

UCFTI EXPO 2017 Exhibitor Agreement

On behalf of _____ I agree to abide by all rules and regulations outlined in the below agreement. I understand that the Exhibitor Service Manual and direct mail updates will be provided to exhibitors containing the information necessary to participate at UCFTI EXPO 2017. The exhibitor is responsible for the information and deadlines contained in the Exhibitor Service Manual and therefore required to meet all deadlines or may miss specific marketing or logistic opportunities. This contract by and between UCFTI EXPO (hereinafter "Show Management") and the exhibiting company (hereinafter "Exhibitor") hereby applies to the invoice for exhibit space in the UCFTI EXPO 2017 to be held on October 19-20, 2017 (hereinafter "Exposition"). The signing of this contract indicates agreement by the Exhibitor to comply with the Exposition regulations, instructions and conditions of the contract published below with all the conditions under which facilities at the Los Angeles Convention Center (LACC) are provided to Show Management.

Contract for Space

Show Management has the right to approve or reject Exhibit Applications and to approve all solution and product demonstrations, exhibit or promotions to be presented at UCFTI EXPO 2017. The Exhibit Agreement shall be considered a binding contract between the two parties and subject to the rules and regulations as set forth in this contract when it is submitted with full payment and accepted in writing by Show Management. By submitting an Exhibit Application, the exhibitor releases Show Management from any and all liabilities to exhibitor, its agents, licensees, volunteers or employees that may arise or be asserted as a result of submission of an application as a result of an application or of participation in this Exposition.

Booth Allocation and Payment

Each potential exhibitor is required to mail, email or fax an application, or submit an online application (if available) along with full payment in order to be included in the initial booth selection process. Applications that do not include full payment will be placed on hold and unable to participate in the booth selection process until full payment is received (this does not apply if payment has already been made.) Show Management has the right to approve/disapprove applications, to assign an exhibit space and to approve/disapprove all demonstrations, exhibits or promotions to be presented at UCFTI EXPO 2017. This application becomes a contract when signed by the exhibitor and accepted by Show Management.

Installation, Exhibition and Dismantling Hours

Exhibitors will have reasonable time to install and dismantle their exhibits which will be specified in the Exhibitor Kit. No exhibitor will be permitted to dismantle their exhibit displays or remove product from the exhibitor showcase prior to the close of the trade show. Exhibit materials not removed from the exhibitor showcase by the time specified will be removed by Show Management at the exhibitor's expense and liability. Refer to the Exhibitor Kit for complete schedules, rules and regulations and instructions for the installation and removal of the exhibits.

Set-up of Exhibits

Set-up of your exhibit will begin in LACC West Hall B, starting at 2:00pm, Wednesday, October 18, 2017. If an exhibit is not set-up by 8 a.m. on Thursday, October 19, 2017 Show Management reserves the right to re-assign such space to another Exhibitor or to make such other use of the space as deemed necessary or appropriate. Show Management reserves the right to set-up the exhibit or remove the freight from the booth at the Exhibitor's expense. No refund will be made to the original contracting Exhibitor. Show Management reserves the right to modify hours in which case all Exhibitors will be notified.

Performance of Music and Licenses

Exhibits that include the operation of musical equipment, radios, sound motion picture equipment, public address systems or any noisemaking machines must be operated so that the resulting noise will not annoy or disturb adjacent exhibitors and their patrons, and must be approved by Show Management. Speakers and other sound devices should be positioned so as to direct sound into the booth rather than into the aisle. Rule of thumb: Sound and noise should not exceed 85 decibels.

Demonstration areas must be organized within the exhibitors' space so as not to interfere with any aisle traffic. Should spectators of a demonstration interfere with normal traffic flow in the aisle, Show Management will require that the demonstration cease.

Exhibitors and vendors are responsible for individual ASCAP/BMI music licensing fees if applicable to UCFTI EXPO 2017 exhibit booth and/or vendor hospitality function. Vendors and exhibitors hereby represent that they have, or shall have by the time of the event, obtained all required licenses for the live or recorded performance of music. Exhibitors and/or vendors shall indemnify and hold harmless Show Management, its directors, officers, agents, members and representatives from and against all claims, costs (including reasonable attorney's fees), expenses and liabilities arising from breach of the foregoing representations.

Show Hours*

Thursday, October 19, 2017: 9:00 a.m. - 6 p.m.

Friday, October 20, 2017: 9:00 a.m. - 6:00p.m.

*These hours are subject to change by Show Management.

Exposition Site and Time

The Exposition will be held at the LACC. Show Management reserves the right to make changes in the exhibit hours and dates; however, any such changes will be made known as far in advance of the Exposition as possible and exhibitors will be notified accordingly.

Dismantling of Exhibits

Exhibits are to be kept intact until the closing of the show. No part of an exhibit shall be removed during the show without special permission from Show Management. Any Exhibitor who begins dismantling of its display before the close of the show may entirely lose the privilege of exhibiting at future UCFTI EXPO shows.

