

Last modification
January 15th, 2016

*Last
changes,
see pages
29 and 34*



COMPENSATION PLAN

BEGINS FEBRUARY 2016

"Modifying, reproducing, publishing, and/or altering, partially or in its entirety, the information included in this document without the express authorization of Omnilife USA, Inc. is strictly prohibited"



EARN MULTIPLE WAYS!

Make your dreams come true with Omnilife's new Compensation Plan! With Omnilife's new plan you will earn more money than ever before by: Teaching, Using, Sharing and Growing.

- Earn up to a 50% discount on your purchases with the sliding discount scale. This is a perfect way to promote retail sales as a core part of your business.
- Earn overrides of up to 10% from your first-level personally sponsored distributors, up to 8% from your second-level, and up to 4% from your third level.
- Earn a 10% Quick Start Bonus from the purchases made by your new personal, personally sponsored distributors during their first 90 days.
- Earn a 2% Team Builder Bonus from the total purchase volume of your network starting with your level 4 and below.
- Earn Generation Overrides from new Leaders you develop. As your title level in the career path increases, so will your earnings.



WELCOME TO THE FINANCIAL EVOLUTION

Throughout our many years in operation, we have learned how to build a plan that can yield a successful career for millions of Omnilife Distributors located all over the world. We believe it is crucial for Omnilife to offer you the best earning opportunity in the market today. To that end, we are innovating and strengthening our compensation plan structure in order to keep our position as a unique world-class company with an unparalleled earning opportunity.

OBJECTIVES OF THE NEW PLAN

- Have a monthly qualification.
- Offer a more attractive business opportunity for new Distributors who want to build a solid organization.
- Develop stronger Leaders who make more money.
- Provide better compensation for “Business Builders”, those who teach others how to be successful.
- Create stronger teams and Team Leaders.
- Improved compensation for Leaders who develop new Leaders.

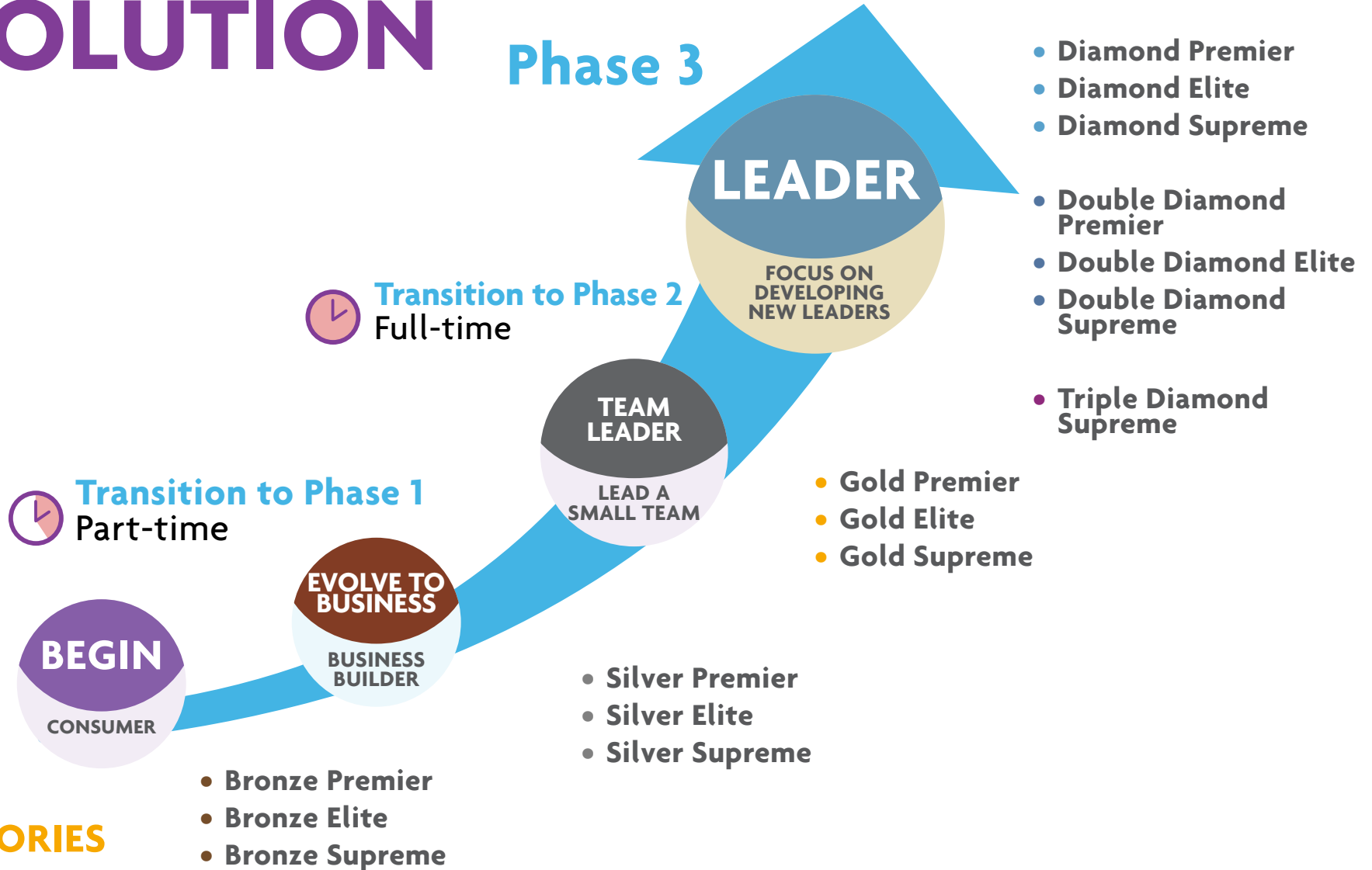
This new Compensation Plan is for people with a passion and a burning desire to transform their lives, increase their income and build wealth.



