We help people grow things.

- We believe in creating lifetime relationships
- We share a love of the land
- Our success is measured by our customers’ success

Vision Statement:
To be the leading retailer and resource for farmers and rural living.

Mission Statement:
To be customer-focused and the best at providing products, services and growing solutions for farms and around the home.

Values:
Embrace our agricultural heritage. We recognize the deep roots we share with the farming communities in which we operate. As such, we will continue to embrace the people, the rural way of life, and the leadership opportunity we’ve been given for the stewardship and preservation of farming, the environment and our rural communities.

Do our best no matter what. Determination. Initiative. Reliability. The cornerstones of a good day’s work. We recognize the trust our customers place in us and we realize there will always be challenges. With this in mind, we never let obstacles get in our way and we hold ourselves accountable as we strive to do our best every single day.

Always be neighborly. We are committed to honor and practice the values we share with our farming communities: integrity, high ethical and moral standards, and respect for the land, patrons and for our associates.
## Southern States Logistics Guide and Supplier Compliance Manual

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### Confidential and Proprietary Info

This Southern States Logistics Guide and Supplier Compliance Manual contains confidential and proprietary information (“Confidential Information) of Southern States Cooperative, Incorporated. Confidential Information includes but is not limited to any confidential or proprietary information, whether oral or written or in electronic or any other format, including financial, commercial, market, or customer data, business techniques or strategies, and/or know-how (in whatever format such information may exist or shall exist), whether disclosed by Southern States, or its affiliates, members, partners, attorneys, accountants, directors, officers, employees, consultants, or agents (collectively, “Representatives”) to you. Confidential Information shall also include any information that you or your representative may have learned or observed as a consequence of viewing records, products, processes, or facilities. By signing the Southern States Supplier Agreement, you confirm that you will not disclose Confidential Information and that All Confidential Information shall be maintained in confidence by you, shall not be disclosed to any third party, and shall be protected with the same degree of care as you would protect your own Confidential Information, but in no case with any lesser degree than reasonable care.

This document can be found online by visiting [http://southernstates.com/docs/ssclogisticsguide.pdf](http://southernstates.com/docs/ssclogisticsguide.pdf)
Supplier Chargebacks for Distribution and Logistics Related Expenses

Southern States’ Distribution and Logistics Department [SSDLD] endeavors to move product into and out of the Southern States network seamlessly and with as few exceptions as possible. To that end, the below Chargeback Schedule was established to ensure compliance with the shipping and delivery requirements by Suppliers/Shippers on any Southern States’ Purchase Orders [PO].

Additional freight and/or labor expenses, or expenses related to the neglect of the Supplier / Shipper to read, understand, and apply directions contained in this document may result in a Chargeback as defined below. The Chargeback may occur on a Supplier invoice other than that for which the incurred freight expense is related and shall be accompanied by documentation deemed appropriate by the SSDLD. Southern States may (at its own discretion) issue a warning to Supplier/Shipper for violations that normally would incur a Chargeback.

Questions relating to the loading or shipping of merchandise to Southern States facilities should be directed to the Southern States Logistics Department at 800-872-3411.