All freight must be removed from LACC by 4:30pm, Saturday, October 21, 2017. If exhibits are not removed by this time, Show Management reserves the right to remove exhibits and charge the expense to the Exhibitor.

Compliance with Schedule

All exhibits must be installed during the time designated. Exhibit staff must be in charge of the display during the hours when the exhibit area is open. Each exhibitor agrees to maintain the exhibit through all exhibition hours as stated.

Exhibitor Badges

Badges are required for all persons working in the exhibitor showcase and must be worn while in the exhibitor showcase. Children under the age of 16 are not permitted in the exhibitor showcase at any time.

Exhibitors with a 10'x10' booth will be provided two (2) complimentary exhibitor badges, a 10'x20' booth will be provided with (3) complimentary exhibitor badges and a 10'x30' booth will receive (4) complimentary exhibitor badges.

If Exhibitors intend to use an Exhibitor Appointed Contractor (EAC) to set-up and/or dismantle their booth, the Exhibitor must notify Show Management. A notification form will be provided in the Exhibitor Kit. An original certificate of insurance must be filed with Show Management in order for any exhibitor appointed contractors to gain access to the show floor. EACs shall be issued temporary credentials by Show Management in order to access the exhibit hall.

Cancellation or Reduction In Size of Exhibit Space

In the event any Exhibitor must cancel all or part of the exhibit space contracted for herein, the Exhibitor must do so in writing via email or certified letter to Show Management. Cancellation of exhibit booth is non-refundable unless exhibitor capacity is reached. A reduction in space is also non-refundable.

Arrangement of Exhibits

The space provided will be as shown on the floor plan to the extent possible, but Show Management reserves the right in its sole discretion to make changes in the location, size and display limits of any booth.

Subletting of Exhibit Space

Exhibitors may not sublet, assign or apportion any part of the space allotted, nor represent, advertise or distribute literature for the product or services of any other firm or individual except as approved in writing by Show Management.

Restrictions

Show Management reserves the right to restrict or prohibit exhibits, which because of noise, method of operation or any other reason, are objectionable or otherwise detract from or are out of keeping with the character of the Exposition as a whole. Show Management may prohibit installation or request removal or discontinuance of any exhibitor or promotion which, if continued, departs substantially from exhibitor's pre-approved design and description. In the event of such restrictions or removal, Show Management will, where appropriate, refund the Exhibitor Space Rental Fee and shall not be otherwise liable to the Exhibitor.

Exhibiting companies cannot schedule events that directly compete with the conference schedule, including but not limited to exhibit hall hours, education sessions, general sessions, conference receptions, meals and breaks.

Marketing and Communications

Exhibitors and sponsors are not authorized to send email blasts to UCFTI EXPO 2017 attendees without prior written approval from UCFTI EXPO Show Management team. Unauthorized usage of the UCFTI EXPO pre-conference attendee list will result in loss of exhibit booth space without refund and possible removal from show floor at future UCFTI EXPO conferences.

Exhibiting companies will receive a list of attendees two weeks prior and two weeks post conference. Lists will include first name, last name, job title, company name, city, state and country.

Conduct of Exhibitor's Employees

Exhibitor's employees whether full, part-time or temporary personnel hired by the exhibitor, shall conduct themselves in an ethical manner at all times. Solicitation of employment to any of the attendees or any exhibitor personnel is strictly prohibited and considered unethical and shall result in loss of privilege to exhibit in or attend future UCFTI EXPO events. Show management may also ask any persons deemed, in show management's opinion, to be acting in an obstructive manner, or inappropriately dressed for the week's business activities to leave the exhibit floor.

No Recruiting

Advertising for employees or written recruiting literature is not allowed. Recruiting in any form is strictly prohibited. Anyone who violates this policy will not be allowed to attend UCFTI EXPO the following year.

The Lead Retrieval System cannot be used for recruiting. Any company or individual found recruiting will be expelled from the conference immediately, will lose membership, and lose any future opportunities to attend and exhibit at UCFTI EXPO.

Liability and Insurance

Exhibitor remains solely responsible for the safety of its property at all times during transit to and from the Exhibitor Showcase and within the Showcase. Neither UCFTI Expo, LACC nor Show Management, its directors, officers, employees, volunteers, agents, subcontractors or management of the Exhibitor Showcase (hereinafter "Show Management") are responsible for Exhibitor's property or any loss thereto from any cause.

EXHIBITOR HEREBY WAIVES AND RELEASES ANY CLAIM OR DEMAND IT MAY HAVE AGAINST ANY OF THE SHOW MANAGEMENT BY REASON OF ANY DAMAGE TO OR LOSS OF ANY OF ITS PROPERTY.

