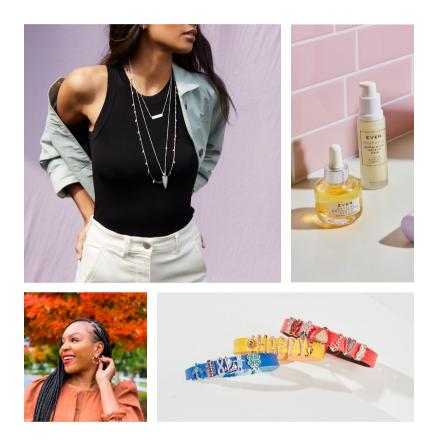


PAY PLAN (US) EFFECTIVE JANUARY 1, 2021



THE EARNINGS REPRESENTED HEREIN ARE NOT NECESSARILY REPRESENTATIVE OF THE INCOME, IF ANY, THAT A S&D AMBASSADOR CAN OR WILL EARN IN CONNECTION WITH OUR PAY PLAN. THERE IS NO GUARANTEE THAT ANY AMBASSADOR WILL EARN ANY INCOME. THE SUCCESS OF EACH AMBASSADOR, LIKE ANY OTHER BUSINESS, DEPENDS ON INDIVIDUAL SKILLS AND PERSONAL EFFORT. ACTUAL EARNINGS OF OUR INDEPENDENT CONSULTANTS IS PROVIDED IN OUR INCOME DISCLOSURE STATEMENT AVAILABLE ON OUR WEBSITE AT WWW.STELLADOT.COM.

OVERVIEW

The S&D Ambassador compensation plan (the "S&D Pay Plan"), offers you, as an independent consultant, the opportunity to earn an income whether you want to focus solely on personal product sales to customers or if you want to increase your sales by referring Ambassadors on your team who successfully sell. The time, effort and activity you devote to your S&D Store will determine your earnings and success. This Pay Plan is governed by the S&D Ambassador Agreement, which includes the Policies and Procedures, you entered into with Stella & Dot LLC upon enrollment. In order to continue to be an earning participant in the S&D Pay Plan you must also meet activity requirements as detailed in our Policies and Procedures.

HOW AMBASSADORS EARN

L. PERSONAL SALES COMMISSIONS

Profits paid weekly on products you personally sell to customers. Earn 20% - 40% based on total sales for the month.

2. 10% NEW AMBASSADOR REFERRAL BONUS

A profit share paid monthly on all of the product sales volume of someone you personally referred as an Ambassador.

3. LINE COMMISSIONS

Monthly commissions paid to you on the product sales volume of your team.

4. *EXECUTIVE MONTHLY CASH REWARDS*

Monthly rewards that Executive Level Sales Coaches can earn based on total monthly team product Sales Points.

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Your achievements and qualifications are all trackable on the Ambassador Lounge.

KEY PAY PLAN TERMS

All S&D Products have Sales Points that apply towards your **Qualifying Volume (QV)**, **Retail Volume (RV)**, and Wholesale Volume (WV). Sales Points are used to determine qualification and pay based on your level of achievement each month. The below definitions will help you understand your commissions and earning opportunity:

- QV: Used to determine Commissions rates and additional Pay Plan qualifications.
- RV: Used to calculate Personal Sales Commissions.
- WV: Used to calculate 10% New Ambassador Referral Bonus and Line Commissions.

WV is calculated as 65% of RV

PQV & PRV: Equals your Personal QV or Personal RV from product sales through your S&D Ambassador account and the products you have personally sold to customers.

NOTE: Starter Kits, Business Materials, business fees (i.e., renewal fees, personal website fees, and registration fees), samples, and certain promotions do not have QV, RV or WV, and therefore do not generate commissions and do not count towards qualifications or reward opportunities. Discounts, charity items and other product specials may have discounted QV, RV and WV.

AMBASSADOR & QUALIFIED AMBASSADOR

Each Ambassador starts as an "Ambassador", which is our first level in the S&D Pay Plan. At this level, you will earn commissions primarily from product sales made to your customers. As a first goal, go for Qualified Ambassador with 300+ PQV in a month to increase your Personal Sales Commissions and become eligible for 10% New Ambassador Referral Bonus as well as 4% Commissions on Lines 1 and 2.

EARNINGS

PERSONAL SALES COMMISSIONS

Personal Sales Commissions are paid weekly on your PRV. When your PQV in a calendar month meets or exceeds the required PQV thresholds, you'll earn a higher percentage of your PRV. If you obtain a higher threshold throughout the month, at month end you will be paid out the difference based on your highest achievement.



