“The single biggest problem in communication is the illusion that it has taken place.”

George Bernard Shaw

NB Indy Stores - Making Excellent Happen

The General Manager of the NB Indy Stores and Newbie visited all 5 UPS hubs in Indianapolis and did a presentation of our work product with the key shoe being the MX/WX626 - with great response from all hubs. This should bring a lot of untapped business from UPS.

Jenny Simpson Receives Lifetime Achievement Award

Team New Balance Athlete, two-time Olympian and 2011 1,500 World Champion, Jenny Simpson was recently awarded the Sports and Fitness Industry Association’s Lifetime Achievement Award in recognition for her life-long commitment to promoting physical education and active lifestyles in the U.S.

“I’m here because my elementary teacher introduced me to sports,” Simpson said at the 14th Annual National Health through Fitness Day reception, held on March 13th. “That coach set me on a course that influenced me the rest of my life”.

Simpson was joined by industry leaders and a delegation of world class athletes, including Major League Lacrosse star and Warrior athlete, Paul Rabil, to ask Congress for support of two pieces of legislation that will help “Get America Moving to Improve Health”

Learn more about the Sports and Fitness Industry Association

Milos Raonic says he’s ready for Davis Cup tie with Italy

“After overcoming a bout of strep throat, Milos Raonic has declared himself 100 per cent ready for Canada’s historic Davis Cup World Group quarter-final tie against Italy in Vancouver this week.

‘We’ve played well here,’ Raonic said. ‘I haven’t lost a singles match here, I’ve played well here. I’ve enjoyed it, the crowds have been amazing, the set-up is good, this area is good and just the set-up we have in the city as well where we’re staying.”
April Key Stories:

Fitness Walking

[Image: Shoes]

1765BP/1765SB

Limited Edition 890bos3

Life Trainer watch

Training

[Image: Shoes]

Promotions: In Motion & Good Form Walking

[Image: Shoes]

1765 Assets

All assets featuring the Fitness Magazine award badge for the 1765’s are now live on NB Customizer and attached to the email.

Please note that we only have the rights to use these assets for digital/social platforms and are unable to use the assets as POP at retail.
May Key Stories:

- Mother’s Day
- Made in the USA
- Anue Yoga
- Yoga mats
- WW1765KM
- runDisney Trip Sweepstakes

RICS User Conference: April 29-May 1, 2013
Bonita Springs, FL

Agenda Announcement
We are excited to announce the User Conference Agenda for 2013! Check out the various training sessions, speaker presentations, and networking opportunities that will be available for all conference attendees.

View Agenda

Who Should Attend the User Conference?
We offer training and networking for all types of RICS Users including:
- Store Owners
- Managers
- Merchandisers
- Sales Team Leaders
- Marketers

Standard registration fee is $795 per person.
Sign up today!

For more information contact Danielle Laffey
317.275.5991 dlaffey@ricsoftware.com

Keynote Speaker Announcement
Dave Carroll
The Story of United Breaks Guitars: How Social Media Changed Customer Service Forever
KOMEN- Lace Up for the Cure Apparel Program

New Balance Family,

To celebrate Spring, enclosed is a new at once KOMEN Lace Up for the Cure apparel Program. This program gives you 15% discount on orders of 36 pcs, and 20% on orders of 72 pieces or more! We have great inventory available and lots of Komen Races and Three Day events coming up this Spring/Summer; as well as Mother's day fast approaching.

We reviewed the sales by store of Komen apparel YTD 2013 and feel that we have lots of opportunity in our NB Stores. Increased sales of Lace Up footwear lets us know that our Komen customer is continuing to support this great initiative and buying our LUFC footwear!. Some facts that bear sharing:

- In 2012 our donation program of 5% of MSRP on ALL Komen products to the SGK Foundation was up 70+% over 2011
- Excluding Off Price - All Channels of Distribution in the New Balance Company showed an increase of 50-500% 2012 vs 2011 YTD in the sales of Pink ribbon Footwear
- NB is the only athletic company licensed to use the OFFICIAL Komen ribbon on footwear/apparel/accessories

Since it’s inception 13 years ago I have been involved on some level with KOMEN apparel. I now have the extreme honor and pleasure of devoting my full attention to the initiative! Below is a peek at some of our plans going forward for Komen Apparel/Footwear/Accessories: More at the meetings in MAY!