CAREER PLAN

NATURAL EVOLUTION

Phase 3



NEW CATEGORIES

GENERAL TERMS

BRONZE DISTRIBUTOR

You become a Bronze Distributor when you achieve 1 to 299 personal points every month.

ACTIVE BRONZE

You become an Active Bronze Distributor when you achieve 300 personal points or more every month.

PERSONAL POINTS (PP)

The total points generated by an individual Distributor when he/she purchases Omnilife products.

GROUP POINTS (GP)

The monthly points generated by your network, down to the next Silver Supreme title level or higher (does not include personal points).

DOWNLINE POINTS (DP)

The points generated by your network on a monthly basis without level restrictions (does not include personal points).

LINE

The line you build when you personally sponsor a Distributor and they likewise personally sponsor a Distributor and so on.

ACTIVE LINE

A line in which at least one Distributor achieves 300 personal points or more every month.

GENERATION

Made up of the Distributors in each of your lines. Each Generation begins with a Silver Supreme title and/or pay level (or higher) and ends when there is another Silver Supreme title level and/or pay level (or higher) and so on.

DIAMOND PREMIER GENERATION

Made up of the Distributors in each of your lines. Each Diamond Premier Generation begins with a Diamond Premier title and/or pay level (or higher) and ends when there is another Diamond Premier title and/or pay level or higher and so on.

COMPENSATION VOLUME

The amount on which overrides are calculated; it is determined by the list price minus the discount applied to each order during the monthly period.

CAREER LEVEL (CL)

The highest title you have achieved as a Distributor.

PAY LEVEL (PL)

Determined on a monthly basis depending on the requirements that are met as a Distributor; may differ from career title. This is the level according to which Omnilife pays overrides. Example: you may have a Diamond Supreme title level but have a Diamond Premier pay level.

HOW TO QUALIFY

PHASE 1

PHASE 2

PHASE 3



ACTIVE
BRONZE



Signed
Agreement

300 PP



BRONZE
PREMIER

300 PP
(Personal Points)

1 line



With at least
one Active Bronze
pay level or higher



BRONZE
ELITE

500 PP
(Personal Points)
1,500 GP
(Group Points)

1 line



With at least
one Active Bronze
pay level or higher



BRONZE
SUPREME

800 PP
(Personal Points)
2,000 GP
(Group Points)

3 lines



Three lines with at least one Active
Bronze pay level or higher in each

BRONZE

Phase 1 is focused on Distributors who are starting to build their business on a part-time basis.

Constant communication with your lines for guidance and motivation is strongly recommended to reach your goals.

It is important to keep sponsoring new Distributors in order to advance to the next phase more rapidly.

KEY BEHAVIORS

- Consume and retail
- Sponsoring

PHASE 1

PHASE 2

PHASE 3

QUICK START BONUS

When you are active and sponsoring new Distributors, you will receive a 10% bonus based on the purchases made by your new personally sponsored distributors during their first 90 days at Omnilife – this bonus is in addition to your first level overrides, which are between 5% and 10%, depending on your pay level.

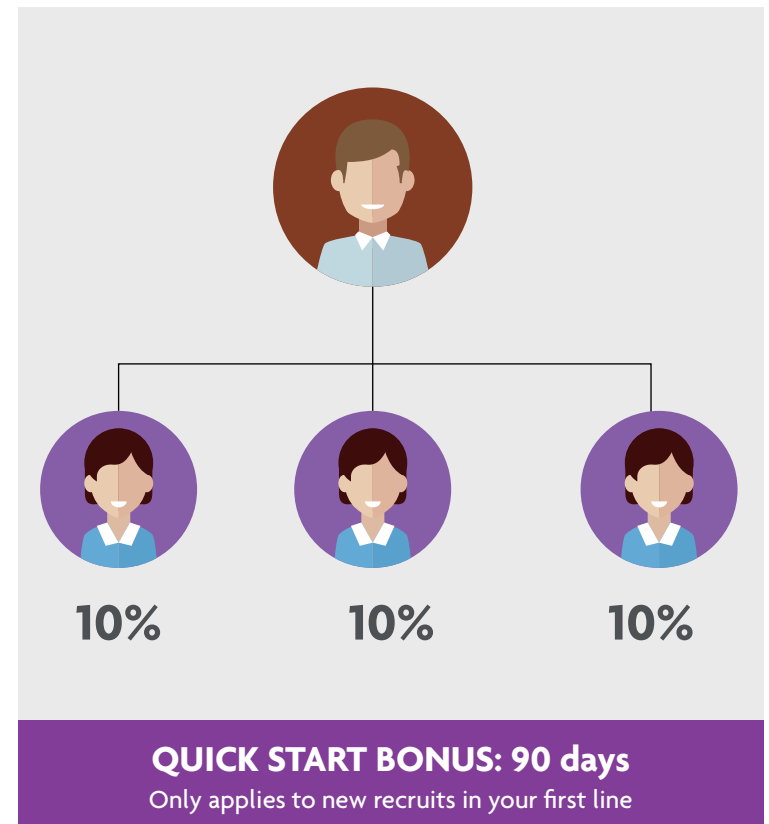
Earn between 15% and 20% combined earnings when you leverage the Quick Start Bonus for new personally sponsored distributors during their first 90 days!