UALIFIED AMBASSADORS

When you achieve 300+ PQV in a calendar a month you become a Qualified Ambassador. As a

Qualified Ambassador, you unlock a higher 25% Personal Sales Commission rate and also earn additional commissions on the Sales Points of new Ambassadors you have referred. Also as a Qualified Ambassador you can earn 4% Line Commissions on your Lines 1 and 2. Line Commissions are paid on the WV of each referred Ambassador on up to 3,250 (5,000 RV) and 1% on any additional amount in excess of 3,250 WV in any given month.

NOTE: Line Commissions are paid only on the product sales of Ambassadors who have been referred to your Lines 1 or 2.

EARNINGS

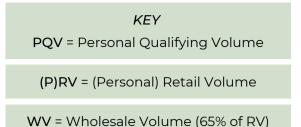
- 25%+ Personal Sales Commissions
- 10% New Ambassador Referral Rewards
- 4% Line 1 Commissions
- 4% Line 2 Commissions

TOTAL MONTHLY PQV	PERSONAL SALES COMMISSION RATE
1 - 299.99	20%
300 - 2,499.99	25%
2,500 - 4,999.99	30%
5,000 - 9,999.99	35%
10,000+	40%

	LINE QV TOTAL	LINE COMMISSION RATE
	1 - 4,999.99	4%
LINE 1	5,000 - 9,999.99	4%
	10,000+	4%
	1 - 4,999.99	4%
LINE 2	5,000 - 9,999.99	4%
	10,000+	4%

NEW AMBASSADOR REFERRAL BONUS

When you personally refer an Ambassador to open up their own S&D Shop, you earn 10% of the WV of each new Ambassador in each Ambassador's first 12 months on up to 3,250 WV (5,000 RV) per month and 1% on any additional WV in excess of 3,250 WV per month. This bonus is paid monthly when you are Qualified with 300 PQV in such month.



SQUAD LEVEL SALES COACH

As a Squad Level Sales Coach, you're increasing your product sales to customers and likely building a team of Ambassadors and coaching them to grow their own product sales. You are providing direct support to all of the Ambassadors on your Line 1 and may even be providing secondary support to Ambassadors on your Line 2. You can level-up and be paid as a Squad Level Sales Coach by achieving 1,000 PQV and 3,000 SCQV each month.

eligible to earn.



EARNINGS

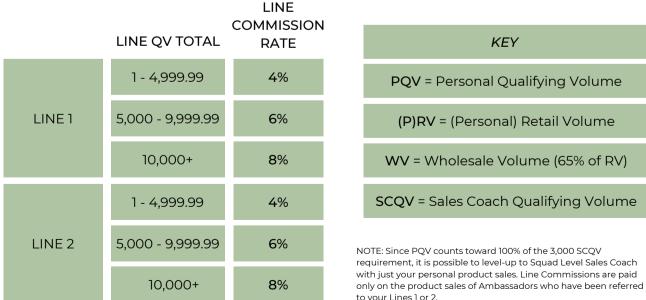
10% New Ambassador Referral Bonus is in addition to any Line 1 Commissions you're

- 25%+ Personal Sales Commissions
- 10% New Ambassador Referral Bonus
- 4 8% Line 1 Commissions
- 4 8% Line 2 Commissions

Sales Coach Qualifying Volume (SCQV): Your PQV plus the QV of all Ambassadors you have personally referred into your Line 1. Up to 50% of your SCQV can come from the QV of a personally referred Line 1 Ambassador. 100% of your PQV always counts towards your SCQV.

LINE COMMISSIONS

As a Squad Level Sales Coach, you can earn Line Commissions on your Lines 1 and 2. Your Line Commissions rate at this level depends on the total QV of Ambassadors on that Line:



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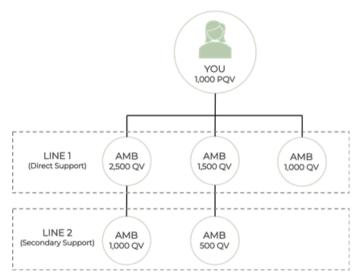
ADDITONAL SALES COACH CONCEPTS

Personal Sales Commissions are paid weekly on your PRV. When your PQV in a calendar month meets or exceeds the required PQV thresholds, you'll earn a higher percentage of your PRV. If you obtain a higher threshold throughout the month, at month end you will be paid out the difference based on your highest achievement.

