

Compensation 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, you invite new Members and Customers to join and with their cooperation you develop your Vemma business. You also become a distributor of Vemma Europe dietary supplements. In other words, your hard work and commitment allow you the opportunity to earn commissions and bonuses with current Vemma Compensation Plan.

Vemma Compensation Plan offers various earning sources. The basic and most important way of gathering income with Vemma Europe is via Retail Bonus. You are able to benefit from promoting Vemma products in your gym, fitness club, etc, as well as among your relatives, acquaintances and business associates. You also get bonuses earned from your individual distributive network development.

In order to become a Vemma Member you need to fill in the application form, sign it and send back to Vemma Europe. Once you receive acceptance from our company, you become a Vemma distributor and licensee. The license gives you the right of product marketing and distribution, as well as Vemma Europe brands usage.

As a Vemma Member you receive your free personal marketing website (sitename.vemma.com) through which you sell products and promote the brand. You also get access to various tools, which help you run your Vemma business, e.g. Customer Service support, training materials, Back Office Tool, Vemma Europe website offering both on- and offline usage.

When you enroll as a Member you are automatically placed in one of your Enroller's two teams.

You can activate your membership via your orders with monthly 120 Qualifying Volume (QV).* Each amount of 120 QV activates your Vemma account for four (4) weeks including the volume week in which the orders are placed, plus a one-week grace period.

You can also be recognised as an active Member due to sales. You sell Vemma products to the new Customers whom you enroll each month. The enrolling must be done through your myvemmasite.com website. Every four (4) weeks you gather QV from the new Customers' initial orders. The required sum of 120 QV activates your membership.**

**This activation option does not apply to the Members from the following countries:

Croatia
Israel
Nigeria
Norway
Turkey
Ukraine

As soon as you qualify your business by enrolling at least one Member in each of your left and right side teams, you become eligible to earn commissions with current Compensation Plan.

The Vemma Compensation Plan features two forms of income:

- Immediate Income
- Long-Term Income

Immediate Income

Retail Bonus

Each Vemma Member is entitled to buying Vemma products at lower preferential prices and selling them with any set profit margin. The minimum prices for the products resold, however, have to exceed the official pricing provided for Vemma Customers.

Being recognised as an active Member you also earn commissions on any sales made by your Members or Customers, once the transactions are made through your personal marketing website or vemmeurope.com, with you as their personal Enroller.

Product Name/ Description	Retail Bonus
Vemma Premium/ Premix 1-pack	10
Vemma Premium/ Premix 2-Pack	20
Vemma Premium/ Premix 4-Pack	40
V2 Premium/ V2 - 1 Pack	10
V2 Premium/ V2 - 2 pack	20
V2 Premium/ V2 - 4 pack	40
Vemma Premium V2 Premium	20
2 Vemma Premium 2 V2 Premium	40
Verve V2 Premium	20
Verve – 1 Pack	10
Verve – 2 Pack * not available in all countries	20
Verve – 3 Pack	30
MIX 2-pack (1 PREMIX/ Premium - 1 V'2)	20
MIX 4-pack (2 PREMIX/ Premium - 2 V'2)	40
Mix Verve V2	20
Thirst 1-pack	10
Thirst 2-pack	20

Fast Start Bonus

Qualifications: Active with 60 QV. Members with rank of Platinum and above Active with 120 QV. Eligible Enrollers will receive the Fast Start Bonus on the first order of those Members or Customers whom they personally enrolled. Each first sale will contribute half of the order's Cycle Credit or half QV and CV. Fast Start Bonus is subject to compression. If the Enroller is inactive then the first eligible upline Enroller will receive the Fast Start Bonus.