- We will have one separate catalogue for all Komen Lace Up product(s), footwear/apparel/accessories
- Spring 2014 marks the 25th year that New Balance and Komen have been partners. We will be introducing our 25th anniversary apparel collection – with 2 new Categories during our upcoming NB Store meetings! Additional plans will include:
  - NBO exclusive t shirt graphics
  - An exclusive 25th anniversary limited edition shoe launch
  - A commemorative 25th anniversary apparel jacket for 3rd-4th quarter release
  - Marketing and Advertising plans are in process – to be delivered at NBO and Owners meetings.

If there is anything at all I can do to help support this initiative in your store, ideas we can work on together or promotions we can plan together, please let me know. I am loving working on this initiative full time. I will be calling to talk about this program in the next couple of weeks and look forward to sharing your thoughts on growing this business.

We are very proud of the support NB has provided to SGK. This has enabled Komen to provide for breast cancer victims and their families, elevate education on breast cancer, provide screenings and mammograms for women who may not have been able to obtain them and most importantly, fund valuable research to get this disease under control and eventually cure it.

Thank you for your support of this great initiative, we appreciate it and you!

Very Best Regards
Mel

Melissa M. Ford
Natl Strategic Accts Mgr, Komen New Balance Athletic
20 Guest St.
Brighton, MA 02135
800-343-4648 ext 2459 desk
508-733-2449 cell

[Click here to view more about the program]
**Product Call outs**

**NB Psyche Launch**

NB Psyche is receiving RAVE reviews from fitness bloggers, influences, and customers alike.

- Bra Fitting For a Cause with New Balance
- New Balance Revolutionizes the Sports Bra
- NB DFW’s Lisa Liberis on Good Morning Texas
- NB Sarasota Celebrates 10 Years and Launches NB Psyche

**HKNB Launch**

- HKNB is selling through FAST and distribution for the expanded Fall 2013 line will go from 5 NBO Stores to 30+ NBO Stores
  - Heidi Klum Unveils New Fitness Line for New Balance

**1765**

- The new 1765 Fitness Walking Shoe launches April 1st and is the key story for NBO’s, including an RSA Sales Contest.

- Accolades continue to roll in for the 1765 Fitness Walking Shoe
  - FITNESS 2013 Best Sneaker Award
  - Shape Magazine 2013 “Best for Walking Workouts”
  - 1765 featured on the TODAY show
New Balance looks to support movement among women in more ways than one with the new Psyche sports bra collection. With years of experience in the lingerie and sports bra worlds, Audrey Kirkland, brand manager, joined New Balance in 2011 to build a completely new collection of sports bras that offer a more customized, complete fit.

The collection is broken out into two main size categories; styles offered in band and cup sizes and styles offered in XS through XL sizing. The Psyche collection offers bras for cup sizes A through DD and band sizes from 30 to 44.

For styles offered in XS to XL sizing, the bras are designed and engineered with features specifically targeting the needs of the A/B cup customer or a C/D cup customer. For example, The Fabulous Framer I for the A/B cup customer and The Fabulous Framer II for the C/D cup customer look similar from the outside, but each include support features intended for a specific cup size.

A comfortable, supportive bra starts with the right size and a proper fit. To get a proper fit, the nine bras within the Psyche collection were developed targeting the needs of women with various body types, cup sizes and support requirements. Each of the bra styles is categorized based on a four-way motional control spectrum. There are support features to reduce movement of the breast vertically and laterally. In addition, the bras include support structures that shape and support each breast individually, also categorized as encapsulation. Lastly, adjustability features ensure a more custom fit.

To improve comfort and reduce chaffing, the NB Psyche collection offers styles with soft, supportive, seamless construction, bonded seams and binding, counter-balanced, non-slip straps and breathable mesh panels. The collection also incorporates fabrics using recycled polyester and recycled coffee grinds that offer moisture wicking properties, help to shield odor and protect against harmful ultraviolet rays.