50% Limited Line Volume: Up to 50% of your SCQV requirement can come from the QV of a personally referred Line 1 Ambassador. 100% of your own PQV will count towards SCQV requirements.

Example: For Squad Level Sales Coach, you may count only up to 1,500 PQV of any personally referred Line 1 Ambassador to achieve the 3,000 SCQV required. However, you may make up the additional 1,500 needed through your own PQV, or through the QV of other personally referred Line 1 Ambassadors.

LINE EXAMPLE & DEFINITIONS



Line 1 (Direct Support): Total Sales Points of Ambassadors you have personally referred or who have shifted to your line 1. The total QV on your Line 1 determines your Line 1 Commissions rate. This example has 5,000 in Line 1 QV and would qualify for 6% Line 1 Commissions.

Line 2 (Secondary Support): Total Sales Points of Ambassadors who have been personally referred by your Line 1 or who have shifted to your line 2. The total QV on your Line 2 determines your Line 2 Commissions rate. This example has 1,500 Line 2 QV and would qualify for 4% Line Commissions.

COMMUNITY LEVEL SALES COACH

As a Community Level Sales Coach, you continue to increase your product sales to customers and helping your Community realize greater sales achievements. You can level-up and be paid as a Community Level Sales Coach by achieving 1,500 PQV, 5,000 SCQV and 1,000 RL1V each month.



1,500 PQV

5,000 SCQV

1,000 RL1V

EARNINGS

- 30%+ Personal Sales Commissions
- 10% New Ambassador Referral Bonus
- 4 8% Line 1 Commissions
- 4 8% Line 2 Commissions
- 2 6% Line 3 Commissions

Rolling Line 1 Volume (RL1V): The cumulative PQV for a rolling 3 months plus the current month from all of your Line 1 Personally Referred Ambassadors (with start dates in the current month and prior 3 calendar months) combined. You can meet RL1V requirements with 1 personally referred Ambassador.

	LINE QV TOTAL	LINE COMMISSION RATE
	1 - 4,999.99	4%
LINE 1	5,000 - 9,999.99	6%
	10,000+	8%
LINE 2	1 - 4,999.99	4%
	5,000 - 9,999.99	6%
	10,000+	8%
	1 - 4,999.99	2%
LINE 3	5,000 - 9,999.99	4%
	10,000+	6%

LINE COMMISSIONS

At Community Level Sales Coach you now earn Line Commissions on your Line 3 in addition to Line Commissions earned on Lines 1 and 2.

Line 3 (Community Support): Total Sales Points of Ambassadors who have been personally referred by your Line 2 or who have shifted to your Line 3. The total QV on your Line 3 determines your Line 3 Commissions rate.



EXECUTIVE LEVEL SALES COACH

As an Executive Level Sales Coach, you're consistently selling and continuing to coach and motivate Ambassadors within your Community in Lines 1, 2 and 3. At this level, you're rewarded with Executive Monthly Cash Rewards based on your Community Volume (CV).

You can level-up and earn Executive Monthly Cash Rewards by achieving 2,000 PQV, 10,000 SCQV, 1,500 RL1V and by having 25,000+ CV each month.



EARNINGS

- 30%+ Personal Sales Commissions
- 10% New Ambassador Referral Bonus
- 4 8% Line 1 Commissions
- 4 8% Line 2 Commissions
- 2 6% Line 3 Commissions
- \$750 \$2,000 Executive Monthly Cash Rewards based on your CV

Community Volume (CV): Your PQV plus the QV of everyone in your Line 1 + Line 2 + Line 3. Up to 50% of your CV requirement can come from the QV of a Line 1 Ambassador and everyone in their Lines 1 and 2 (your Lines 2 and 3), this is called a Leg. 100% of your PQV counts towards your CV. CV is a requirement at the Executive Sales Coach level and is used to determine the amount of Monthly Executive Cash Rewards you earn.

EXECUTIVE MONTHLY CASH REWARDS

Executive Level Sales Coaches earn cash rewards that are paid monthly in addition to Line Commissions. The amount of the cash reward is based on their CV.