Chargeback Schedule

<table>
<thead>
<tr>
<th>Compliance Issue</th>
<th>Chargeback</th>
</tr>
</thead>
<tbody>
<tr>
<td>Improper Barcode/Label</td>
<td>$50 per man hour, $250 minimum, to print and apply correct labels</td>
</tr>
<tr>
<td>Substandard Pallet</td>
<td>$50 per pallet restacking fee</td>
</tr>
<tr>
<td>Packing List Not Included with Delivery Docs</td>
<td>$250 per incident</td>
</tr>
<tr>
<td>Mingled Product within Container</td>
<td>$50 per man hour, $250 minimum, to sort and repackage product</td>
</tr>
<tr>
<td>Case Pack Quantity Does Not Match PO</td>
<td>$50 per incident plus return freight</td>
</tr>
<tr>
<td>Product Shipped – Product Not on PO</td>
<td>$250 per incident</td>
</tr>
<tr>
<td>Shipped Without Corporate PO</td>
<td>$250 per incident, plus additional freight expense</td>
</tr>
<tr>
<td>Failure to Include SSC PO Number in Reference Field for Parcel Shipments (NOTE: only enter numbers in reference field)</td>
<td>$50 per man hour, $250 minimum, to research and manually process freight payment</td>
</tr>
<tr>
<td>Failure to Include Dimensions when Shipping Parcel (LxWxH and Weight)</td>
<td>$50 per man hour, $250 minimum, to research and manually process freight payment</td>
</tr>
<tr>
<td>Improper Identification of Displays</td>
<td>$250 per incident</td>
</tr>
<tr>
<td>Shipped Using Incorrect Freight Terms</td>
<td>$250 per incident, plus additional freight expense</td>
</tr>
<tr>
<td>Shipped Using Unauthorized Carrier</td>
<td>$250 per incident, plus additional freight expense</td>
</tr>
<tr>
<td>Freight Collect Shipment Not Routed through TMS</td>
<td>$250 per incident, plus additional freight expense</td>
</tr>
<tr>
<td>Late Delivery: Shipment Shipped After Requested Delivery Date</td>
<td>$250 per incident, plus all freight expense</td>
</tr>
<tr>
<td>Missed Delivery Appointment</td>
<td>$250 per incident, plus $50 per hour if receipt is completed after normal receiving hours</td>
</tr>
<tr>
<td>Shipment Arrived without Delivery Appointment</td>
<td>$250 per incident</td>
</tr>
<tr>
<td>Failure to Consolidate Shipments as Per Requirements</td>
<td>$50 per incident plus all additional freight expense</td>
</tr>
<tr>
<td>Infestation Violations</td>
<td>$250 per incident plus all associated freight and fumigation expenses</td>
</tr>
<tr>
<td>Shipment Shipped with Less than One (1) Year Product Shelf Life (exception per Product Category Leader approval only)</td>
<td>$250 per incident plus all associated freight including return freight charges if shipment is rejected upon receipt</td>
</tr>
</tbody>
</table>

Backorders
Orders must be received by the requested date in full. The Supplier is responsible for all costs associated with shipping backorders (subject to SSC approval).

Ancillary Charges

Southern States will not be responsible for any additional or other charges, including but not limited to detention, delivery appointment scheduling, loading and unloading fees on freight Prepaid or other shipments. It is the Supplier’s sole responsibility to inform any Carriers of this policy.

Supplier Changes to Purchase to Sale (PTS) Unit of Measure

Changes to item-specific Unit of Measure or terminology information (PTS) are costly and inefficient for Southern States and for our Supplier partners. This includes any change to how items are packaged and/or sold by Southern States. PTS changes must be approved by the Product Category Leader and must allow 60 days for completion. PTS changes that require a change in packaging are the responsibility of the Supplier. Southern States will approve these changes contingent upon agreement to one of the following options:

- Existing inventory is sold through before new inventory is received.
- Existing inventory is returned to the Supplier and replaced with new inventory.
- The Supplier funds the cost of repackaging existing inventory.

Freight Terms, FOB Terms, and Title to Goods

The following applies to shipments of merchandise to a Southern States Wholesale Warehouse or Retail location:

- Merchandise shipped using “Collect” Freight Terms will be considered Free On Board [FOB] Origin. Southern States takes title to the goods as they are loaded on the carrier’s truck/trailer.
- Merchandise shipped using “Prepaid” or “Prepaid and Add” Freight Terms shall be considered FOB Destination. Southern States takes title to the goods as they are unloaded onto the receiver’s dock.
- Southern States will determine the Freight Terms for all Wholesale and Direct Order POs and include that information on the POs when transmitted to the Supplier. POs may be transmitted by EDI, Fax, US Mail, Supplier Portal, or other means.
- Freight Invoices submitted without Freight Terms noted shall default to Net 30 Days payment terms.
- Shipments contrary to SSDLD’s routing instructions shall be considered FOB Destination.
- Freight Invoices must be submitted with Southern States’ PO number included on the document.
- If there is a conflict in Freight Terms or FOB Terms between the Southern States Supplier Agreement and the PO (Wholesale or Direct Order), the terms of the PO shall apply unless changed in writing by Southern States prior to shipment.