Product Name/ Description	QV	Fast Start Bonus	Fast Start Cycle Volume
Vemma Premix/Premium 1-Pack	60	\$10 USD	30
Vemma Premix/ Premium 2-Pack	120	\$20 USD	60
Vemma Premix/ Premium 4-Pack	240	\$40 USD	120
Vemma Premix/ Premium 10-Pack	420	\$80 USD	240
Vemma Builder Pack Bronze/ Premium	300	\$50 USD	100
Vemma Builder Pack Silver/ Premium	500	\$100 USD	100
Vemma Builder Pack Gold/ Premium	1000	\$200 USD	100
V2/ V2 Premium – 1-Pack	60	\$10 USD	30
V2/ V2 Premium – 2-Pack	120	\$20 USD	60
V2/ V2 Premium – 4-Pack	240	\$40 USD	120
V2/ V2 Premium – 10-Pack	420	\$80 USD	240
Vemma MIX 2-Pack (1 PREMIX/ Premium – 1 V'2)	120	\$20 USD	60
Vemma MIX 4-Pack (2 PREMIX/ Premium – 2 V'2)	240	\$40 USD	120
VemmaMIX 10-Pack (5 PREMIX/ Premium – 5V'2)	420	\$80 USD	240
Verve 1-Pack	60	\$10 USD	30
Verve 2-Pack *not available in all countries	120	\$20 USD	30
Verve 3-Pack	180	\$30 USD	90
Thirst 1-pack	60	\$10 USD	30
Thirst 2-pack	120	\$20 USD	60

Fast Start Bonus will be paid on the first purchase of any given 100-Pack, any of the 10-Packs (V2/Premix/MIX), as well as any of the Builder Packages regardless of the order history. During the first 90 days, any Builder Pack purchase will pay Fast Start if the account has not already been upgraded to the Ultimate Earning level.

Builder Bonus

Qualifications: Active with 120 reward point (QV) Auto-delivery order on file. Brand Partners may obtain a 'Flag' to immediately qualify for the Builder Bonus with the purchase of a Builder Pack OR achieve the "Paid As" rank of Bronze, Silver or Gold Brand Partner.

This bonus pays out weekly on the first purchase of each Builder Pack; the Pack also contributes 100 reward points. Upon a purchase of a Builder Pack, the Enroller may be eligible for the Fast Start Bonus; because of this, the Enroller cannot earn Builder Bonus on a purchase by their personally enrolled Brand Partners, only downline purchases. The Builder Bonus will be paid to the eligible five (5) levels above the direct Enroller following the enrollment line. The eligibility for the Builder Bonus is based upon "Paid As" rank and/or a purchased Builder Pack 'Flag'. The 60, 90 and 120 day 'Flag' ranks will allow time for the Brand Partner to achieve the "Paid As" ranks.***

Five-Level Payout			
"Paid As" or Flag' Rank	Purchased Bronze Builder Pack	Purchased Silver Builder Pack	Purchased Gold Builder Pack
Bronze 60 days	\$10	\$10	\$10
Silver 90 days	\$10	\$20	\$20
Gold 120 days	\$10	\$20	\$50

*** This bonus does not apply to the Members from Ukraine and Israel.

Long-Term Income

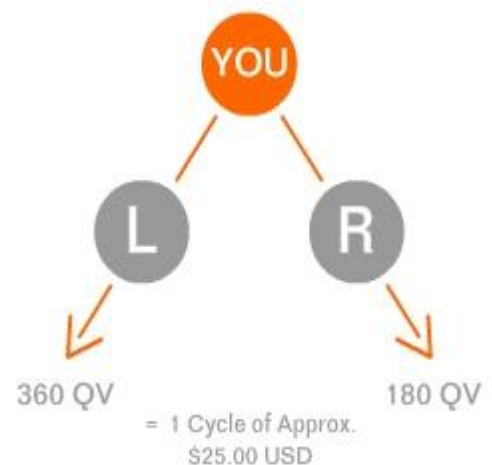
Cycle Bonus

Qualifications: Active with 120 QV and Qualified (two personally-enrolled active Members, one in each team).

At the end of each volume period (week), Vemma searches down your left and right teams and whenever three sales (180 QV) in one team and six sales (360 QV) in the opposite teams occur, Members are eligible to earn a Cycle Bonus of approximately \$22 - \$26 USD.

In other words, the sales ratio must constitute 6:3 or 3:6 (sides can switch back and forth). Members' Cycle Bonus amounts are subject to cumulation unless they become eligible to the weekly earnings pay out.

The Cycle Bonus amount is variable. In order to calculate the highest possible cycle value payout, Vemma will set aside 46% of the commissionable volume (CV) to the cycle value each week. The weekly cycle value will be determined each week based upon total sales.



