

MÉXICO

V **e** M M A [®]

COMPENSATION PLAN



THE VEMMA REFERRAL BONUS PLAN. THERE ARE TWO FORMS OF INCOME WITH VEMMA.



- IMMEDIATE INCOME
- LONG-TERM INCOME

Our business model is designed to reward those people that promote the Vemma brand products. This is accomplished by devoting almost our entire marketing budget to fund the **Vemma Referral Bonus Plan**. This plan is based on the simple two team-building concept — a left side team and a right side team. Since there are just two teams to build, this creates excitement as new Vemma Independent Entrepreneurs join, one after the other, down team lines, helping more people benefit from the volume and creating greater leverage within the plan.

When you enroll as a Vemma Independent Entrepreneur and place an order for any Vemma product worth at least sixty (60) Qualifying Volume (QV), or as we like to call “reward points”, you will receive access to the Back Office and a free marketing website. When you encounter someone wanting to

become a Vemma Independent Entrepreneur, you can enroll them through this marketing website. As soon as you qualify your business by enrolling at least one (1) active Vemma Independent Entrepreneur on each of your left and right sides (active is defined as having an active 60 reward point minimum order every five weeks), you are then eligible to earn immediate income.

Best yet, the **Vemma Referral Bonus Plan** pays out a true fifty percent (50%) of the Commissionable Volume (CV) weekly, so you have the opportunity to get paid every week! Your very first order will activate your Vemma Independent Entrepreneur account for four (4) weeks including the volume week in which the order is placed, plus a one (1) week grace period.

IMMEDIATE INCOME



FAST START BONUS

Qualifications: Active with a 60 reward point order every five weeks. Eligible Enrollers will receive the Fast Start Bonus on the first order of those Vemma Independent Entrepreneurs whom they personally enrolled. To fund the Fast Start Bonus, each first sale will contribute half of the order's normal reward points. Please see the Cycle Credit Chart on page 5 for exact Fast Start Bonus amounts.

Fast Start Bonus is subject to compression. If the Enroller is inactive then the first eligible upline Enroller will receive the Fast Start Bonus.

"Among the many varied channels through which a person today receives information, it is hard to imagine any that carry the credibility, and as a result, the importance of interpersonal communication or word-of-mouth."

**Godes & Mayzlin,
Study of Word-of-Mouth
Communication**

LONG-TERM INCOME

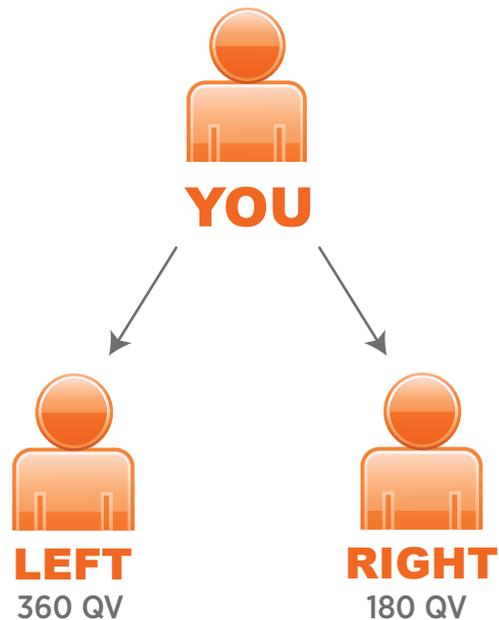


CYCLE BONUS

Qualifications: Active Vemma Independent Entrepreneurs with a 60 reward point order every five weeks, along with two (2) personally enrolled active Vemma Independent Entrepreneurs, one (1) on each team.

At the end of each volume period (week), Vemma's computers search down your left and right teams and whenever 180 reward points in one team and 360 reward points on the opposite team occur (sides can switch back and forth), Vemma Independent Entrepreneurs are eligible to earn a Cycle Bonus of approximately \$22 - \$25 USD. The weekly cycle value will be determined each week based upon total sales divided by the amount of qualified cycles.

For cycle volume information associated with products, please refer to the Cycle Credit Chart on page 5.



= 1 Cycle of Approx. \$22-\$25 USD**

**All Vemma bonuses will be calculated in USD and paid in local currency. Vemma will evaluate and modify when necessary the exchange rates on a monthly basis.