MONTHLY CV	MONTHLY REWARD		
25,000	\$750		
50,000	\$1,000		
75,000	\$1,500		
100,000	\$2,000		

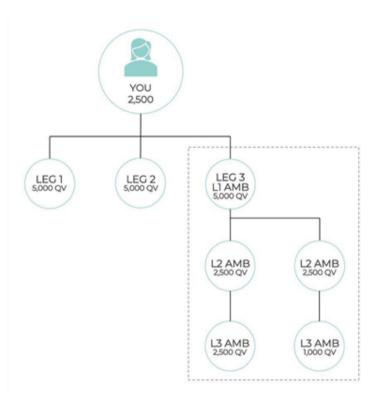


Cash rewards are paid monthly to those at Executive Level Sales Coach. The cash reward is based on your CV in any given month. To be eligible to earn you must meet the requirements each month. If you miss the requirements, you will not earn the reward for that month. Qualification restarts every month.

ADDITONAL EXECUTIVE SALES COACH CONCEPTS

50% Limited Leg Volume: Up to 50% of your CV can come from the QV of a Line 1 Ambassador and everyone in their Lines 1 and 2 (your Lines 2 and 3), this is called a Leg, 100% of your PQV counts towards both your SCQV and your CV.

50% LIMITED LEG VOLUME EXAMPLE



TOTAL ELIGIBLE = 25,000 QV

For the \$750 Executive Monthly Cash Rewards level you need 25,000 CV. You can count up to 50% of the requirement from any one Leg.

In this example the team in the gray box is considered a Leg. It includes the Ambassador in your Line 1 and everyone in their team, down to your Line 3. The total QV of this Leg is 13,500. However, you can only count up to 12,500 QV (up to 50% of the 25,000 CV requirement) towards achieving the \$750 reward.

Because you can count your PQV and the QV of any other Leg (up to 12,500 QV for each Leg, per month), then in this example you would meet the 25,000 CV requirement.

> YOU = 2,500 PQV LEG 1 = 5,000 QV LEG 2 = 5,000 QV LEG 3 = 13,500 QV (you can only count 12,500)

UNDERSTANDING SALES POINTS

CATEGORIES & VALUES

Sales Points (Qualifying Volume & Retail Volume) values are assigned to categories to adjust for varying product margin. You earn more commission when you sell higher margin product at full price than a lower margin product on final markdown. Below is a quick reference chart to understand the point value you'll earn for each product category. Product point value may vary based on current sales or promotions.

CATEGORY	POINTS MULTIPLIER (BASED ON REGULAR PRICE SALES)	
SKINCARE & BEAUTY	1.04	
JEWELRY	1	
BAGS	.9	
MISC. NON-JEWELRY*	.8	
GIFT CARDS	.8	
COVET	.7	
APPAREL	.7	
MARKDOWN ITEMS**	.6	
POP-IN PARTNERS	VARIABLE RATE	
KEEP HOME	.7	

*i.e., Poufs, Wallets, Scarfs and Display Items.

**Markdown items will be redlined on the site and the .6 is based on the sale price vs the regular price.

ADDITIONAL PRV ADJUSTMENT CATEGORIES***	POINTS MULTIPLIER ON PRV ONLY (ADDED ON TOP OF CATEGORY LEVEL POINT MULTIPLIER)
S&D INSIDERS CLUB ORDERS AT FREE SHIP THRESHOLD	.8
ORDERS WITH S&D INSIDERS CLUB OR SUBSCRIBE TO SAVE CREDITS APPLIED	.8

***PRV only on S&D Insiders Club orders will be adjusted to .8 on top of the category level multipliers if they hit the \$100 free ship threshold or credits are applied. PQV is unaffected. Charity items or items in a promotion may be further point adjusted to .6 of the as-sold prices. Check charity or promotion FAQ in the lounge for confirmation.

EXAMPLES

CATEGORY	US PRICE	CA PRICE	PQV	US PRV	CA PRV
SKINCARE	\$89	\$118	92.56 (US Price *1.04)	92.56 (US Price *1.04)	122.72 (CA Price *1.04)
JEWELRY	\$52	\$62	52 (US Price *1)	52 (US Price *1)	62 (CA Price *1)
BAGS	\$239	\$289	215.10 (US Price *.9)	215.10 (US Price *.9)	260.10 (CA Price *.9)
APPAREL	\$149	\$169	104.30 (US Price *.7)	104.30 (US Price *.7)	118.30 (CA Price *.7)
CHARITY	\$52	\$62	31.20 (US Price *.6)	31.20 (US Price .6)	37.20 (CA Price *.6)

UNDERSTANDING SALES POINTS

WHAT'S INCLUDED IN QV, RV & WV

All S&D Products have Sales Points, which apply towards Qualifying Volume (QV), Retail Volume (RV), and Wholesale Volume (WV). Sales Points are used to determine qualification and pay based on your level of achievement each month. Below is a quick reference chart to help you understand what is included For each Sales Point.