How to maximize your chances of earning this bonus?

The first 90 days in the life of a new Distributor are critical to his/her success. It is important for you to teach and coach your new team members on how to sell the products, how to promote the Omnipass program for customers, and how to sponsor new team members.

Remember

The most important part is motivating and supporting your new sponsored distributors when they first start out, teaching them how to grow their independent business while growing yours in the process, generating more income for both of you. Keep in mind that the main reason why people abandon the business is that they don't make enough money for the time they invest (\$ vs. hours), mainly because they don't know how.






PHASE 1

PHASE 2

PHASE 3

LEVEL OVERRIDES

Level Overrides are awarded to Distributors with a pay level of Bronze Premier or higher. Ranges from 5% to 9% of the purchase volume generated by up to two levels of your network, according to your pay level.

	 BRONZE PREMIER	 BRONZE ELITE	 BRONZE SUPREME
Level 1	5%	7%	9%
Level 2			5%

IN ADDITION YOU CAN RECEIVE...

- ★ Quick Start Bonus (p 10)

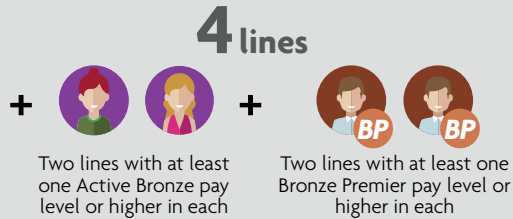
PHASE 1

PHASE 2

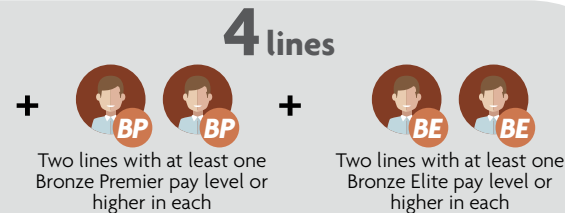
PHASE 3



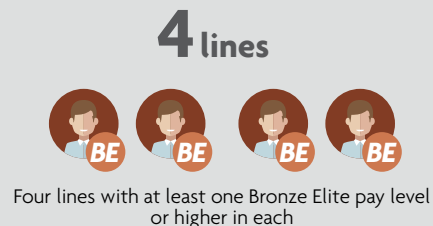
1,200 PP
4,000 GP



1,500 PP
7,000 GP



2,400 PP
10,000 GP



SILVER EVOLUTION TO GROUP LEADER

Phase 2 is focused on creating Group Leaders; it is where Distributors prepare themselves to manage an entire organization.

Constant contact with the first lines in your organization is strongly recommended to help them motivate the Distributors in their networks.

At the end of this phase, the Distributor will be completely knowledgeable regarding how to manage groups, and will be prepared to take on the Leader phase.

KEY BEHAVIORS

- Consume and retail
- Sponsoring
- Retention/ Loyalty
- Developing teams




PHASE 1

PHASE 2

PHASE 3

LEVEL OVERRIDES

Awarded to Distributors with a pay level of Silver Premier or higher. Varies from 2% to 10% of the purchase volume generated by up to three levels of your network, according to your pay level.

	 SILVER PREMIER	 SILVER ELITE	 SILVER SUPREME
Level 1	10%	10%	10%
Level 2	6%	7%	8%
Level 3		2%	4%

IN ADDITION YOU CAN RECEIVE...

- ★ Quick Start Bonus (p 10)

PHASE 1

PHASE 2

PHASE 3

SILVER SUPREME PROMOTION BONUS



SILVER SUPREME

Receive \$500 USD

When you reach the Silver Supreme level for the first time
Only applies the first time position is achieved

SILVER SUPREME LEADERSHIP BONUS



Qualification
Be a Silver Supreme pay level or higher

Receive \$500 USD

Receives the Leadership Bonus



SILVER SUPREME

You receive \$500 USD

When someone in your network reaches the Silver Supreme level

Only applies the first time position is achieved

SILVER SUPREME PROMOTION BONUS AND SILVER SUPREME LEADERSHIP BONUS

A \$500 promotion bonus is earned when a Distributor qualifies for the Silver Supreme level for the first time. Once you qualify for the Silver Supreme pay level or higher, you can earn another \$500 USD through the Silver Supreme Leadership Bonus by teaching someone in your organization how to qualify as a Silver Supreme Distributor.

You can earn this leadership bonus even if the new Silver Supreme isn't part of your first line, as long as there isn't a Silver Supreme pay level Distributor or higher in the levels between the two of you.

This bonus will be effective beginning February 2016.