CYCLE CREDIT CHART

Vemma Nutrition Program Purchased	Fast Start Earned	Fast Start Reward Pts	Subsequent Orders Reward Pts
Vemma 1-Pack (2 x 946ml bottles)	\$10 USD	30	60
Vemma V2 (10 x 59ml bottles)	\$0 USD	0	20
Verve Energy Drink 1-Pack (24 x 245ml cans)	\$10 USD	30	60
Leadership Sample Pack (Vemma 1-Pack, Verve 1-Pack, V2 x 30 bottles)	\$0 USD	0	180



CYCLE EARNINGS LEVELS

The cycle earnings levels only apply to the Cycle Bonus and do not affect any other areas of income in the **Vemma Referral Bonus Plan**. Once they reach the maximum cycle level earnings on that position for four (4) consecutive weeks, they will be given one (1) new position above their maxed position. That position will have the same earning level limit, unless they rank advance to the higher rank as specified below. Up to two (2) positions maximum are allowed per Vemma Independent Entrepreneur, four (4) individual positions per married couple.

Earnings Level up to:	Rank
\$25,000 per week/\$1,300,000 USD per year	Vemma Independent Entrepreneur - Royal Ambassador
\$30,000 per week/\$1,560,000 USD per year	Star Royal Ambassador
\$35,000 per week/\$1,820,000 USD per year	Pinnacle Leader

Fast Start will pay out on the first order on an account. The Leadership Sample Pack and Vemma V2 Pack does not carry a Fast Start Payout.

Vemma Independent Entrepreneurs will not be eligible to receive some bonuses until they have qualified their Vemma Independent Entrepreneur Account by having a 60 reward point order every five weeks and one (1) active Vemma Independent Entrepreneur on their left team and one (1) active Vemma Independent Entrepreneur on their right team whom they personally enrolled. Vemma Independent Entrepreneurs will be able to accrue volume in their profit leg if they are qualified. However, if an active Vemma Independent Entrepreneur has eight (8) consecutive weeks of non-qualification, the volume in their profit leg will flush. For every consecutive week after the eight (8) week flush that a Vemma Independent Entrepreneur does not qualify, no volume will accumulate on the profit side. Any sales that they have in the power leg of their organization will remain there until they have qualified their Vemma Independent Entrepreneur Account as long as they are active. Vemma Independent Entrepreneurs can accumulate or bank a maximum of 2,000,000 reward points in their power leg.

If a Vemma Independent Entrepreneur has eight (8) consecutive volume weeks* in which they are not active, all accumulated volume in both teams will flush.

At the end of every corporate 52-week period, all power leg volume in excess of fifteen (15) times the total amount of the Vemma Independent Entrepreneur’s most recent four (4) week profit leg volume will be flushed, if that Vemma Independent Entrepreneur was enrolled prior to week 27. Vemma Independent Entrepreneurs enrolled during or after week 27 will not flush until the following year. At the start of week 1, all power leg volume exceeding the set threshold will be flushed. The threshold is equal to 150,000 reward points or fifteen (15) times the profit leg volume generated during weeks 49 through 52, whichever is greater. The most recent four (4) week profit leg volume is defined as any and all generated volume that occurs in a Vemma Independent Entrepreneur’s profit leg during weeks 49 through 52.

After twenty-four (24) consecutive weeks without activity, the Vemma Independent Entrepreneur Account will be terminated.

*Volume period is defined as a Vemma business period beginning on Friday at 12:00 a.m. Arizona, USA time, and ending at 11:59 p.m. Thursday night Arizona, USA time.

ENROLLER MATCHING BONUS

Qualifications: Active and qualified with a 60 reward point order every 5 weeks and four (4) personally enrolled active Vemma Independent Entrepreneurs, one (1) on each side of their team, two (2) anywhere else on their team.

The Enroller Matching Bonus pays the Enroller ten percent (10%) on all of their personally enrolled Vemma Independent Entrepreneur's Cycle Bonus earned amounts. If a Vemma Independent Entrepreneur does not meet the eligibility requirements to earn it, the Enroller Matching Bonus will compress to the first eligible upline Enroller.

A Vemma Independent Entrepreneur cannot earn both Enroller Matching Bonus and the Second Tier Matching Bonus on the same downline Vemma Independent Entrepreneur. In the case of compression of the Enroller Matching Bonus due to the direct Enroller's ineligibility, the Second Tier Matching Bonus will compress as well.



SECOND TIER MATCHING BONUS

Qualifications: Active and qualified with a 60 reward point order every five weeks and six (6) personally enrolled active Vemma Independent Entrepreneurs, one (1) on each side of their team, four (4) anywhere else on their team.