Pallet Requirements

All domestic shipments must be shipped on pallets per SSDLD’s pallet requirements. Floor-loading or shipping on slip-sheets must be approved by Southern States prior to shipping. Southern States will not pay pallet charges. Any pallet charges (or other packaging charges) must be built into the cost of the goods. Southern States does not participate in pallet exchange or CHEP programs at this time. Pallet Specifications are as noted below:

- 48” Long x 40” Wide, Four (4)-way Entry
- Seven (7) Top Boards OR Maximum of 4” Spacing between boards with two (2) 4” or 6” Lead Boards and five (5) or more Interior Boards
• Five (5) Bottom Deck Boards with two (2) 4” or 6” Lead Boards and three (3) or more Interior Boards
• Center Stringer Repairs may only appear on one end of the pallet

Temperature Sensitive Product

Southern States will not be responsible for any damage resulting from the melting or freezing of product during shipping. The Supplier is responsible to notify Southern States and the freight carrier as well as to clearly mark both product and the carrier Bill of Lading (BOL), if the product is likely to be damaged due to temperature. Any shipment determined to have temperature-related damage shall be sent back to the origin at the Supplier’s cost and will include administrative chargebacks.

Freight Damages or Shortages

Southern States shall remit payment based upon Southern States Receiving records. Resolving variances between Southern States Receiving records and Supplier shipping documents shall be the responsibility of the Supplier/Shipper to prove the accuracy of its records.

At the time of unloading or receiving (if done in the carrier’s absence), the following rules shall apply to shipments with merchandise determined to be damaged or short pieces at the Distribution Center (DC):

• At destination, Southern States will execute the delivery receipt copy of the BOL noting any visible shortage or damage. Additionally, if a seal was affixed at origin, notating whether the seal was intact upon delivery.
• **Southern States reserves the right to inspect and count merchandise and amend receiving documents based on actual count and inspection after the time of delivery.**
• **Southern States reserves the right to file freight claims for shortages or damages occurring within a Suppliers packaging unit (shrink-wrapped pallet, case, carton, etc.) that are not identified at the time of delivery and therefore not noted on the BOL or Delivery Receipt.**
• The Receiving location will contact the Supplier and freight carrier to inform of damages or shortages. If there is a damage situation, disposition will be requested at this time.
• If the FOB terms are ‘Destination’ and the merchandise was shipped ‘Prepaid’, a deduction for the full cost of the merchandise shall be taken from the shipper’s merchandise invoice. It is the Shipper’s responsibility to file a freight claim with the delivering carrier, if applicable.
• If the FOB terms are ‘Origin’ and the merchandise was shipped ‘Collect’, if a seal was intact at the time of delivery, if no seal was applied and noted on the BOL, or the shortage or damage occurred within a shrink-wrapped pallet, a deduction will be taken off the merchandise invoice.
• All shipments loaded by the Supplier in the carriers’ absence (i.e.: ‘drop and hook’) will be considered ‘shippers load and count’ (SLC) even if the original BOL is not signed ‘SLC’ by the driver. If the driver is not permitted by the Supplier to sign the original Bill ‘SLC”, driver is instructed to note this on the BOL along with the seal number affixed by the Supplier during loading.
• If the FOB terms are ‘Origin’ and the merchandise was shipped ‘Collect,’ and the seal is broken at the time of delivery, no deduction shall be taken from the Supplier (the seal number must be noted on the BOL). A freight claim will be filed with the carrier.
• Southern States will not refuse delivery of merchandise based on visible shortages or damages unless damage to the product creates a safety risk to the facility. This includes, but is not limited to HAZMAT, spill, leak, rodent or pest infestation, etc.
• Damaged merchandise will be held at the delivery location for a period of thirty (30) days following notification to allow for disposition. Southern States reserves the right to dispose of damaged merchandise after the thirty (30) day period has expired.