PHASE 1

PHASE 2

PHASE 3

TEAM BUILDER BONUS

Distributors who have a Silver Supreme pay level or higher can receive a 2% Team Builder Bonus on the entire purchase volume of their lines beginning with their fourth level as long as that line contains at least one Silver Premier pay level or higher (at any level within the line).

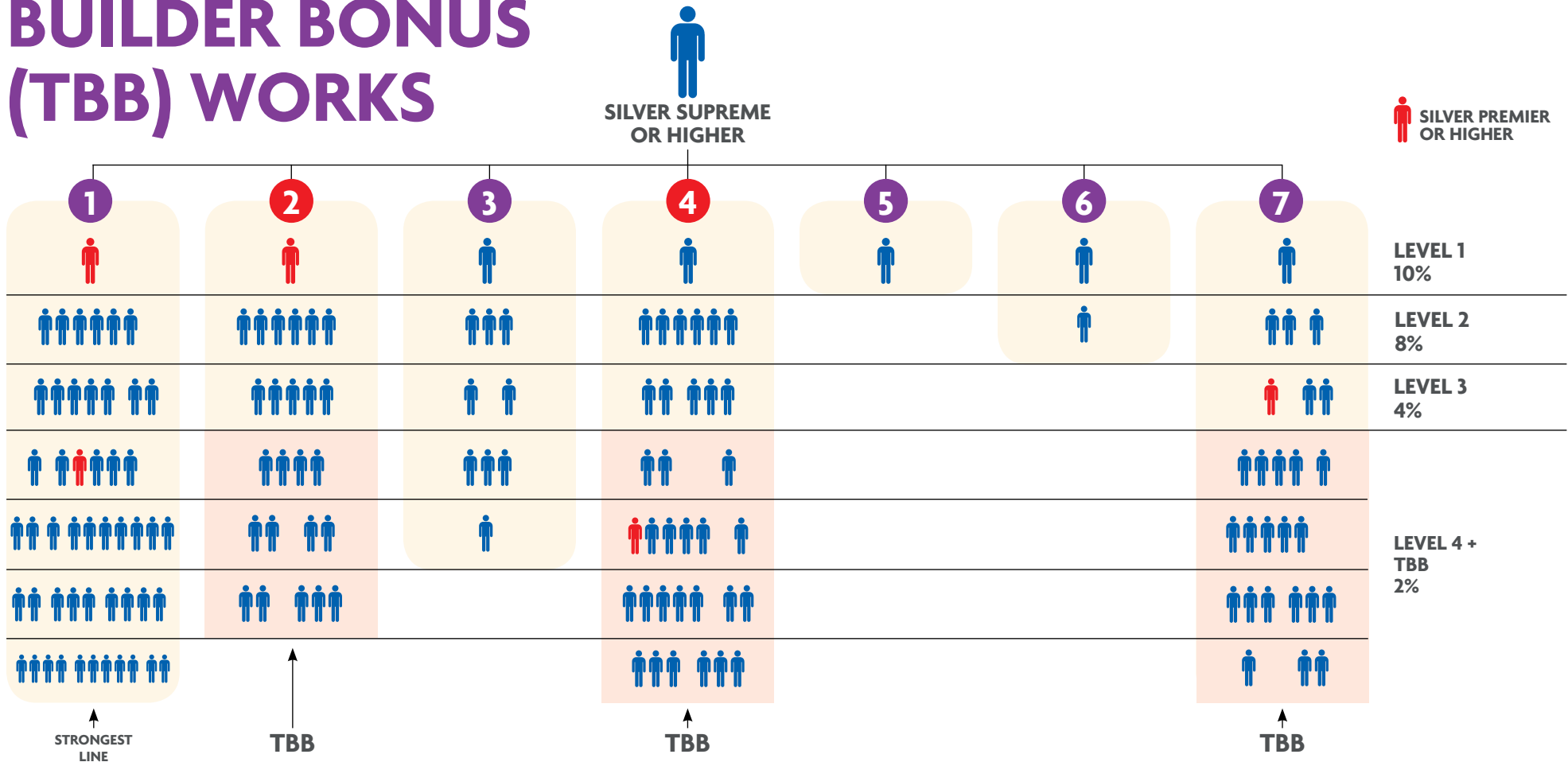
EXCEPTIONS

The lines excluded from this bonus are:

- The line with the largest volume (strongest line).
- Lines that contain a Distributor with a pay level that's higher than yours.