Through March, New Balance is introducing the Psyche collection at six in-store events across the U.S. Each event will raise awareness and traffic for the NB Psyche program by positioning the line as a new alternative to existing sports bras and improving customer engagement at the store level. Attendees at each event will have the opportunity to be professionally fitted by Kirkland to ensure they are wearing the correct bra. “I tell all of our apparel champions, Tracksters and sales representatives; the body standing in front of you is perfect, your job is to find the perfect bra to fit their body,” Kirkland said. “The ultimate goal of the Psyche collection is to give ladies a well fitted and supportive bra that helps them to feel confident and motivate them to keep participating in their chosen activity.”
### Calendar

#### April 2013

<table>
<thead>
<tr>
<th>Date</th>
<th>Event</th>
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<tbody>
<tr>
<td>4/7-4/9</td>
<td>Spring NBAB Meeting – Boston</td>
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<tr>
<td>4/15</td>
<td>May POP begins shipping, Boston Marathon</td>
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<tr>
<td>4/22</td>
<td>Earth Day</td>
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<tr>
<td>4/22-4/26</td>
<td>NB Sales Meeting</td>
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#### April Key Product Intro’s

<table>
<thead>
<tr>
<th>Product Intro’s</th>
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<tbody>
<tr>
<td>1765BP/1765SB, NB Ice\940WB2, Life Trainer Watch &amp; Hydration</td>
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#### May 2013

<table>
<thead>
<tr>
<th>Date</th>
<th>Event</th>
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<tbody>
<tr>
<td>5/4</td>
<td>Cinco de Mayo</td>
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<tr>
<td>5/8-5/9</td>
<td>Regional Buy Meeting – Atlanta</td>
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<tr>
<td>5/12</td>
<td>Mother’s Day</td>
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<tr>
<td>5/15</td>
<td>June POP begins shipping</td>
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<tr>
<td>5/18</td>
<td>Armed Forces Day</td>
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<tr>
<td>5/22-5/23</td>
<td>Regional Buy Meeting-Chicago</td>
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<tr>
<td>5/26</td>
<td>French Open begins</td>
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<tr>
<td>5/27</td>
<td>Memorial Day</td>
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#### May Key Product Intro’s

<table>
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<th>Product Intro’s</th>
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<tr>
<td>Komen Footwear</td>
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<tr>
<td>Anue Yoga</td>
</tr>
<tr>
<td>Women’s Training Apparel</td>
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<tr>
<td>Yoga Bags</td>
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<tr>
<td>Insoles</td>
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<tr>
<td>Made in the USA</td>
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#### June 2013

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<thead>
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<th>Date</th>
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<tbody>
<tr>
<td>6/10-6/13</td>
<td>June Owner’s Meeting – Hilton Head, SC</td>
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<tr>
<td>6/10-6/16</td>
<td>US Open</td>
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<tr>
<td>6/14</td>
<td>Flag Day</td>
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<tr>
<td>6/15</td>
<td>July POP begins shipping</td>
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<tr>
<td>6/16</td>
<td>Father’s Day</td>
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<tr>
<td>6/24</td>
<td>Wimbledon begins</td>
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#### June Key Product Intro’s

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<th>Product Intro’s</th>
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<tr>
<td>840WB2 &amp; 857WB/7WN</td>
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<tr>
<td>Momentum Running &amp; Men’s Training Apparel</td>
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<tr>
<td>Sports Monitors</td>
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#### July 2013

<table>
<thead>
<tr>
<th>Date</th>
<th>Event</th>
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<tbody>
<tr>
<td>7/4</td>
<td>Independence Day</td>
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<tr>
<td>7/7</td>
<td>Wimbledon ends</td>
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#### July Key Product Intro’s

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<th>Product Intro’s</th>
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<tr>
<td>990, K1010BH/PP, K750GO/SP</td>
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<tr>
<td>Graphic Tees</td>
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<tr>
<td>Media Sack Pack/Bags</td>
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Spotlight:
M/W940v2

- Update to the MR/WR940:
- New Supportive saddle
- New T-Beam, N2
- Lighter weight (1 oz lighter!)
- Assembled in the USA

Lighter...Modern Aesthetics...Same Great Fit!

New Balance builds on the success of the 940v1, it’s lightweight high stability shoe for the severe overpronator, by updating the 940v2 with lighter materials and premium cushioning technologies to drop the weight of the shoe by ONE ounce!

N-ergy has been replaced with N2, New Balance’s most premium, lightweight and responsive cushioning technology.

Another new feature is the T-Beam TPU shank (replaces Stability Web) offering enhanced torsional stability and arch support through a unique center beam design.