Vemma Independent Entrepreneurs earn on the people that they personally enrolled, plus they are eligible to earn a ten percent (10%) Matching Bonus on all of their personal enrollees' personally enrolled Vemma Independent Entrepreneur's Cycle Bonus earned amounts. If a Vemma Independent Entrepreneur does not meet the eligibility requirements to earn it, the Second Tier Matching Bonus will compress to the first eligible upline Enroller.

A Vemma Independent Entrepreneur cannot earn both Enroller Matching Bonus and the Second Tier Matching Bonus on the same downline Vemma Independent Entrepreneur. In the case of compression of the Enroller Matching Bonus due to the direct Enroller's ineligibility, the Second Tier Matching Bonus will compress as well.

TIER MATCHING BONUS CAP

Earnings of the Matching Bonuses up to \$5,000 USD in a four (4) week rank advancement period will not require specific structure or rank qualifications. To be eligible to earn the Matching Bonuses in excess of \$5,000 USD in a four (4) week rank advancement period, a Vemma Independent Entrepreneur must earn and maintain the "Paid As" rank of Platinum or higher.

"Word-of-mouth messages stand out in a person's mind...Quite simply, we find messages more believable and compelling when we hear them directly from other people, particularly people we know and respect."

Regis McKenna, Founder of The McKenna Group

MOMENTUM BONUS

Qualifications: Active and qualified with a 60 reward point order every five weeks and one (1) personally enrolled active Vemma Independent Entrepreneur on each team. Additional requirements are shown in the table below.

This bonus pays out at the end of each four (4) week rank advancement period based upon the paid ranks achieved during the current or previous rank advancement period. Momentum Bonus is prorated amongst all qualified participants based upon "Paid As" rank. Momentum Volume accumulated in a four (4) week rank advancement period

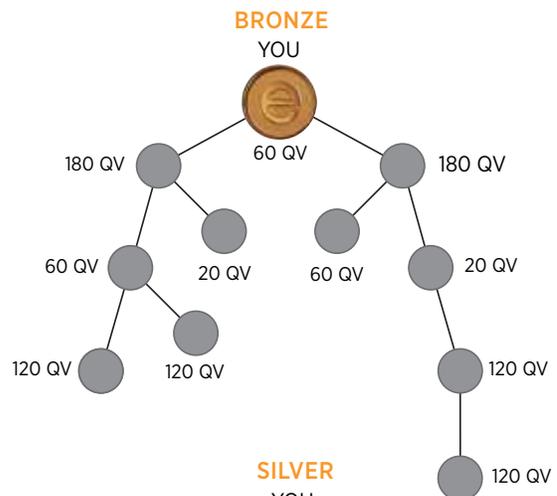
does not roll over to the next four (4) week period. The payout at each level may vary from period to period. Vemma Independent Entrepreneurs can participate in the pools at each Momentum pin level for a period of no longer than twelve (12) months from the date they first achieve that Momentum pin level. Vemma Independent Entrepreneurs who do not meet the requirements for their current paid level may participate in a lower pool for which they meet the requirements.^

MOMENTUM BONUS

"PAID AS" RANK: BRONZE

500 reward points consisting of orders from enrollership volume on each side of your business.

Max Payout Per Share: Up to \$100

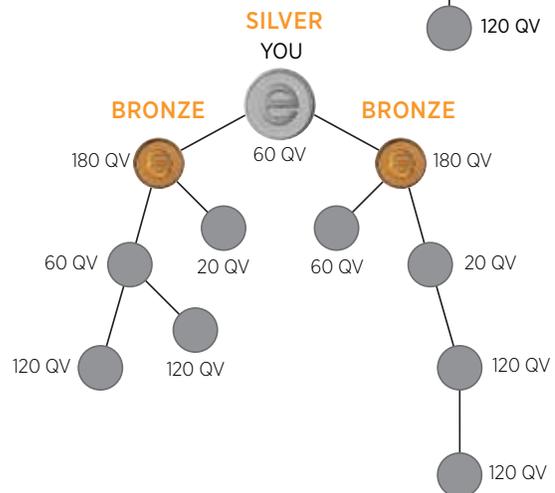


MOMENTUM BONUS

"PAID AS" RANK: SILVER

Bronze* on each side in the enrollment line and 500 reward points consisting of orders from enrollership volume on each side of your business.