EXAMPLE OF HOW THE TEAM BUILDER BONUS (TBB) WORKS



PHASE 1 PHASE 2 **PHASE 3**

GOLD NEW LEADERS

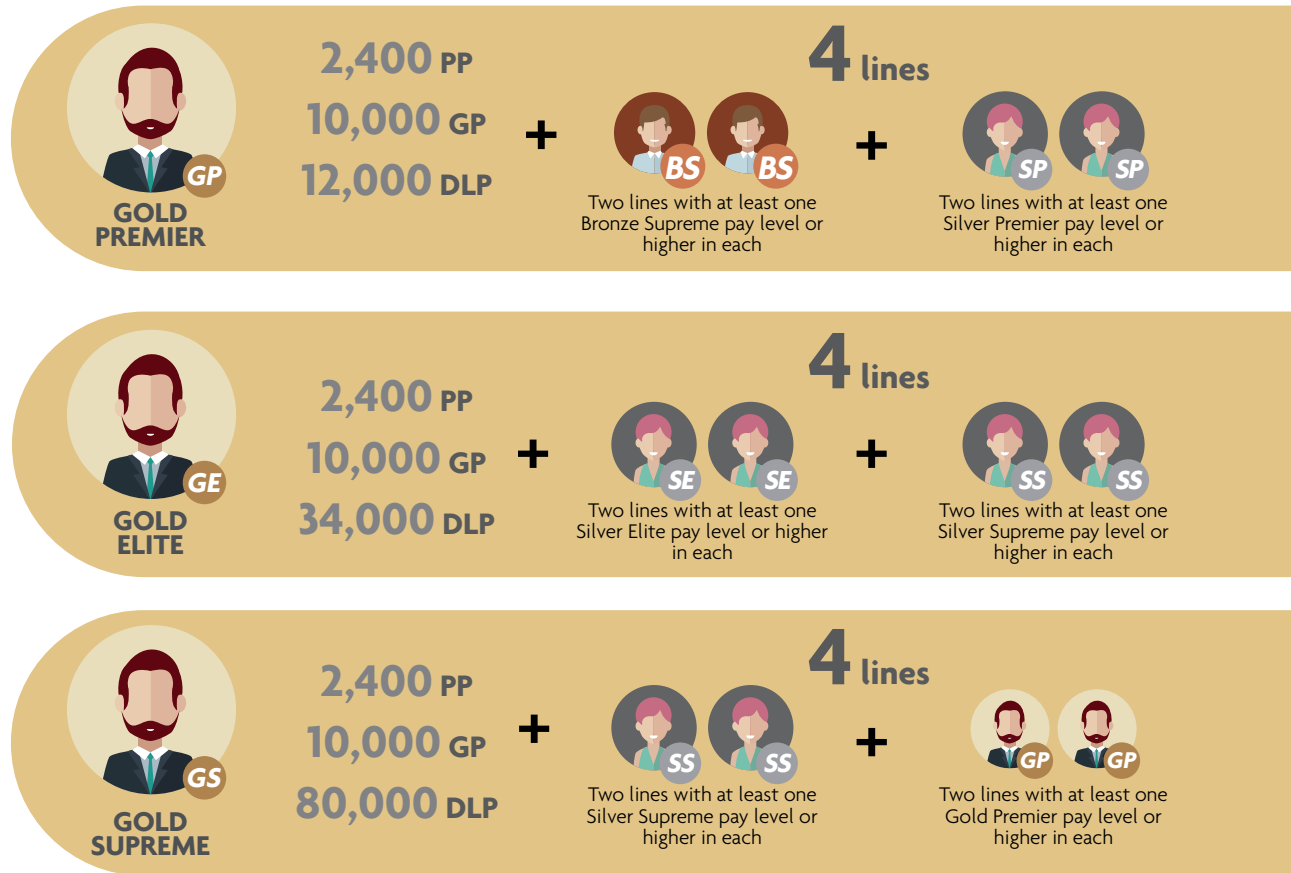
Phase 3 is focused on managing and leading an entire organization, creating new Group Leaders – especially Silver Supremes – to qualify for Generation Overrides.

Leaders must encourage the creation of new Leaders by focusing on their closest lines and keep growing their networks to qualify more easily.

The Leader should focus on reaching the highest level, at which he or she will obtain the most benefits.

KEY BEHAVIORS

- Consume and retail
- Sponsoring
- Retention/ Loyalty
- Developing teams
- Leadership



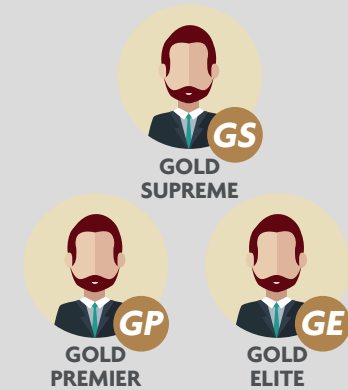
PHASE 1

PHASE 2

PHASE 3

LEVEL OVERRIDES

Awarded to Distributors with a Gold Premier pay level or higher. Varies from 4% to 10% of the purchase volume generated by up to three levels of your network.



Level 1	10%
Level 2	8%
Level 3	4%

IN ADDITION YOU CAN RECEIVE ...

- ★ Quick Start Bonus (p 10)
- ★ Silver Supreme Leadership Bonus (p 14)
- ★ Team Builder Bonus (p 15)




PHASE 1 PHASE 2 **PHASE 3**

GENERATION OVERRIDES

Distributors with a pay level of Gold Premier or higher can receive this Generation override, which depending of his pay level could be up to 5% and from up to 6 Generations.

A Generation is made up of the Distributors in each of your lines. Each Generation begins with a Silver Supreme title and/or pay level or higher, and ends when there is another Silver Supreme title and/or pay level or higher and so on regardless of where they are on the line.

You can even receive Generation Overrides from Generations that begin with a higher pay level than your own. This payment is in addition to the level overrides.