Exhibitor agrees that it will indemnify and hold Show Management, UCFTI EXPO & LACC harmless from and against all claims on account of injury to any person or property to the extent that any such injury was caused wholly or in part by an act or omission of Exhibitor or any of its agents, employees, volunteers, subcontractors, guests, licensees or invitees. This Indemnification of Show Management, UCFTI EXPO & LACC by Exhibitor is effective unless such injury was caused by the sole negligence, or gross negligence or willful misconduct of Show Management, UCFTI EXPO & LACC. Exhibitor agrees that if Show Management, UCFTI EXPO & LACC are made a party to any litigation commenced by or against Exhibitor, or relating to this lease or the premises leased hereunder, then EXHIBITOR WILL PAY ALL COSTS AND EXPENSES, including reasonable attorneys' fees, INCURRED BY OR IMPOSED UPON SHOW MANAGEMENT, UCFTI EXPO & LACC BY REASON OF SUCH LITIGATION.

Exhibitors are required to maintain and provide a certificate of insurance evidencing the following:

1. General liability with limits not less than \$1M per occurrence, \$2M aggregate
2. Auto liability with limits no less than \$1M
3. Workers' compensation with statutory requirements with a limit of \$1M
4. Commercial umbrella liability with a limit of \$1m per occurrence/aggregate

UCFTI Expo, LACC and Sequoia Productions are to be listed as additional insureds on a primary and non-contributory basis with respect to general/auto/umbrella liability. A waiver of subrogation must apply to all policies.

All carriers are to maintain an A.M. Best rating of not less than A-VII.

Certificates should be sent to:

UCFTI EXPO

c/o Sequoia Productions

ATTN: Christina Daniel

3685 Motor Avenue, Suite 250

Los Angeles, CA 90034

christina@sequoiaprod.com

Booth Dimensions and Signage

Exhibit fixtures, components and signage will be permitted to a maximum height of 8' 0" for all standard inline booths, 12' 0" for perimeter booths and 20' 0" for all island booths. Exhibitor agrees to abide by all rules and regulations as outlined in the Booth Construction Display Rules and Regulations.

Fire Protection, ADA, Souvenirs and Samples, Staffing Booth and Food & Beverage

- A. No exhibitor will be permitted to display or distribute literature, souvenirs or any promotion outside the confines of the assigned booth space in the Exhibitor Showcase without written approval from Show Management. Badge lanyards and badge holders may not be distributed as souvenirs to attendees. Show Management also reserves the right to remove, at Exhibitor cost, any promotional material or product deemed by Show Management as not suitable for display at UCFTI EXPO.
- B. No exhibit will be permitted that interferes with the use of other exhibits or impedes access to them or impedes the free use of the aisles.
- C. Distribution by Exhibitors, or their agents, of any printed materials, souvenirs or other articles shall be restricted to the Exhibitor's booth space. No noisemakers, helium balloons, lighter-than-air objects, gummed stickers or labels will be permitted as handouts.
- D. Any special promotions, music or stunts planned for the Exhibit Hall, must be cleared with Show Management. Show Management reserves the right to designate specific days and hours during which special promotions and stunts may be conducted, if they are permitted at all.
- E. Drawings, game of chance and raffles are allowed in the exhibit hall. Exhibitors must abide by all California State Statutes regarding various drawings, games of chance and raffles.

- F. No animals are permitted in LACC other than service animals.
- G. All materials used in exhibit booth(s) must be of a non-flammable nature. Electric signs and equipment must be wired to meet the specifications of the LACC and the Fire Marshall.
- H. Exhibitors must abide by all of the facility rules and regulations of the LACC. A detailed list of all convention center rules and regulations are in the LACC Planning Guide available for download at www.lacclink.com/planners/mtg-planner-tools. The LACC has reserved the right to update, change or amend its rules and regulations on an ongoing basis.
- I. All Exhibitors shall be responsible for compliance with the Americans with Disabilities Act. The Exhibitor shall hold Show Management or their subcontractors harmless from any consequences of exhibiting company's failure in this regard. For more Information on the Americans with Disabilities Act and how to make your exhibit accessible to persons with disabilities, please contact:

U.S. Department of Justice
ADA, Civil Rights Division
Disability Rights Section- NYAV950
Pennsylvania Avenue, NW
Washington, D.C. 20530
Phone: 800.514.0301(voice)/ 800.514.0383 (TTY) Web site:
www.usdoj/crt/ada/adahom1.htm

- J. Attendee lists from UCFTI EXPO are distributed only to exhibiting companies.
- K. All booth personnel must be properly and modestly clothed.
- L. Any food or beverages to be given away at exhibit booths must be approved by Show Management. If approved, food and beverage must be ordered directly through the LACC.

Acknowledgement

I have read and agreed to the UCFTI EXPO 2017 Rules and Regulations listed above.

Signature

Print Name

Date