Presidential or above Members are required to maintain a specific personally enrolled downline structure to receive 100% of their cycle earnings. Please refer to the Rank Advancement section for structure requirements and timeline details.

Cycle Credit

Vemma Nutrition Program Purchased	Successive Sales	QV / CV
1-Pack Vemma/V2/ Premium Fridge Brick	1 cycle credit	60
2-Pack Vemma/ V2/ Premium Fridge Brick/ Mix Pack	2 cycle credits	120
4-Pack Vemma/ V2/ Premium Fridge Brick/ Mix Pack	4 cycle credits	240
10-Pack Vemma/ V2/ Premium Fridge Brick/ Mix Pack	7 cycle credits	420
1-Pack Verve!	1 cycle credits	60
2-Pack Verve!	2 cycle credits	120
3-Pack Verve!	3 cycle credits	180
Builder Pack Bronze/ Premium	5 cycle credits	300
Builder Pack Silver/ Premium	8 1/6 cycle credits	500
Builder Pack Gold/ Premium	16 2/3 cycle credits	1000
Thirst 1-pack	1 cycle credit	60
Thirst 2-pack	2 cycle credits	120

Members will not be eligible to receive most earnings until they have qualified their membership by having 120 QV and one active Vemma Member in their right side team and one active Vemma Member in their left side team whom they personally enrolled. Members will be able to accrue volume in their Profit Team if they are qualified. However, if an active member has four (4) consecutive weeks of non-qualification, the volume in their Profit Team only will flush. For every consecutive week after the four-week flush that they continue to not qualify, no volume will accumulate on the profit side. Any sales that they have in the Power Team of their organization will remain there until they have qualified their membership as long as they are active. Members can accumulate or bank a maximum of 2,000,000 CV in their Power Team.

Members below the rank of Platinum are considered active if they have 60 QV minimum every five weeks. Platinum and above Members are considered active if they have 120 QV minimum every five weeks.

If they have four (4) consecutive volume periods 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 Team volume in excess of fifteen (15) times the total amount of the member's most recent four-week Profit Team volume will be flushed, if that member was enrolled prior to week 27. Members enrolled during or after week 27 will not flush until the following year. At the start of Week 1, all Power Team volume exceeding the set threshold will be flushed. The threshold is equal to 150,000 QV or fifteen (15) times the Profit Team volume generated during weeks 49-52, whichever is greater. The most recent four week Profit Team volume is defined as any and all generated volume that occurs in Member's Profit Team during weeks 49 through 52.

After 24 consecutive weeks without activity, the membership will be terminated.

Currency Conversion Bonus

The Currency Conversion Bonus is a weekly paid prorated bonus funded by Vemma Europe. It is paid to all EU members, who are earning Cycle Bonus, in order to compensate European members for the fluctuating rate of the American dollar. It is paid out only when the conversion rate is below the amount of 0.74

Momentum Bonus

Qualifications: Active and qualified with 120 reward points and one (1) personally enrolled active Brand Partner in 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. The Momentum Bonus Pool encompasses approximately three percent (3%) of the sales generated from countries that participate in Momentum Bonus and does not include orders upon which we paid a Fast Start Bonus.

The payout at each level will vary from period to period. Brand Partners can participate in the pools at each pin level for a period of no longer than twelve (12) months from the date they first achieve that pin level.

Brand Partners who do not meet the requirements for their current paid level may participate in a lower pool for which they meet the requirements.

“Paid As” Rank	Downline Reward Points and Rank Required in Both Teams	Maximum Payout Per Share
Bronze	500 reward points consisting of Auto-delivery and/or Builder Pack orders from enrollership volume on each side of your business.	Up to \$100
Silver	“Paid As” Bronze* on each side in the enrollment line and 500 reward points consisting of Auto-delivery and/or Builder Pack orders from enrollership volume on each side of your business.	Up to \$200
Gold	“Paid As” Silver* on each side in the enrollment line and 500 reward points consisting of Auto-delivery and/or Builder Pack orders from enrollership volume on each side of your business.	Up to \$300
Diamond	“Paid As” Gold* on each side in the enrollment line and 500 reward points consisting of Auto-delivery and/or Builder Pack orders from enrollership volume on each side of your business.	Up to \$400
Platinum	“Paid As” Diamond* on each side in the enrollment line and 500 reward points consisting of Auto-delivery and/or Builder Pack order from enrollership volume on each side of your business.	Up to \$200

**The downline Brand Partner’s “Paid As” rank must be achieved and maintained by earning a certain number of cycles in a our (4) week rank advancement period as defined in the Rank Advancement section of the Vemma Compensation Plan. Those Brand Partners whose “Paid As” rank was achieved by purchasing a Builder Pack will not count toward the rank required in both teams.*

Enroller Matching Bonus

Qualifications: Active with 120 QV and Qualified (four personally-enrolled active Members, one in each team, two anywhere).