The 940v2 saddle has been re-engineered to be more supportive, functional with modern aesthetics. Stabilicore and the SL-1 last with a 12mm drop have been carried over from the predecessor. The new update continues to be assembled in the USA.

FEATURES OF THE 940 STILL FOUND IN THE v2:

- Men’s size 7-13, 14-18 Widths (B, D, 2E, 4E)
- Women’s size 5-12, 13 Widths (2A, B, D, 2E)
- Stabilicore
- SL-1 last with 12mm drop
- Blown rubber outsole
- Medicare / HCPCS code = A5500 Diabetic shoe
SANDAL SEASON IS OPEN!

Our 2013 Sandal Inventory has arrived in our warehouse on 2/1 and we have been shipping to New Balance Stores every day since. We invite you to visit our B2B Site, via your New Balance B2B, or directly via the link: https://sites.google.com/a/klonelab.com/b2b/

You will be able to access training and marketing materials for our featured 2013 Sandal Line called REVITALIGNrx. We want to make sure all of you are aware of the name change from revitalize to REVITALIGNrx. By visiting our B2B site you will be able to access the following:

Available Sandal Inventory – As of 03/05/13
Branding Name Change Memo – changing the name from revitalize to REVITALIGNrx
REVITALIGNrx Video – approved by NB Corp this will be great for In-Store use
REVITALIGNrx POP Cube – an image of our 6-sided POP Cube to help bring attention to these sandals in the store
REVITALIGNrx Flyer – a condensed one sheet flyer for In-Store use
REVITALIGNrx Training Power Point – to educate and train your staff on this new unique product

We are super excited about our new REVITALIGNrx category which we are confident is tailor made for New Balance Stores. We also have a new VP of Marketing, we would like to introduce, her name is Kristin Cusic. She will be able to assist you with all of your marketing needs. She is also in the process of tying our assets into NB’s Media Bin.

Anders Jahn | Director of Sales – NB Sandals

Medical Referrals
There are a couple different ways of tracking Medical Referrals within RICS Enterprise but we would like you to use Promo Codes since you can put a specific promo code on each particular sale/ticket. In addition to the Promo Codes if you want to track your specific doctors thru the Customer Custom Entries (this is a separate feature from the promo codes) you can do that within the program but it would be a custom entry. The customer custom entries will be an option that strictly codes all of those customer’s sales to that doctor. That is why using the promo code would be more beneficial since it is tracked by each individual sale/ticket. Let us know if you are interested in receiving instructions on creating customer custom entries.

View letter and step-by-step entry process

N912 packaging wording

We wanted to bring to your attention why the Diabetic wording was removed from the N912 packaging as well as questions regarding dropping the N200 and N201 from the line.

As part of the approval process for the new packaging, all packaging files had to be approved through our Gildan legal department
• At that time our legal department advised that we could not use the word “Diabetic” on our packaging. The use of Diabetic qualifies it as a medical device and puts the product under FDA requirements.
• In recent years the FDA and FTC have both been more stringent in the claims used in the hosiery industry. This has been heightened by the antimicrobial and bamboo rayon claims.
• Gildan is not currently set up to substantiate any medical claims in any of our product or brand extensions.

Memo from Gildan
**ChopChop Magazine**

In 2010, New Balance Foundation entered a multi-year partnership with nationally-distributed ChopChop, the fun cooking magazine for children. ChopChop's mission is to educate kids to cook, be nutritionally literate and empower them to actively participate as health partners with their families. ChopChop is distributed to pediatricians, hospitals, school systems, Governments, youth organizations, and businesses that encourage healthy eating and wellness habits. A $1.1 million grant from New Balance is representative of NB Foundation's long-term commitment to childhood obesity prevention and will enable more kids nationwide to receive the nonprofit magazine that offers nutritious recipes, fun food trivia and engages kids in cooking to empower them to take charge of their health. New Balance Foundation's partnership with ChopChop has inspired the addition of fitness-themed content into the pages of the magazine.

We are excited to send all the New Balance stores a box of the spring issue of ChopChop magazine – The fun cooking magazine for families! It is our hope that you share this with associates, consumers, parents and children.

If you would like additional copies or more information on the New Balance Foundation and our partnership, please email Noreen Bigelow at noreen.bigelow@newbalance.com.

