

BARNES & NOBLE

Merchandise Vendor Insurance Requirements

We expect that all Vendors of Barnes & Noble, Inc. (together with its subsidiaries and affiliates, "B&N") carry minimum insurance of the types and the coverage amounts specified below from a licensed or authorized insurer having an A.M. Best rating of A-VIII ("Excellent") or higher.

Vendor must provide B&N with a standard Acord 25 Certificate of Liability Insurance naming Barnes & Noble, Inc. and its subsidiaries and affiliates as additional insureds. While supplying products to B&N, Vendors are required to maintain in full force and effect at all times:

- (a) (i) Commercial General Liability Insurance, including, without limitation, contractual and products/completed operations, with minimum limits of USD \$2,000,000 individually/\$4,000,000 in the aggregate, on an occurrence form basis,
- (ii) Products Liability Insurance for High-Risk Category products of at least \$5,000,000 per occurrence/\$10,000,000 in the aggregate, and for all other products, \$1,000,000 per occurrence/\$2,000,000 in the aggregate, Note: High-Risk Category products include the following and similar products:
- Child Care / Children's Products
 - Toys & Games
 - Apparel / Jewelry
 - Electronics / Electrical / plug-in devices
 - Cosmetics, Wellness Products, Health, Beauty
 - Food or Food Contact Products
 - Flammable or Open Flame Products
 - Gift Products
 - Furniture
- (iii) If the Vendor makes deliveries to B&N's premises or will otherwise operate a vehicle in connection with doing business with B&N, coverage for owned, leased, hired, and non-owned vehicles with a combined single limit of USD \$1,000,000 per accident for bodily injury and property; and
- (iv) Excess of primary general liability, automobile liability and employer's liability insurance in an amount of at least Five Million Dollars (\$5,000,000) per occurrence, and any aggregate limit must be unimpaired; and
- (b) Workers' Compensation Insurance as required by applicable law and Employer's Liability Insurance with minimum limits of One Million Dollars (\$1,000,000) per occurrence subject to statutory limits.

In the case of (a), such insurance must protect Vendor and B&N from claims for personal injury (including bodily injury and death), intellectual property and other property damage. All of the foregoing insurance must be with companies and on forms acceptable to B&N and provide that the coverage thereunder may not be reduced or canceled. All insurance must be primary and not contributory with regard to any other insurance available to B&N. All insurance must be underwritten by companies with an AM Best rating of A-VIII or higher. Certificates of Insurance must be furnished to B&N, and such policies, other than Workers' Compensation and Employer's Liability policies, must include B&N and all of its subsidiaries, officers, directors, agents, contractors and employees as additional insureds. All of the foregoing insurance policies must contain a waiver of subrogation applicable to all coverage.

Email questions and certificates to our Risk Management Department at coi@bn.com.