Max Payout Per Share: Up to \$200



^ Vemma Independent Entrepreneurs with a "Paid As" rank of Platinum are eligible to earn the Momentum Bonus at the Bronze through Diamond levels.

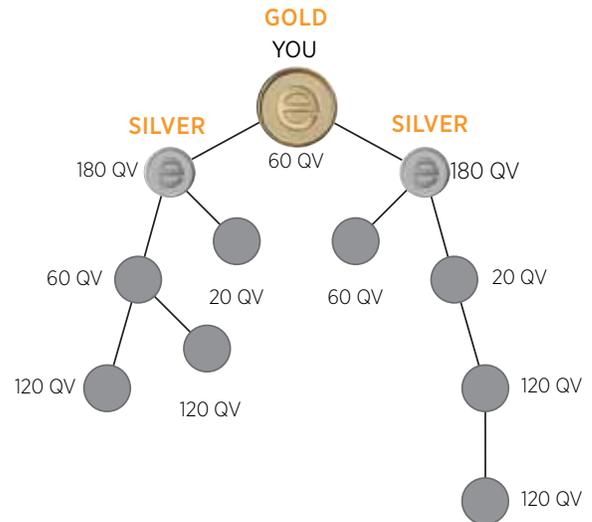
* The downline Vemma Independent Entrepreneur's "Paid As" rank must be achieved and maintained by earning a certain number of cycles in a four (4) week Rank Advancement period as defined in the Rank Advancement section on page 12 of the [Vemma Referral Bonus Plan](#).

MOMENTUM BONUS

“PAID AS” RANK: GOLD

Silver* on each side in the enrollment line and 500 reward points consisting of orders from enrollership volume on each side of your business.

Max Payout Per Share: Up to \$300

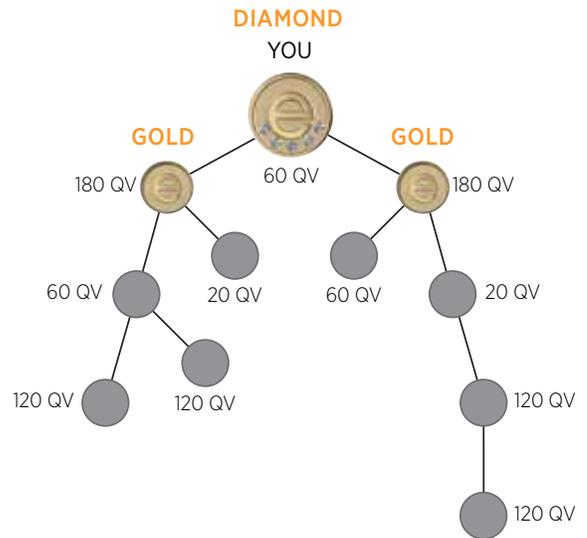


MOMENTUM BONUS

“PAID AS” RANK: DIAMOND

Gold* on each side in the enrollment line and 500 reward points consisting of orders from enrollership volume on each side of your business.

Max Payout Per Share: Up to \$400



MOMENTUM BONUS SILVER FLAG

Qualifications: Must be active and qualified with a 60 reward point order every five weeks, one (1) personally enrolled active Vemma Independent Entrepreneur on each team, and the purchase of a Vemma Leadership Sample Pack. Those Vemma Independent Entrepreneurs who choose to start their Vemma Business with a Vemma Leadership Sample Pack will be eligible to earn the Momentum Bonus at the Silver level. This Momentum Bonus Flag will be honored for 90 days from the day they enroll with Vemma, provided they achieve Momentum Bonus qualifications.

For example: A Vemma Independent Entrepreneur purchases a Vemma Leadership Sample Pack, once they are qualified with 500 reward points consisting of orders from enrollership volume on each side of their business¹, they would be paid at the Silver level (up to \$200) instead of the Bronze level (up to \$100). Once the 90-day Flag ends, the Vemma Independent Entrepreneur would be paid normally as qualified.

*The downline Vemma Independent Entrepreneur’s “Paid As” rank must be achieved and maintained by earning a certain number of cycles in a four (4) week Rank Advancement period as defined in the Rank Advancement section on page 12 of the [Vemma Referral Bonus Plan](#).

¹Momentum Bonus structure requirements are waived during the Momentum Bonus Flag period.

