ÄARBONNE.





INDEPENDENT CONSULTANT COMPENSATION SUMMARY | U.S.

COMPANY OVERVIEW

Arbonne International, LLC together with its affiliates, ("Arbonne") is a direct selling company that operates in the United States and its territories, ¹ Australia, Canada and the United Kingdom with a network of approximately 575,000 Active Independent Consultants² and Preferred Clients. Arbonne markets an exclusive line of premium quality skin care, cosmetics, health and wellness products based on botanical principles with a commitment to quality, safety, and beneficial results. Arbonne is a proud member of the Direct Selling Association and a signatory to the DSA Code of Ethics available at www.dsa.org.

OUR ARBONNE INDEPENDENT CONSULTANTS

Arbonne markets its products exclusively through a network of Arbonne Independent Consultants, who participate in Arbonne's compensation plan, called the Arbonne SuccessPlan, and are eligible to earn commissions, overrides and bonuses on the sales of Arbonne_® products. Arbonne Independent Consultants join Arbonne for the opportunity to earn an income. They may also develop an organization by sponsoring others into the business to enjoy the possibility of higher financial rewards. In addition to building an organization, Arbonne Independent Consultants may also register Preferred Clients and receive a commission for their product purchases.

THE ARBONNE COMPENSATION PLAN

There are three ways in which an Arbonne Independent Consultant can earn compensation:

- 1. Through retail profit on the resale to clients of products purchased at discounted prices from Arbonne.
- 2. Through commissions paid on product sales to Preferred Clients.
- 3. Through commissions, overrides and bonuses paid on an Arbonne Independent Consultant's product sales and the sales volume of other Arbonne Independent Consultants on his or her team, also known as a downline.

Arbonne offers its Independent Consultants the opportunity to build a profitable Arbonne business according to the Arbonne SuccessPlan. As with any other sales opportunity, the compensation earned by Arbonne Independent Consultants varies significantly. The success or failure of each Arbonne Independent Consultant like any other business, depends on each Arbonne Independent Consultant's own skills, personal effort, dedication, and the ability to be self-motivated. There are no guarantees of financial success, and the earnings listed in this compensation summary are not a guarantee or projection of actual earnings that an Arbonne Independent Consultant will earn through his or her participation in the Arbonne SuccessPlan.

RETAIL COMMISSIONS

Arbonne Independent Consultants can earn up to 35% retail profit on Client purchases. However, Arbonne's published retail price is only a suggested price and Arbonne Independent Consultants are free to set their own retail prices for Clients. Many Arbonne Independent Consultants also purchase products to personally use them to experience the beneficial results. As a result of these different scenarios, Arbonne does not provide an estimate of average or actual Arbonne Independent Consultant income from retail sales in this compensation summary.

EARNING OVERRIDES, BONUSES AND PREFERRED CLIENT COMMISSIONS

Arbonne Independent Consultants can earn overrides, bonuses and Preferred Client commissions³ (collectively, "Earnings") based on their own sales of products and the sales of their downline of sponsored Arbonne Independent Consultants in all authorized countries. Arbonne also sells promotional materials — known as Business Aids — that do not generate Earnings to Arbonne Independent Consultants because these are sales support tools, not products for resale.

During 2011, Arbonne paid in excess of \$148 million in Earnings to Arbonne Independent Consultants globally and \$111 million in Earnings in the United States and its territories. The following table shows the average Earnings paid in 2011 to the various ranks of Active Arbonne Independent Consultants United States and its territories. These Earnings figures do not include any retail commission income and are represented in U.S. dollars. Because not all Active Arbonne Independent Consultants earn overrides, bonuses and commissions, these numbers represent the average Earnings paid to the individuals who did. In the United States, Arbonne had an average of 224,215 Active Arbonne Independent Consultants during 2011. On a monthly basis, an average of 21,642 U.S. Active Arbonne Independent Consultants earned a commission check, 10% of all U.S. Active Arbonne Independent Consultants.

Rank	Average Annual Earnings⁴	Average % of Active Arbonne Independent Consultants [®]	Months to Promote to Designated Rank®
			Average
Independent Consultants	\$631	5.5%	N/A
District Managers	\$2,596	3.0%	7
Area Managers	\$11,946	0.8%	19
Regional Vice Presidents	\$41,853	0.3%	49
National Vice Presidents	\$172,175	0.1%	90

In 2011 the average Earnings paid to all Active Arbonne Independent Consultants in the United States and its territories' was \$42 per month and \$503 on an annualized basis.⁷ The average monthly Earnings paid to Arbonne Independent Consultants in the United States and its territories who qualified for an override and bonus check was \$430, or \$5,162 on an annualized basis.

Note: These figures do not represent Arbonne Independent Consultants' profits, as they do not consider expenses incurred by Arbonne Independent Consultants in the promotion of their business.

THERE ARE NO GUARANTEES REGARDING INCOME, AND THE SUCCESS OR FAILURE OF EACH ARBONNE INDEPENDENT CONSULTANT, LIKE ANY OTHER BUSINESS, DEPENDS ON EACH ARBONNE INDEPENDENT CONSULTANT'S OWN SKILLS AND PERSONAL EFFORT. YOU SHOULD NOT RELY ON THE RESULTS OF OTHER ARBONNE INDEPENDENT CONSULTANTS AS AN INDICATION OF WHAT YOU SHOULD EXPECT TO EARN.

1 United States and its territories include the United States, Puerto Rico and the U.S. Virgin Islands.

- 2 An "Active Arbonne Independent Consultant" is: (a) one whose Arbonne Independent Consultant Application has been accepted by Arbonne within the preceding 12 calendar months or (b) one who has renewed with Arbonne within the preceding 12 calendar months and has maintained Independent Consultant rank (through sales of 1,200 Personal Retail Volume in each rolling 12 months for any Independent Consultant who registered with Arbonne on or after February 1, 2009), or has achieved the ranks of District Manager, Area Manager, Regional Vice President or National Vice President. Figures regarding Arbonne Independent Consultants do not include Client or Preferred Client accounts, which are not eligible to participate in the Arbonne SuccessPlan.
- 3 Preferred Client Commissions are paid on orders placed by Preferred Clients, calculated at 15% of the Suggested Retail Price of the orders, excluding certain designated product promotions. This commission is paid monthly to the first Arbonne Independent Consultant above the purchaser in the lineage at the time of the fully completed order. Preferred Clients register with Arbonne to purchase Arbonne products at a discounted price. Preferred Clients are not Arbonne Independent Consultants, and are not eligible to receive Earnings or sponsor others under the Arbonne SuccessPlan.
- 4 These Earnings are calculated by taking the monthly average Earnings and multiplying by twelve (12) months.
- 5 These percentages are calculated by taking the average of the total monthly number of Active Arbonne Independent Consultants qualified for each rank who received Earnings and dividing it by the total number of monthly Active Arbonne Independent Consultants.
- 6 Average number of months to promote to designated ranks is based on all promotions that occurred in the United States and its territories for 2011.
- 7 These numbers were attained by dividing the total monthly Earnings paid by the monthly number of Active Arbonne Independent Consultants and annualized were attained by multiplying such monthly average Earnings by twelve (12) months.

For further details about the Arbonne SuccessPlan, speak to your Arbonne Independent Consultant, visit arbonne.com or call Customer Service at 1.800.ARBONNE.