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**Drydock MAP Policy**

Under the Drydock MAP Policy, a retailer may not publish or display any of the identified MAP styles at a price below the designated MAP published price. Those prices are contained in the schedule attached to this letter as Exhibit A. The MAP Policy applies to any off premise advertising, including but not limited to newspaper, magazines, flyers, direct mail pieces, television, radio, internet, and social media. This MAP Policy refers not only to price reductions, but all types of discounting including rebates, store wide/department discounts, buy one get one free, percent off, or any other type of discount announcement that includes direct reference to or image of a MAP style.

This policy does not apply in any way to the retailer's actual setting of selling price or the actual price that the consumer ultimately pays. A retailer is free to set its own selling price for Drydock products in the sole discretion of the retailer.

**Drydock MAP Policy & Map List**

**Drydock E-Catalogue**
Quick Links

Click on any of the links above and you will be passed through to each website. You may need to use your website specific password once you arrive at the website.

1. NB Product List/Gildan Distributor List
2. NB Specific Contacts at each Distributor
3. Suggested Distributor Pricing
4. Process for Using the NB Product Locator

Click here to view calendar

Please note that if you are looking to use your co op funds you need to submit your requests to: cooporders@newbalance.com

Click to learn more about the property: Hilton Head Marriott Resort and Spa

Foot Health Conditions Manual

Click here to view the Manual

ASSET Training Guides

Additional copies of the ASSET Training workbooks are now available. Please send any requests you may have via email to Chris.oneil@newbalance.com

Save the Date- June Owners Meeting
June 10th – June 13th

Click here to view

Drydock S 13 Marketing

Click here to view

April POP Track Numbers

April POP Tracking Numbers

2013 Komen Event Calendar

Click here to view calendar

2013 Komen Event Calendar

Stay up to date with all the NB Press Releases

Click here to view
Licensee Contacts
Customer Service / Order Info

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Nathan@ezrasons.com

Brand Accessory Group
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Mountain Shades
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dgardner@penguinbrands.com

SDI Technologies
Saul Ashkenazi
732-574-9000 X 334
sashkenazi@sditech.com

NB in the News
Click title to view full story

Popsugar.com, March 15, 2013, Heidi Klum for New Balance
The Heidi Klum for NB line was debuted at Lady Footlocker in LA with Heidi posing for photos.

Gettingstrongerburningfat.com, March 15, 2013, NB PSYCHE Boston
The new sports bra line, NB PSYCHE launched at retail with an event at NB Boston

Cosmopolitan, April 2013, 1400 and 20v3
The 1400 and 20v3 were both featured in a photo spread about Hot & Healthy Footwear

Health Magazine, April 2013, Go 2 Capri and 1765 Walking Shoe
The New Balance Go 2 Capri’s were featured in a piece titled “Look Trim at the Gym.” Additionally, the New Balance 1765s were featured as the best shoes “For The Distance Walker” in a piece about picking the best pair of shoes to protect your feet

Men’s Journal, April 2013, Minimus 10v2 Road
Men’s Journal tested out and featured the New Balance Minimus 10v2 Road in a piece titled “Road-Test Running Shoes” in the Gear Lab section

3Princesandaprincess2.com, March 21, 2013, 890 Rainbow
The kids 890 was reviewed and a giveaway was done, including more information and a link to the Chop Chop sweepstakes!

New York Magazine, March 18, 2013, 420 Lifestyle
The 420 was featured in a slide show about the best sneakers for Spring 2013

ThoseNBs.com, March 18, 2013, NYC Flagship Store
Patrick from ThoseNBs.com shared the awesome video he did from the NYC flagship.

Boston Magazine, March 19, 2013, 3D Printing
Boston Magazine covered the 3D Printing story and the new technology New Balance announced.

GQ, April 2013, Camo Collection
Camo collection was featured in GQ’s Style Bible issue

InTouch Magazine, April 2013, Heidi Klum for New Balance
Heidi Klum was featured for her Lady Foot Locker launch

Today Show, March 21, 2013, 1765 Walking Shoe
The 1765 was featured on the Today Show Spring Shoe Guide

US Weekly, April 1, 2013, Heidi Klum for New Balance
Heidi Klum was featured in the VIP section of US Weekly for her Lady Foot Locker HKNB Launch

Bringbackthemie.com, March 2013, Jenny Simpson
Jenny Simpson visited NB Nationals and took part in the Harlem Shake