	QUALIFYING VOLUME (QV)	RETAIL VOLUME (RV)	WHOLESALE VOLUME (WV)
USED TO CALCULATE	Pay Level, Sample Discount & Incentives	Personal Retail Commission & Wholesale Volume	Referral Bonus & Line Commissions
CUSTOMER ORDERS	Always based on USD and varies depending on product category.	Based on local retail price and varies depending on product category.	65% of RV.
PERSONAL ORDERS	Varies based on product margin. QV is awarded before Ambassador 25% discount is applied.	Not Included because Personal Sales Commission is not paid on personal orders.	Awarded before the 25% Ambassador discount is applied based on 65% of what the RV would have been.
AMBASSADOR SAMPLE ORDERS (50% OFF)	Not Included		
HOSTESS ORDERS	Items where ½ off credit is used are excluded. Any balance owed after Rewards are applied is included (excluding ½ off credits). Items purchased at full retail without applying Rewards are included.		
STORE OR PRODUCT CREDIT PURCHASES	Net of Store Credit / Product Credit.		
GIFT CARDS	Included when a Gift Card is purchased, but not included when a Gift Card is redeemed. QV and RV are calculated at 80% of Gift Card value.		

UNDERSTANDING SALES POINTS

WHAT'S INCLUDED IN QV, RV & WV CONTINUED

	QUALIFYING VOLUME (QV)	RETAIL VOLUME (RV)	WHOLESALE VOLUME (WV)
USED TO CALCULATE	Pay Level, Sample Discount & Incentives	Personal Retail Commission & Wholesale Volume	Referral Bonus & Line Commissions
MARKETING MATERIALS		Not Included	
STARTER KITS		Not Included	
TAX/VAT		Not Included	
SHIPPING		Not Included	
DISCOUNTS		Not Included	
RETURNS/ ADJUSTMENTS	Subtracted out from total during the return period.		

GLOSSARY TERMS

Ambassador: S&D Ambassadors who have enrolled in our S&D Ambassador opportunity by agreeing to our S&D Ambassador Agreement, which incorporates our Policies & Procedures and this Pay Plan.

Community Volume (CV): Your PQV plus the QV of everyone in your Line 1 + Line 2 + Line 3. Up to 50% of your CV requirement can come from the QV of a Line 1 Ambassador and everyone in their Lines 1 and 2 (your Lines 2 and 3), this is called a Leg. 100% of your PQV counts towards your CV. CV is a requirement at the Executive Sales Coach level and is used to determine the amount of Monthly Executive Cash Rewards you earn.

Executive Monthly Cash Rewards: Cash rewards are paid monthly to those at Executive Level Sales Coach. The cash reward is based on your CV in any given month. To be eligible to earn you must meet the requirements each month. If you miss the requirements, you will not earn the reward for that month. Qualification restarts every month.

Leg: Includes an Ambassador in

your Line 1 and everyone on her Lines 1 and 2 (your Lines 2 and 3). This is important to know for qualifying at Executive Level Sales Coach and understanding 50% Limited Leg Volume.

Line Commissions: Commissions paid on the WV of each Ambassador on up to 3,250 WV (5,000 RV) and 1% on any additional amount in excess of 3,250 WV in any given month. Line Commissions are unlocked at Qualified Ambassador and above and are paid in addition to any New Ambassador Referral Bonus. Line Commissions rate is determined by the total QV in each line. Line Commissions are not paid on your PRV.

Line 1 (Direct Support): Total Sales Points of Ambassadors you have personally referred or who have shifted to your line 1. The total QV on your Line 1 determines your Line 1 Commissions rate.

Line 2 (Secondary Support): Total Sales Points of Ambassadors who have been personally referred by your Line 1 or who have shifted to your line 2. The total QV on your Line 2 determines your Line 2 Commissions rate.

Line 3 (Community Support): Total Sales Points of Ambassadors who have been personally referred by your Line 2 or who have shifted to your line 3. The total QV on your Line 3 determines your Line 3 Commissions rate.