	 GOLD PREMIER	 GOLD ELITE	 GOLD SUPREME
G1	3%	3%	3%
G2		3%	4%
G3			3%

IMPORTANT POINTS

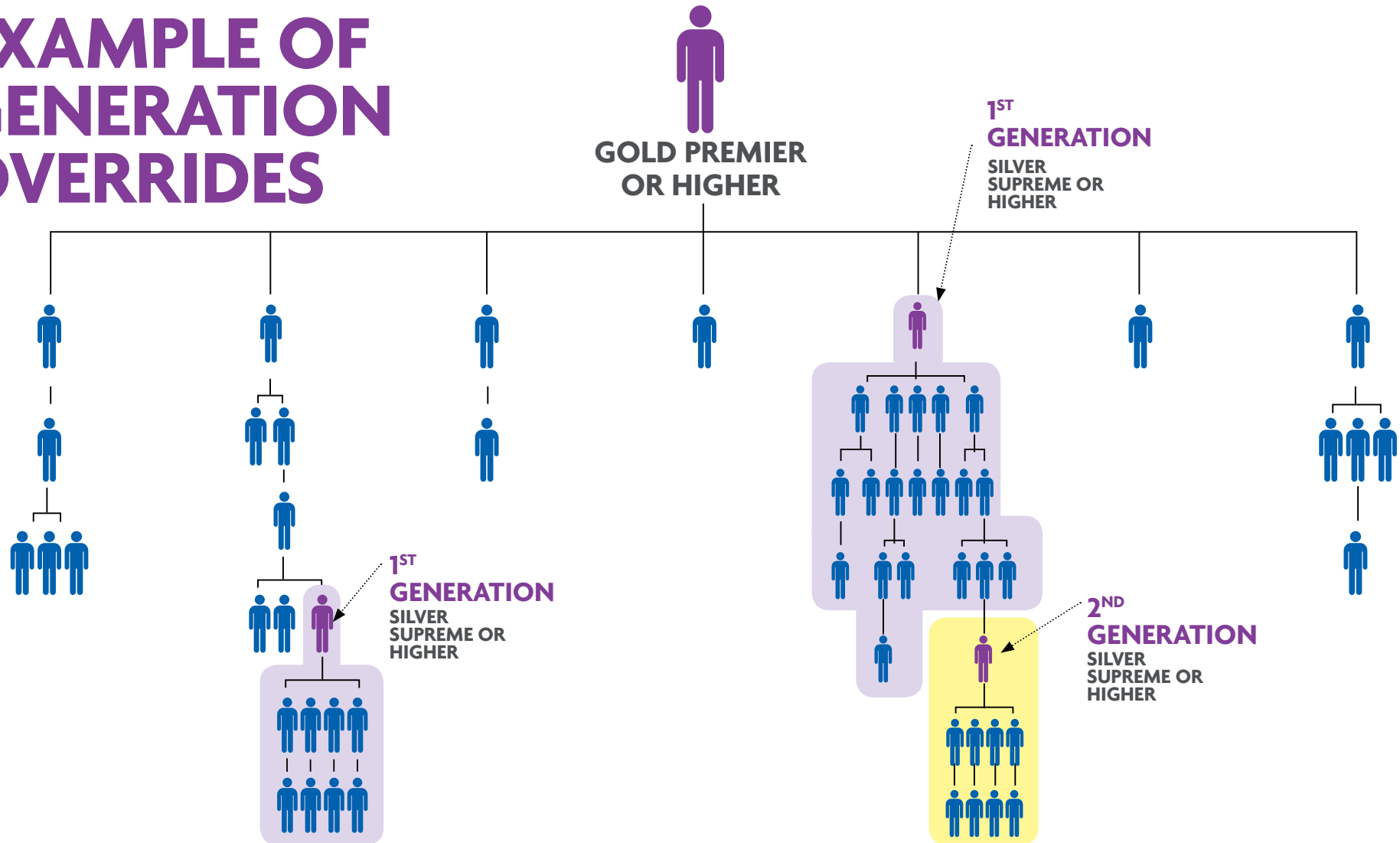
- All Distributors who have a pay level of Gold Premier or higher have access to Generation Overrides.
- The percentage and number of Generations is based on the Distributor's pay level.

PHASE 1

PHASE 2

PHASE 3

EXAMPLE OF GENERATION OVERRIDES



PHASE 1

PHASE 2

PHASE 3

DIAMOND ESTABLISHED LEADERS

KEY BEHAVIORS

- Consume and retail
- Sponsoring
- Retention/ Loyalty
- Developing teams
- Leadership

DIAMOND PREMIER (DP)

2,400 PP
10,000 GP
200,000 DLP

+ 5 lines

Three lines with at least one Silver Supreme pay level or higher in each

+ Two lines with at least one Gold Elite pay level or higher in each

DIAMOND ELITE (DE)

2,400 PP
10,000 GP
500,000 DLP

+ 6 lines

Four lines with at least one Silver Supreme pay level or higher in each

+ Two lines with at least one Gold Supreme pay level or higher in each

DIAMOND SUPREME (DS)

2,400 PP
10,000 GP
1,200,000 DLP

+ 6 lines

Four lines with at least one Silver Supreme pay level or higher in each







+ Two lines with at least one Diamond Premier pay level or higher in each

PHASE 1

PHASE 2

PHASE 3

LEVEL OVERRIDES AND GENERATION OVERRIDES

	 DIAMOND SUPREME  DIAMOND PREMIER  DIAMOND ELITE	 DIAMOND PREMIER	 DIAMOND ELITE	 DIAMOND SUPREME	
Level 1	10%				
Level 2	8%				
Level 3	4%				
		Generation	Generation	Generation	
		G1	3%	3%	3%
		G2	5%	5%	5%
		G3	4%	5%	5%
		G4	2%	3%	4%
		G5		2%	3%
		G6			2%

IN ADDITION YOU CAN RECEIVE...

