

The mission and purpose of Walmart's gTLDs is to serve as a trusted, hierarchical, and intuitive namespace provided by Wal-Mart Stores, Inc. ("Registry Operator") for use by Wal-Mart Stores Inc. and its Affiliates ("Walmart"), its qualified Affiliates and Trademark Licensees. Registry Operator filed the application for .WALMART, .ASDA, .GEORGE, .SAMSClub, and .xn--4gq48lf9j and will be responsible for operating the gTLDs. Only Registry Operator and its qualified Affiliates and Trademark Licensees will be allowed to register second-level domain names in the gTLDs. Walmart will develop an internal process to determine which second-level domain names will be registered and which Affiliates and Trademark Licensees will be eligible to register or control the DNS associated with domain names in the gTLDs. All registrations will be managed by the Registry Operator in accordance with the process and policies developed by Walmart.

For the purposes of this proposed Registration Policy, Registry Operator utilizes the following definitions\*:

**Affiliate** – Affiliate means a person or entity that, directly or indirectly, through one or more intermediaries, or in combination with one or more other persons or entities, controls, is controlled by, or is under common control with, the person or entity specified.

**Control** – Control (including the terms "controlled by" and "under common control with") means the possession, directly or indirectly, of the power to direct or cause the direction of the management or policies of a person or entity, whether through the ownership of securities, as trustee or executor, by serving as an employee or a member of a board of directors or equivalent governing body, by contract, by credit management or otherwise.

**Trademark Licensee** – Trademark Licensee means any corporation, partnership, limited liability company or similar legal entity (and not a person) that has a written trademark license agreement with Registry Operator or its Affiliate, for use of the registered trademark owned by Registry Operator or its Affiliate, the textual elements of which correspond exactly to the .BRAND TLD string operated by Registry Operator, where:

- (i) such license is valid under applicable law;
- (ii) such license is for the use of such trademark in the regular course of that entity's business outside of the provision of TLD Registry Services, and is not primarily for the purpose of enabling registration or use of domain names in the TLD;
- (iii) such trademark is used continuously in that entity's business throughout the Term; and
- (iv) the domain names in the TLD registered to the Trademark Licensee are required to be used for the promotion, support, distribution, sales or other services reasonably related to any of the goods and/or services identified in the trademark registration.

Registry Operator will review each second-level domain name at the time of registration to ensure that the name complies with internal policies governing the registration of domain names within the gTLDs, including this Registration Policy. Additionally, Registry Operator will conduct ongoing reviews of each second-level domain name at least once per calendar year to ensure compliance with the terms of the Registry Agreement, as well as with ICANN Temporary and Consensus Policies. Registry Operator reserves the right to amend its registration policy. \*Definitions for "Affiliate" and "Control" are taken from Section 2.9(c) of the Registry Agreement. The definition of "Trademark Licensee" is taken from Section 6.2 of Specification 13 of the Registry Agreement.