The Enroller Matching Bonus pays Enroller 10% on all of their personally-enrolled Members’ Cycle Bonus earned amounts. If a Member does not meet the eligibility requirements to earn it, the Enroller Matching Bonus will compress to the first eligible upline Enroller.

A Brand Partner cannot earn both Enroller Matching Bonus and the Second Tier Matching Bonus on the same downline Brand Partner. 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 with 120 QV and Qualified (six personally-enrolled active Members, one in each team, four anywhere).

Not only can Members earn on the people that they personally enrolled, but they are eligible to earn a 10% matching bonus on all of their personal enrollees’ personally-enrolled Members’ Cycle Bonus earned amounts. If a Member does not meet the eligibility requirements to earn it, the Second Tier Matching Bonus will compress to the first eligible upline Enroller.

A Brand Partner cannot earn both Enroller Matching Bonus and the Second Tier Matching Bonus on the same downline Brand Partner. 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 \$5,000.00 USD in a four-week rank advancement period will not require specific structure or rank qualifications. To be eligible to earn the matching bonuses in excess of \$5,000.00 USD in a four-week rank advancement period, a Member must earn and maintain the “paid as” rank of Platinum or higher.

Global Bonus Pools

Global Bonus Pool Levels

These twelve-week bonus pools encourage team building and cross-line cooperation by rewarding leaders with a bonus that encompasses 3% of overall Vemma sales. To qualify for a full share of this bonus, memberships must meet or exceed the cycle requirements shown below. Each level of this bonus Members qualify for, also entitles them to a share of the previous bonus pool up to a share of all five pools.

Global Bonus Pools	Percentage	Half Share	Full Share
Pearl Bonus Pool	.5%	160 Cycles	240 Cycles
Ruby Bonus Pool	.5%	400 Cycles	600 Cycles
Sapphire Bonus Pool	.5%	1000 Cycles	1500 Cycles
Emerald Bonus Pool	.5%	2000 Cycles	3000 Cycles
Royal Bonus Pool	1%	5000 Cycles	10000 Cycles

Members "paid as" Presidential and higher rank will need to meet the Elite Balanced Building Requirements to receive 100% of their Global Bonus Pool earnings. Those members who do not meet the Elite Balanced Building Requirements will contribute 10% and up to 20% of their Global Bonus Pool share to the Cycle Bonus value over the twelve-week period. Please refer to the Rank Advancement section for structure requirements and timeline details.

One Time Rank Advancement Rewards

After qualifying at a new rank for TWO consecutive four-week Rank Advancement periods, a one time bonus will pay out. These bonuses increase at each rank with the following rewards:

Two Consecutive Four-Week Periods	
Silver	\$100 USD
Gold	\$250 USD
Diamond	\$500 USD
Platinum	\$750 USD
Star Platinum	\$1,000 USD
Executive	\$1,500 USD
Star Executive	\$2,000 USD

All members who reach a rank of Platinum and above will need to be active with 120 QV.

After qualifying at a new rank for SIX consecutive four-week Rank Advancement periods, a one time bonus will pay out for those members who maintain a minimum of one member "paid as" Star Platinum in their personally enrolled downline on each side of their business. These bonuses increase at each rank with the following rewards:

Six Consecutive Four-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

Rank Advancement Award Levels

Rank Advancement and other recognition will be based on four-week periods and calculated when bonuses

are run for the last week of the four-week period. This recognition will be posted in your Vemma back office approximately two weeks after the bonus run.

By earning a certain number of cycles in a four-week period, Members can achieve various ranks and be recognized as a Leader!