- ★ Quick Start Bonus (p 10)
- ★ Silver Supreme Leadership Bonus (p 14)
- ★ Team Builder Bonus (p 15)

PHASE 1

PHASE 2

PHASE 3

DOUBLE DIAMOND

KEY BEHAVIORS

- Consume and retail
- Sponsoring
- Retention/ Loyalty
- Developing teams
- Leadership

DOUBLE DIAMOND PREMIER (DDP)

2,400 PP
10,000 GP
3,000,000 DLP

+ Four lines with at least one Silver Supreme pay level or higher in each

+ 7 lines

+ One line with at least one Gold Elite pay level or higher

+ Two lines with at least one Diamond Elite pay level or higher in each

DOUBLE DIAMOND ELITE (DDE)

2,400 PP
10,000 GP
8,000,000 DLP

+ Four lines with at least one Silver Supreme pay level or higher in each

+ 8 lines

+ Two lines with at least one Gold Supreme pay level or higher in each

+ Two lines with at least one Diamond Supreme pay level or higher in each

DOUBLE DIAMOND SUPREME (DDS)

2,400 PP
10,000 GP
20,000,000 DLP

+ Four lines with at least one Silver Supreme pay level or higher in each

+ 9 lines

+ Three lines with at least one Gold Supreme pay level or higher in each




+ Two lines with at least one Double Diamond Premier pay level or higher in each




PHASE 1

PHASE 2

PHASE 3

LEVEL AND GENERATION OVERRIDES

	 DOUBLE DIAMOND SUPREME  DOUBLE DIAMOND PREMIER  DOUBLE DIAMOND ELITE	
Level 1	10%	
Level 2	8%	
Level 3	4%	

Generation	 DOUBLE DIAMOND PREMIER	 DOUBLE DIAMOND ELITE	 DOUBLE DIAMOND SUPREME
G1	3%	3%	3%
G2	5%	5%	5%
G3	5%	5%	5%
G4	5%	5%	5%
G5	4%	5%	5%
G6	3%	4%	5%

IN ADDITION YOU CAN RECEIVE...

- ★ Quick Start Bonus (p 10)
- ★ Silver Supreme Leadership Bonus (p 14)
- ★ Team Builder Bonus (p 15)

PHASE 1

PHASE 2



PHASE 3

GENERATION OVERRIDES FOR DIAMOND PREMIERS

Distributors with a pay level of Double Diamond Elite or higher can receive up to 1% from up to 3 Generations.

A Generation is made up of the Distributors in each of your lines. Each Generation begins with a Diamond Premier title and/or pay level or higher, and ends when there is another Diamond Premier title and/or pay level or higher, and so on - regardless of where they are on the line.

You can receive Generation overrides from Generations that may have a higher pay level than your own. This payment is in addition to the level overrides.

		
	DOUBLE DIAMOND ELITE	DOUBLE DIAMOND SUPREME
DP G1	0.5%	1%
DP G2		0.5%

IMPORTANT POINTS

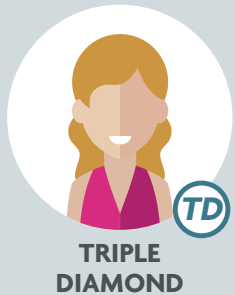
- Paid to Distributors who have a pay level of Double Diamond Elite or higher.
- The percentage and number of Generations payout depend on the distributor's pay level.

PHASE 1

PHASE 2

PHASE 3

TRIPLE DIAMOND



2,400 PP
10,000 GP
50,000,000 DLP



Four lines with at least one Silver Supreme pay level or higher in each



Four lines with at least one Diamond Premier pay level or higher in each



Two lines with at least one Double Diamond Elite pay level or higher in each

10 lines

KEY BEHAVIORS

- Consume and retail
- Sponsoring
- Retention/ Loyalty
- Developing teams
- Leadership

TRIPLE DIAMOND OVERRIDES

By Level:

Level 1	10%
Level 2	8%
Level 3	4%

By Generation:

G1	3%
G2	5%
G3	5%
G4	5%
G5	5%
G6	5%

By Diamond Premier Generation:

DP G1	1%
DP G2	1%
DP G3	1%



TRIPLE DIAMOND

IN ADDITION YOU CAN RECEIVE...

- ★ Quick Start Bonus (p 10)
- ★ Silver Supreme Leadership Bonus (p 14)
- ★ Team Builder Bonus (p 15)

COMPENSATION PLAN SUMMARY

CUSTOMER SALES + DISCOUNTS

The Distributors' discount depends on the PP (Personal Points) they accumulate during the month. Every month Distributors start at the minimum discount percentage (20%).

Example: if a Distributor places the first order of the month for 500 points, their discount will be 20%; if the second order is for 1,100 points, their discount will be 25%. The discount will be applied with each individual order according to the discount chart.


