Questions concerning freight claims for merchandise shipped to a Southern States facility should be directed to the Claims Department as indicated below:

Cloverdale, VA DC
- 540-992-1100 ext. 4233
- Freight.Claims@sscoop.com

Westfield, MA DC
- 413-568-9201 ext. 4331
Loading Procedures

If you are unsure about the Freight Terms of shipments to Southern States, please contact the Southern States Distribution and Logistics Department at 800-872-3411 opt. #1 or email routing@sscoop.com prior to shipping.

Less than Truckload (LTL) Shipments
Supplier/Shipper is required to consolidate LTL shipments meeting the following criteria:

- Have the same origin and destination points
- Available to be shipped within three (3) days of each other

Live Load Shipments
Supplier/Shipper is responsible for loading the trailer in a manner that allows the merchandise to travel as damage-free as possible.

For Live Loads shipping truckload (TL) “Collect”: drivers will not assist in loading or counting merchandise as it is loaded onto the truck. If driver assistance in loading is required, the SSDLD must be notified when a routing request is made. Suppliers that require drivers to assist in loading their merchandise will be assessed driver assist fees as administered by the carrier.

Drop Trailer Shipments
Suppliers/Shipplers who utilize SLC drop trailers, when picking up trailers that have been dropped at the facility and loaded prior to pick up, or trailers loaded without the driver’s assistance as specified above, the driver will sign the BOL “Shipper Load and Count” or “SLC.”

By signing the BOL “SLC,” the driver indicates that driver was not able to count the merchandise or inspect the load at the time it was loaded. Please read the Freight Damage and Shortage section of this guide for important information regarding freight claims procedures.

Shipper Loading Procedures - Railroad Cars

Railroads have standards regarding the loading and bracing of the product in or on rail cars. Each railroad has a Damage Prevention Department that will assist with a loading plan and answer questions regarding loading and bracing so the load will arrive at destination damage-free.

<table>
<thead>
<tr>
<th>Railroad</th>
<th>Damage Prevention</th>
<th>Phone Number</th>
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</thead>
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<tr>
<td>BNSF RR</td>
<td>Damage Prevention</td>
<td>800-333-4686</td>
</tr>
<tr>
<td>CSXT RR</td>
<td>Damage Prevention</td>
<td>800-432-1032</td>
</tr>
<tr>
<td>NS RR</td>
<td>Damage Prevention</td>
<td>800-742-6313</td>
</tr>
<tr>
<td>UP RR</td>
<td>Damage Prevention</td>
<td>800-521-3253</td>
</tr>
</tbody>
</table>

Railroad Customer Service Centers

<table>
<thead>
<tr>
<th>Railroad</th>
<th>Email</th>
<th>Phone Number</th>
</tr>
</thead>
<tbody>
<tr>
<td>BNSF RR</td>
<td></td>
<td>888-428-2673, Option 2</td>
</tr>
<tr>
<td>CSXT RR</td>
<td><a href="mailto:LEADSClosedCar@csx.com">LEADSClosedCar@csx.com</a></td>
<td>800-635-5768, Option 9</td>
</tr>
<tr>
<td>NS RR</td>
<td></td>
<td>800-272-8777, Press # key</td>
</tr>
<tr>
<td>UP RR</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Bill of Lading (BOL) Preparation

A BOL consigning a shipment to the proper Southern States destination must be provided to the carrier for each shipment. This BOL must contain the following information:

- Shipper Name
- Shipping (origin) Location Address
- Southern States’ Destination Address
- Ship Date
- Carrier
- Total Number of Pieces (pallets, cases, eaches, etc.)
- Southern States’ PO Number (*Southern States requires that all PO numbers on the shipment are listed individually on each BOL*)
- Delivery Appointment Date (if available)
- Delivery Appointment Time (if available)
- Accurate Product Description of what is shipped
- Total Weight and Weight per Item
- NMFC Freight Class for Each Item
- HazMat Documentation (if applicable)*
- Lot Numbers (if applicable)
- All PO’s must have a packing list

* If your shipment contains hazardous materials, as defined by D.O.T. in 49 CFR, 171.8, all appropriate documentation is required and is the sole responsibility of the Supplier/Shipper.

BOLs for all shipments to Southern States DCs must state “Delivery Appointment Required.” BOLs for LTL shipments made on pallets must reflect the number of pallets and total number of pieces per pallet. For example, the BOL for a 2-pallet shipment containing 35 total pieces may state the number of pieces as: “1 pallet containing 15 pieces and 1 pallet containing 20 pieces.”

Packing List Requirements

To ensure the efficient receipt of shipments, all shipments must include a Packing List and have the PO number clearly marked on the outside of the boxes. **The Packing List must be affixed directly on the carton or product packaging, not on the outer shrink-wrap of the pallet.** If possible, list line items on the packing list in the same order as on the PO.

On TL shipments, the Packing List must be attached to the last carton loaded on the trailer and be easily visible when Southern States’ personnel open the trailer doors for unloading and receiving. The Packing List must be visible and be enclosed in an envelope marked “Packing List”. Supplier/Shipper packing slip information must match actual product shipped.

When shipping via LTL carrier or Parcel, the Packing List must be in a pouch and attached to the first (lead) carton of the shipment. This is the carton with the wording: “1 of total carton count”.

The Packing List must include the following information:
- Southern States’ PO Number(s) - All PO numbers on the shipment must be listed individually on each packing list
- Southern States’ SKU Number with number of cartons shipped, per SKU, per PO
- Supplier Part/Stock Number
- Quantity Ordered
- Quantity Shipped
- Lot numbers, if applicable
- Expiration dates, if applicable
- Supplier Name & Contact Information
- UPC number
- Southern States’ Destination Address
- Ship Date
- Total number of cartons shipped per line item

**Packing and Packaging**

It is the Supplier’s responsibility to package and load product in accordance with industry standards to minimize product damage. Southern States’ expectation is that Suppliers will ship product in packaging designed to survive the typical logistics environment. Please read the attached “Claims Procedure for Suppliers” document for additional packing and packaging requirements. Southern States reserves the right to require Suppliers to improve packaging as deemed necessary.

Pallets must be built to a height of no more than 50” to accommodate racking at SSC wholesale facilities. Exceptions must be approved by Southern States prior to shipping. Items with different SKU numbers may NOT be mixed in a Master Case Pack. Shipments for more than one PO may not be mixed in a Master Case Pack. Product that is palletized shall be sorted by PO number (if the same destination) and then by SKU number. Multiple destinations are not allowed to be mixed on a single pallet. All of a single SKU on a particular PO should be on the same pallet, if possible. Should the quantity of a particular SKU be less than that of a full pallet: all of that SKU should be grouped (layered) on the same pallet. Pallets should then be loaded together so that all pieces of a PO are together and then all items with the same SKU are together. Shipments for more than one PO may not be mixed on a pallet without prior approval from Southern States. If POs are combined on a pallet, each PO should be separated by a slip sheet or cardboard divider for ease of identification. Quantities per carton are to be consistent on all shipments.