Pin	Leader Rank	Number of cycles in a four-week period
N/A*	Bronze	1
	Silver	5
	Gold	10
	Diamond	20
	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 four thousand (4,000) cycles in a four (4) week rank advancement period, to be paid

as a Star Royal Ambassador Brand Partner, you must have two (2) Presidential enroller teams on each side.

**In addition to earning six thousand (6,000) cycles in a four (4) week rank advancement period, to be paid as a Pinnacle Leader Brand Partner, you must have three (3) Presidential enroller teams on each side.

Elite Balanced Building Requirements

Balanced Building requirements apply to Vemma Members who are “paid at” Presidential rank or above. Affected members will be required to maintain a specific minimum structure within their personally enrolled downline on both sides of their organization to continue to receive 100% of their Cycle Bonus and Global Bonus Pools share earnings. All contributions from each week are used to increase the company wide cycle point value in future weeks.

Vemma Elite Structure Requirements:

Timetable for Vemma Elite at current rank prior to December 1, 2007:

Elite Member “Paid as” Rank	Personally Enrolled Downline Rank requirement*	Date by which requirements must be met	% of cycle bonus withheld if not met**
Presidential / Star Presidential	Star Platinum or Above	March 27, 2008	10%
Ambassador / Star Ambassador / Royal Ambassador	Star Executive or Above	September 25, 2008	20%

Timetable for new Elite Members who achieved their current Vemma Elite Rank after December 1, 2007:

Elite Member “Paid as” Rank	Personally Enrolled Downline Rank requirement*	Time 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 Executive or Above	24 weeks	20%

*Personally enrolled downline rank refers to any member 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 deadline, the total percentage withheld will be 20%. Those members paid at Ambassador and higher rank who meet the Presidential Rank requirements, but not the Ambassador Rank requirements will contribute 10% of their Cycle Bonus earnings.

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

PLEASE NOTE: Maintaining the leader ranks in both teams means that although a member may meet the qualified pin requirement if the qualified level is not MAINTAINED on a monthly basis member 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. This new membership you'll build to the Star Platinum level and beyond, cannot be a spouse, any other family member or business entity that would fall into the 'dual interest' category.

Glossary of Terms

Active

You can activate your membership via your orders with monthly 120 Qualifying Volume (QV).* Each amount of 120 QV activates your Vemma account for four (4) weeks including the volume week in which the orders are placed, plus a one-week grace period.

You can also be recognized as an active Member due to sales. You sell Vemma products to the new

Customers whom you enroll each month. The enrolling must be done through your myvemma website. Every four (4) weeks you gather QV from the new Customers' initial orders. The required sum of 120 QV activates your membership.**

Customer

Vemma Customers purchase Vemma products only for their personal use. They are not entitled to receiving any bonuses described in the Compensation Plan.

Enrollment Line

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

Enrollership Volume

This refers to all volume that originates from your activity of enrolling a Brand Partner 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.

CV/QV

Equal in the Vemma plan, both CV and QV are 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 the Enroller. Your Enroller is the person who introduced you to Vemma.

Power Team

This strategy places all new personal enrollees in your power or strong leg. Strong leg is defined as the leg that has the highest amount of volume at the exact time that the signup is processed. This strategy is the default strategy for people who enrolled in Vemma after 1st June 2009.

Profit Team

This strategy will place all new personal enrollees in your profit or weak leg. Weak leg is defined as the leg that has the least amount of volume at the exact time that the signup is processed.

Qualify

Each membership must be qualified to earn bonuses. You become qualified the moment you have one active Distributor in your left side team and one active Distributor in your right side team, both personally enrolled.

Sponsor

The term sponsor refers to the person immediately above you in the organization. You are the sponsor of the two people immediately below you.

* For the following countries:

- 1: Israel (except for Momentum Bonus for which the personal volume requirement is 120 QV)
- 2: Norway
- 3: Turkey
- 4: Croatia
- 5: Nigeria

the purchase of a 1-Pack (60 QV) is enough to qualify TMs to earn bonuses.

The qualification requirement is back to 120 QV once a Member reaches \$1000 USD earnings in a 4 weeks period.

**This activation option does not apply to the Members from the following countries:

- 1: Ukraine
- 2: Norway
- 3: Turkey
- 4: Israel
- 5: Croatia
- 6: Nigeria