At the end of the month and according to the points that were purchased, the system will determine the maximum discount reached and if a lower discount percentage was applied to any of the orders made that month, Omnilife will return the difference.

PERSONAL POINTS NEEDED TO REACH DISCOUNT











MONTHLY PP	DISCOUNT
0-999	20%
1000-1999	25%
2000-2999	30%
3000-3499	35%
3500-3999	40%
4000 +	50%

LEVEL OVERRIDES




Awarded to Distributors with a pay level of Bronze Premier or higher. Varies from 2% to 10% and is based on the purchase volume generated by up to three levels of your network, and according to your pay level.

LEVEL OVERRIDE CHART																	
	ACTIVE BRONZE	BRONZE PREMIER	BRONZE ELITE	BRONZE SUPREME	SILVER PREMIER	SILVER ELITE	SILVER SUPREME	GOLD PREMIER	GOLD ELITE	GOLD SUPREME	DIAMOND PREMIER	DIAMOND ELITE	DIAMOND SUPREME	DOUBLE DIAMOND PREMIER	DOUBLE DIAMOND ELITE	DOUBLE DIAMOND SUPREME	TRIPLE DIAMOND
Level 1		5%	7%	9%	10%	10%	10%	10%	10%	10%	10%	10%	10%	10%	10%	10%	10%
Level 2				5%	6%	7%	8%	8%	8%	8%	8%	8%	8%	8%	8%	8%	8%
Level 3						2%	4%	4%	4%	4%	4%	4%	4%	4%	4%	4%	4%

PHASE 3 EARNINGS PERCENTAGES GENERATION OVERRIDES CHART

PHASE 3 EARNINGS GENERATION OVERRIDES CHART	 GP GOLD PREMIER	 GE GOLD ELITE	 GS GOLD SUPREME	 DP DIAMOND PREMIER	 DE DIAMOND ELITE	 DS DIAMOND SUPREME	 DDP DOUBLE DIAMOND PREMIER	 DDE DOUBLE DIAMOND ELITE	 DDS DOUBLE DIAMOND SUPREME	 TD TRIPLE DIAMOND
G1	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%
G2		3%	4%	5%	5%	5%	5%	5%	5%	5%
G3			3%	4%	5%	5%	5%	5%	5%	5%
G4				2%	3%	4%	5%	5%	5%	5%
G5					2%	3%	4%	5%	5%	5%
G6						2%	3%	4%	5%	5%

PHASE 3 EARNINGS PERCENTAGES DIAMOND PREMIER GENERATION OVERRIDES

DIAMOND PREMIER GENERATION OVERRIDES CHART			
	DOUBLE DIAMOND ELITE	DOUBLE DIAMOND SUPREME	TRIPLE DIAMOND
DP G1	0.5%	1%	1%
DP G2		0.5%	1%
DP G3			1%

Level		AB	BP	BE	BS	SP	SE	SS	GP	GE	GS	DP	DE	DS	DDP	DDE	DDS	TD
Level Overrides ∨																		
QUICK START BONUS	10%	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
LEVEL OVERRIDES	Level 1		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
	Level 2				✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
	Level 3						✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
TEAM BUILDER BONUS	2%						✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
GENERATION OVERRIDES	Generation 1								✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
	Generation 2									✓	✓	✓	✓	✓	✓	✓	✓	✓
	Generation 3										✓	✓	✓	✓	✓	✓	✓	✓
	Generation 4											✓	✓	✓	✓	✓	✓	✓
	Generation 5												✓	✓	✓	✓	✓	✓
	Generation 6														✓	✓	✓	✓
DIAMOND PREMIER GENERATION OVERRIDES	Generation 1															✓	✓	✓
	Generation 2																✓	✓
	Generation 3																	✓

TRANSITION PLAN

CONSIDERATIONS

- For all Distributors who reached a 35% discount before January 31st 2016, this discount level will remain in effect during the first three months after the start of the new Compensation Plan: February 1st–April 30th 2016.
- All Distributors who reach a 40% discount on or before January 31st 2016 will be able to maintain this discount from February 2016 through January 2017. In addition, if they achieve 3,000 personal points during this time, they will maintain the 40% discount from February 2017 through January 2018.
- When the new Compensation Plan launches on February 1st 2016, Distributors will start out at the highest qualification level they reached between August 1st, 2015 and January 31st, 2016.

SPECIAL CASES:

GOLD PREMIER AND GOLD ELITE

For the Distributors who begin in February with a Gold Premier or Gold Elite title level, their pay level will be honored from February through July 2016 as long as they maintain the structure of at least a Silver Supreme level; however, they must meet the required personal points, group points, and downline points every month.

Beginning in August 2016 and through January 2017, Distributors with a Gold Premier title level must have at least two lines with at least one Silver Premier in each and two lines with a Bronze Elite in each, as well as achieve the personal points, group points, and downline points required for their level.

Distributors with a Gold Elite title level must have at least two lines with at least one Silver Supreme in each and two lines with a Bronze Elite in each, as well as achieve the personal points, group points, and downline points required for their level.

KEEP ON GROWING!

"Modifying, reproducing, publishing, and/or altering, partially or in its entirety, the information included in this document without the express authorization of Omnilife USA, Inc. is strictly prohibited"