VEMMA MEXICO LEADERSHIP POOL

Vemma Mexico’s Leadership Pool is designed to reward all Vemma Mexico Independent Entrepreneurs who have achieved at least the rank of “Paid As” Platinum. As a participant in this pool, you will share in the success of Vemma Mexico by earning a portion of Vemma Mexico’s total gross sales revenue. Vemma Mexico will set aside 2.5% of total gross revenue to be paid out to all participants who have qualified in the Leadership Pool. Each member will receive an equal payout regardless of title or rank.

In order to qualify for this pool, one must obtain and maintain the status of “Paid As” Platinum or higher. Should at any time the Vemma Mexico Independent Entrepreneur fall below the “Paid As” Platinum rank, he/she can re-qualify but only when he/she has obtained the Platinum “Paid As” rank.

Payout will be once a month on or before the 15th for sales from the previous month.



ONE-TIME RANK ADVANCEMENT REWARDS

After qualifying at a new rank (Silver through Platinum) for one (1) four (4) week Rank Advancement period, half of the one-time bonus will pay out. After qualifying for two (2) consecutive four (4) week Rank Advancement periods, the other half of the bonus will pay out. This will constitute the full one-time pay out for the particular rank achieved. If a Vemma Independent Entrepreneur skips a rank while rank advancing, the full one-time bonus will pay out for the lower ranks skipped.

For example: If within a Rank Advancement period the Silver rank is achieved, and the following Rank Advancement period the Diamond rank achieved, a Vemma Independent Entrepreneur will receive the full Gold one-time bonus and will receive half of the Diamond rank advancement bonus.

After qualifying at a new rank (Star Platinum through Star Presidential) for two (2) consecutive four (4) week Rank Advancement periods, a one-time bonus will pay out. If a Vemma Independent Entrepreneur skips a rank while rank advancing, a one-time bonus will pay out for the lower ranks skipped.

	1st Four (4) Week Period	2nd Four (4) Week Period
Silver	\$50	\$50
Gold	\$125	\$125
Diamond	\$250	\$250
Platinum	\$375	\$375

Two Consecutive Four (4) Week Periods	
Star Platinum	\$1,000 USD
Executive	\$1,500 USD
Star Executive	\$2,000 USD
Presidential	\$3,000 USD
Star Presidential	\$5,000 USD

After qualifying at a new rank (Ambassador through Pinnacle) for six (6) consecutive four (4) week Rank Advancement periods, a one-time bonus will pay out for those Vemma Independent Entrepreneurs who maintain a minimum of one "Paid As" Star Platinum in their personally enrolled downline on each team of their business. If a Vemma Independent Entrepreneur skips a rank while rank advancing and maintains this for three (3) consecutive Rank Advancement periods, a one-time bonus will pay out for the lower ranks skipped.

For example: A Vemma Independent Entrepreneur is at Ambassador rank and advances to Royal Ambassador, and for the following three (3) Rank Advancement periods achieves the Royal Ambassador rank, they will receive the Star Ambassador one-time bonus but will need to achieve the Royal Ambassador rank or higher at least three (3) more consecutive Rank Advancement periods to receive the one-time bonus for Royal Ambassador.

Six Consecutive Four (4) Week Periods

Presidential	\$3,000 USD
Star Presidential	\$5,000 USD
Ambassador	\$10,000 USD
Star Ambassador	\$15,000 USD
Royal Ambassador	\$25,000 USD
Star Royal Ambassador	\$100,000 USD
Pinnacle Leader	\$250,000 USD



TOTAL POSSIBLE PAYOUT: \$414,100.00

RANK ADVANCEMENT AWARD LEVELS



Rank Advancement and other recognition will be based on four (4) week periods and calculated when bonuses are run for the last week of the four (4) week period. This recognition will be posted in your Vemma Back Office approximately two (2) weeks after the bonus run.

By earning a certain number of cycles in a four (4) week period, Vemma Independent Entrepreneurs can achieve various ranks and be recognized as a Leader!

Leader Rank	Qualifications	Number of cycles in a four (4) week period
	Bronze	1
	Silver	5
	Gold	10
	Diamond	20

ELITE RANKINGS

	Platinum	50
	Star Platinum	75
	Executive	100
	Star Executive	175
	Presidential	250
	Star Presidential	375
	Ambassador	500
	Star Ambassador	1000
	Royal Ambassador	2000
	*Star Royal Ambassador	4000
	**Pinnacle Leader	6000

*In addition to earning 4,000 cycles in a four (4) week rank advancement period, to be "Paid As" a Star Royal Ambassador Vemma Independent Entrepreneur, you must have two (2) Presidential enroller legs on each side.

