship, employees shall conduct appropriate due diligence on all persons and companies who seek dealings with PetMeds in any type of brokered transactions, arrangement, or activity. The brokering arrangement might require PetMeds and our employees to perform certain broker responsibilities for a third party, company or individual for products. At other times, PetMeds may seek to engage a third party or intermediary as a broker for PetMeds products or another company's products with which PetMeds is affiliated.
- The due diligence to be performed by employees before agreeing to engage in any type of brokering arrangement should include at least three of the following, as necessary:

To the extent that information received during due diligence raises a question or concern about a person or company to be involved in the brokering activity, you should contact a manager or the Company's legal counsel for guidance before proceeding with any brokering activity involving the Company or our employees.

Employees should report immediately and never proceed with any brokered transaction or other activity that involves or is suspected to involve the following:

- Falsified, or inaccurate documents
- Incorrect, false, or misleading raw material documentation
- Unusual or inappropriate shipping or delivery requirements/practices
- Practices that avoid Company quality control or inspection procedures
- Undisclosed broker or intermediary fees and commissions