



WINALITE INTERNATIONAL USA, INC.

I. Level of Participation and Upgrading

New distributors (or 'members') can join the plan at no cost as a Bronze member. Upgrading to Silver, Gold, Platinum and Diamond levels can be achieved as follows:

Start as Bronze	No purchase is required.
Achieve Silver	Sell 50 PV* worth of products within 28 days of joining the plan.
Achieve Gold	Sell 250 PV worth of products within 28 days of joining the plan.
Achieve Platinum	Sell 600 PV worth of products within 28 days of joining the plan.
Achieve Diamond	Sell 1500 PV worth of products within 28 days of joining the plan.

* "PV" refers to Personal Sales Volume

Member purchases of product are entirely OPTIONAL. Members have the right to return product they have purchased on commercially reasonable terms. Such rights are described in the Winalite Policies and Procedures.

A member can also upgrade to the next level based on his or her Group PV ("GPV"). GPV includes Personal sales by the member and sales of those personally sponsored by the member. See the chart below:

Starting Level	Bronze	Silver	Gold	Platinum
Upgrade Details	Bronze to Silver Achieve 1500 GPV (30 Sets) within rolling 56 day period (2 cycles)	Silver to Gold Achieve 1500 GPV (30 Sets) within rolling 56 day period (2 cycles)	Gold to Platinum Achieve 1500 GPV (30 Sets) within rolling 56 day period (2 cycles)	Platinum to Diamond Achieve 1500 GPV (30 Sets) within rolling 56 day period (2 cycles)

Note: 1 cycle = 28 days.

II. Bonuses

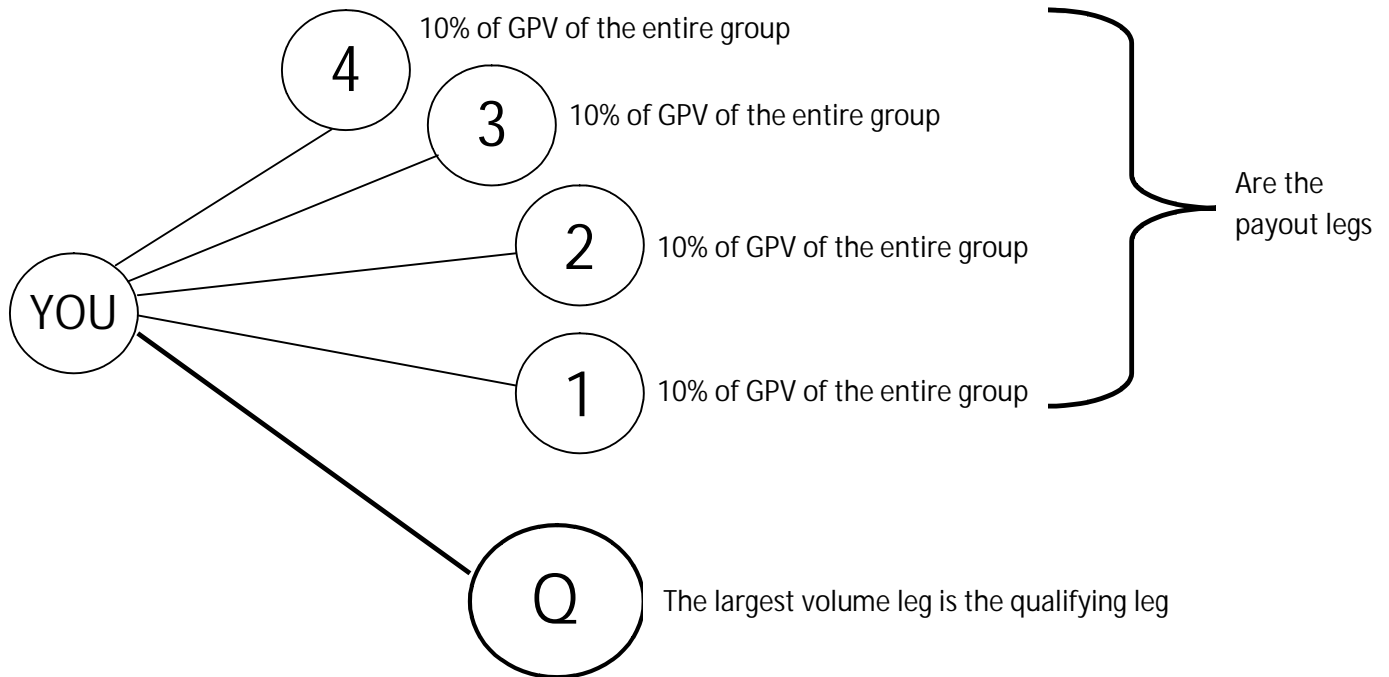
First Sales Bonus (Weekly)

The First Sales Bonus (FSB) is based on the initial sale of a product set by a new member within the first 28 days of joining the plan. It is payable to the sponsoring member on the 2nd pay week after the closing of pay week in which the sale was made. Currently FSB is \$10.00 per set.**

** For international markets outside of US, Canada and Mexico, the FSB bonus is based on the compensation plan of that country. Example: FSB is not paid in China.