**In addition to earning 6,000 cycles in a four (4) week rank advancement period, to be "Paid As" a Pinnacle Leader Vemma Independent Entrepreneur, you must have three (3) Presidential enroller legs on each side.

GLOSSARY OF TERMS

CV/QV – REWARD POINTS

Equal in the **Vemma Referral Bonus Plan**, both Commissionable Volume (CV) and Qualifying Volume (QV) are also known as “reward points”. The value associated to the specific product that allows you to build cycles and earn bonuses.

ENROLLER

When you introduce a new person to the Vemma opportunity and sign them up, you are their personal Enroller. Your Enroller is the person who introduced you to Vemma.

SPONSOR

The term Sponsor refers to the person immediately above you in the Vemma structure. You are the Sponsor of the two (2) Vemma Independent Entrepreneurs immediately below you, one (1) on each side of your team.

QUALIFY

Each Vemma Independent Entrepreneur must be qualified to earn bonuses. You qualify your Vemma Independent Entrepreneur Account by being active with 60 reward point order every five weeks and personally enrolling one (1) Vemma Independent Entrepreneur on your left side and one (1) Vemma Independent Entrepreneur on your right side, each meeting the active requirements.

ACTIVE

In order to be considered active, you must have a 60 reward point minimum order every five (5) weeks. A 60 reward point order will activate your account for four (4) volume periods including the volume week in which the order is placed, plus one (1) volume week grace period. As an active Vemma Independent Entrepreneur you can accrue volume from sales that occur under you in your power leg.

ENROLLMENT LINE

Those who are connected by being personally enrolled. For example, your personally enrolled Vemma Independent Entrepreneurs and their personally enrolled Vemma Independent Entrepreneurs are part of an enrollment line.

ENROLLERSHIP VOLUME

This refers to all volume that originates from your activity of enrolling a Vemma Independent Entrepreneur and helping them grow their teams. Any spillover or banked volume is excluded from this type of volume for the purpose of the Momentum Bonus.

TWO TEAM REQUIREMENTS



ELITE BALANCED BUILDING REQUIREMENTS

Balanced Building requirements apply to Vemma Independent Entrepreneurs who are “Paid As” Presidential rank or above. Eligible Vemma Independent Entrepreneurs will be required to maintain a specific minimum structure (as shown on page 16) within their personally enrolled downline on both sides of their organization to continue to receive one hundred percent (100%) of their Cycle Bonus earnings. All contributions from each week are used to increase the company-wide cycle point value in future weeks.

“Buzz is the aggregate of all person-to-person communication about a particular product, service or company at any point in time.”

Emanuel Rosen, *The Anatomy of Buzz*

VEMMA ELITE STRUCTURE REQUIREMENTS

Elite Vemma Independent Entrepreneur "Paid As" Rank	Personally Enrolled Downline Rank* requirement for each team	Grace period in which to meet requirement after Elite rank achieved	% of Cycle Bonus withheld if not met**
Presidential Star Presidential	Star Platinum or Above	12 weeks	10%
Ambassador Star Ambassador Royal Ambassador Star Royal Ambassador Pinnacle Leader	Star Executive or Above	24 weeks	20%

* Personally enrolled downline rank refers to any Vemma Independent Entrepreneur in your enrollment downline.

**If you do not meet the Balanced Building requirements for your "Paid As" rank and you do not meet the requirements for a lower rank, the contribution will be at the higher percentage. For example, if someone is "Paid As" Ambassador and does not meet Balanced Building requirements for Ambassador and Presidential ranks by their grace period, the total percentage withheld will be twenty percent (20%).

These requirements are individual and not cumulative. For example, if someone is growing quickly and reaches Presidential and then advances to the Ambassador rank the next four (4) week qualifying cycle, that does NOT waive the twelve (12) weeks to develop a Star Platinum. Additionally, the clock will start for the Ambassador requirement twenty-four (24) weeks from that rank advancement date.

PLEASE NOTE: Maintaining the leader ranks in both teams means that although a Vemma Independent Entrepreneur may meet the highest achieved pin rank requirement, if the qualified "Paid As" rank is not MAINTAINED on a monthly basis, the Vemma Independent Entrepreneur will be treated as if the level was not attained and forfeit the corresponding portion of their cycle bonus income until it becomes qualified again.