New Ambassador Referral Bonus: When you personally refer an Ambassador to open up their own S&D Shop, you earn 10% of the WV of each new Ambassador in each Ambassador's first 12 months on up to 3,250 WV (5,000 RV) per month and 1% on any additional WV in excess of 3,250 WV per month. This bonus is paid monthly when both you are Qualified with 300 PQV in such month. **Paid-As Level:** The level that you achieve each month which determines your pay for that month. Your Paid- As Level is based on performance in each month and may be different than the Level that you identify with or are recognized at by S&D.

Personal Qualifying Volume (PQV): Equal to your Personal QV from product sales through your S&D Ambassador account and the products you have personally sold to customers. PQV is used to determine your Personal Sales Commission rate and is also a requirement at each Sales Coach level.

Personally Referred: Those you personally referred to sign up and start their own S&D Shop.

Personal Retail Volume (PRV): Equals your Personal RV from product that you have personally sold to customers. PRV is used to calculate Personal Sales Commissions.

Personal Sales Commissions: All Ambassadors earn a base 20% commission on Personal Retail Volume (PRV), paid weekly, right from the day they sign up. The base commission increases based on your total PQV for the month. The increase in Personal Sales Commission is paid in your month-end pay. Personal Sales Commission is not paid on Ambassador personal purchases.

Qualified Ambassador: An Ambassador who has 300 PQV in a calendar month. At this level you unlock 4% Line Commissions on Lines 1 and 2 in addition to the 10% New Ambassador Referral Bonus. Qualifying Volume (QV): QV exists for the purpose of global alignment. The QV of a product will be the same in every country, regardless of local retail price. QV is based on US retail price and on the profit margin of the product sold. This system keeps things 'fair' so that equal sales activity is required across borders, regardless of currency changes. QV excludes tax, shipping, promotional discounts and items purchased with Hostess Rewards. The QV of your team is used to determine Line Commissions rate and total CV.

Retail Volume (RV): The Sales Points of products sold to customers at retail. The RV of a product is based on the local retail price and is set based on the profit margin of the product sold. The higher profit margin of the product, the higher the RV. Not all items offer RV, such as business supplies and fees. RV does not include tax, shipping, or discounts.

Rolling Line 1 Volume (RL1V): The cumulative PQV for a rolling 3 months plus the current month from all of your Line 1 Personally Referred Ambassadors (with start dates in the current month and prior 3 calendar months) combined. You can meet RL1V requirements with 1 personally referred Ambassador.

Sales Coach (Squad Level): You can level-up and be paid at Squad Level Sales Coach by achieving 1,000 PQV and 3,000 SCQV each month. At this level you unlock 4-8% Line Commissions on Lines 1 and 2 that are paid in addition to the 10% New Ambassador Referral Bonus.

Sales Coach (Community Level): You can level-up and be paid at Community Level Sales Coach by achieving 1,500 PQV, 5,000 SCQV and 1,000 RL1V each month. At this level you unlock 2-6% Line 3 Commissions in addition to 4-8% Line Commissions on Lines 1 and 2 and the 10% New Ambassador Referral Bonus. Sales Coach (Executive Level): You can level-up and be paid at Executive Level Sales Coach by achieving 2,000 PQV, 10,000 SCQV, 1,500 RLIV and by having a total of 25,000+ CV each month. At this level you unlock \$750 - \$2,000 in Executive Monthly Cash Rewards monthly, depending on your CV. This is paid in addition to Line Commissions and 10% New Ambassador Referral Bonus.

Sales Coach Qualifying Volume (SCQV): Your PQV plus the QV of all Ambassadors you have personally referred into your Line 1. Up to 50% of your SCQV can come from the QV of a personally referred Line 1 Ambassador. 100% of your PQV always counts towards your SCQV.

Sales Points: All S&D Products have Sales Points, which apply towards Qualifying Volume (QV), Retail Volume (RV), and Wholesale Volume (WV). Sales Points are used to determine qualification and pay based on your level of achievement each month. See each definition for Sales Point types for full details and how they are used.

Wholesale Volume (WV): 65% of RV, to factor out commissions, rewards and bonuses paid to Ambassadors. New Ambassador Referral Bonus, and Line Commissions are paid on WV.

50% Limited Line Volume: Up to 50% of your SCQV requirement can come from the QV of a personally referred Line 1 Ambassador. 100% of your PQV will count towards SCQV requirements.

50% Limited Leg Volume: Up to 50% of your CV can come from the QV of a Line 1 Ambassador and everyone in their Lines 1 and 2 (your Lines 2 and 3), this is called a Leg. 100% of your PQV counts towards both your SCQV and your CV.

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