Multiplier Bonus (Weekly)

At the end of each working week, the total GPV generated by each leg is calculated. You will receive 10% of each payout leg. (The largest leg in volume will act as the Qualifying Leg. Each leg that is equal or less than the Qualifying Leg is considered a Payout leg. There is a maximum of 4 payout legs)



1 PV = \$1. Based on your membership level, the maximum bonus payout for the multiplier bonus is as follows:

Membership Level	Maximum Bonus Payout Per Leg / Per Week	
Silver Member	500 GPV per leg / per week	\$500 per leg / per week
Gold Member	1,500 GPV per leg / per week	\$1,500 per leg / per week
Platinum Member	6,250 GPV per leg / per week	\$6,250 per leg / per week
Diamond Member	10,000 GPV per leg / per week	\$10,000 per leg / per week

Membership Level	Weekly Max. Payout	Monthly Max. Payout
Silver Member	500 GPV X 4 legs = 2,000 GPV (\$2,000)	2000 GPV X 4 weeks = 8,000 GPV (\$8,000)
Gold Member	1,500 GPV X 4 legs = 6,000 GPV (\$6,000)	6000 GPV X 4 weeks = 24,000 GPV (\$24,000)
Platinum Member	6,250 GPV X 4 legs = 25,000 GPV (\$25,000)	25,000 GPV X 4 weeks = 100,000 GPV (\$8,000)
Diamond Member	10,000 GPV X 4 legs = 40,000 GPV (\$40,000)	40,000 GPV X 4 weeks = 160,000 GPV (\$160,000)

There are no guarantees regarding income. Our estimate of what the typical participant is likely to earn is approximately \$963 per year. A participant, for the purposes of this estimate, includes all participants who make a sale of Winalite products within a one year period. This estimate is subject to change and will be updated annually. This "typical" figure is representative of the smallest range of compensation expected to be earned by over 50% of all participants in the Plan.

Carry Over Value:

The difference between the GPV of the qualifying leg and the sum of the payout legs will be carried over to the following work week. The maximum GPV that can be carried over per working week is determined by your membership level as follows:

Silver Member – 5,000 GPV	Platinum Member – 62,500 GPV
Gold Member – 15,000 GPV	Diamond Member – 100,000 GPV

Leadership Matching Bonus

Receive 10% of total multiplier bonuses for up to three (3) generations of sponsors.

Requirements:

Sponsor 1 – 2 members (regardless of their level) and receive 10% of all first Active Sponsorship Generations.

Sponsor 3 – 4 members (regardless of their level) and receive 10% of all first and second Active Sponsorship Generations.

Sponsor 5 members (regardless of their level) and receive 10% of all first, second and third Active Sponsorship Generations.

Note: Leadership Matching Bonuses are based on Multiplier Bonuses achieved, as described above. They are not triggered by merely sponsoring new members into the plan.

Leadership Bonus:

Personally Sponsored	1 – 2 Member(s)	3 – 4 Member(s)	5 or more Members
1 st Generation Multiplier Bonus	10%	10%	10%
2 nd Generation Multiplier Bonus			
3 rd Generation Multiplier Bonus			

Members not maintaining their membership every cycle period, as described on the next page, will be compressed out.

III. Maintenance

No Maintenance is required for the first 2 cycles. Within the third cycle of becoming an active distributor and every cycle thereafter, the member is required to sell 50 PV worth of product to participate in all bonuses under the plan. If you do not maintain your membership every cycle, only your carryout GPV will remain for 6 cycles, all your other volume will be removed. (You are still eligible for the FSB during this time.)

Then if you do not maintain for 12 cycles, your membership will be cancelled. A \$10 Computer Fee will be deducted from your first commission payout, which will be renewed annually each following anniversary year.

Note: Any reference to "Personally Sponsoring" and "Sponsoring" is simply descriptive of the method of building a downline, i.e. personally sponsoring other participants into the plan. The phrase is not intended to imply any connection between the simple act of recruitment or sponsorship and payment of compensation.

All references to income, implied or stated, though the Winalite International USA, Inc. Compensation Plan is for demonstration purposes only. Winalite™ does NOT guarantee any level of income or earnings to any distributor. Earning from this Compensation Plan solely depends on the volume of sales and each distributor's skill, ability, and personal application. Plan is subject to change.



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