**Infestation and Pest Control**

All inbound loads are subject to inspection for unsanitary infestation that violates U.S. Food and Drug Administration (FDA) standards upon arrival at Southern States’ location. Any load determined to have infestation violations present will be sent back to the origin at the Supplier’s cost and shall include administrative chargebacks as outlined in the **Chargeback Schedule**.

Infestation violations include but are not limited to:

- Live/dead rodent/vermin or bird infestation
- Rodent or bird nesting material
- Evidence of animal excreta
- Product packaging with characteristics of urine stains
- Evidence of gnawed product packaging

These violations can create a public health concern to Southern States’ consumers and employees. Any Supplier found violating FDA regulations on inbound loads shall be required to implement...
a corrective action. This will include changes in Supplier’s property, physical equipment, and any necessary changes to bring product handling operations into conformance with FDA sanitary requirements.

**Shelf Life for Perishable Goods**

In the event that goods delivered are perishable, it is understood and agreed that Supplier shall be obligated to replace stale or spoiled goods. Pet food, bird seed and suet shipped to Southern States with an expiration date must have a minimum one (1) year shelf life from receipt date. Southern States shall not offer for sale any perishable goods after the expiration date marked on the product. Exceptions must be approved in writing by the Product Category Leader.

**Barcodes and Labeling**

**Guidelines for Barcoding Product**

**All Suppliers are responsible for an accurate and scannable barcode on packaging.** Supplier UPC, SCC or EAN numbers must accompany all product information submitted for new SKU setup. Suppliers must supply product to Southern States with UPC Bar Code labels attached. In the event that product is received without accurate and scannable Bar Code labels, Southern States will print and apply labels at the Supplier’s expense (see **Chargeback Schedule**). The activity of Southern States relabeling merchandise does not release the Supplier from administering corrective action. This temporary solution permits Southern States to continue to fill retail orders by scanning barcode labels.

Southern States will follow the guidelines of the GS1 US. The following are requirements for barcodes on products brought into the Southern States distribution system:

- Supplier is responsible for accurate and scannable barcode on packaging.
- All Suppliers must place EAN/UCC-14 (Southern States prefers code 128) barcode on all master shipping cartons and inner packs.
- All inner packs must have a barcode on the top or side of the inner pack.
- Products shipped single (one retail unit per carton) must be marked with an accessible retail barcode (Southern States prefers UPC-A).
- All barcode sizes must conform to the standards currently recommended by the GS1. Over and under sized barcodes are unacceptable
- All UPC codes must be provided to Southern States as part of the SKU Setup Schedule. A 90-day advance notice of all UPC code number changes is required. Any changes to an existing product’s barcode must be communicated to Southern States 90-days prior to change. Supplier may be required to submit labels and/or marked products for test scanning.
- Each unique item must have a separate UPC. A different UPC must be assigned for products that are sold individually as well as in multipacks.
- Promotional packaging of products must also have unique UPC codes. This includes product that is purchased as a display or assortment.

**Barcoding questions should be addressed to:**

Rob Mason  
Phone: (540) 992-1100 ext. 4230  
Fax: (540) 992-2673
SOUTHERN STATES GENERAL GUIDELINES FOR BARCODING SUGGESTED METHOD FOR BUILDING CARTON BARCODES
(Based on UCC Publication “Application Standard for Shipping Container Codes”)
All digits are counted from right to left.

Notes:
- This method is valid when using the same Product Identifier digits in position 2-6.
- A similar method may be used when an EAN-13 is substituted for the UPC-A.
• If the case or inner pack consists of product with multiple UPC’s this method cannot be used. Please contact Southern States Barcode Team @ (540) 992-1100 ext. 4230.

Carton Labeling

Where applicable, Suppliers are required to ensure that all cartons can be easily identified to facilitate accurate receipt of product. To accomplish this objective, specific information should be clearly marked on each carton. Lettering and numbering for the PO and SKU numbers must be printed in at least ½ inch high type. The information required is:

• Southern States SKU Number
• Supplier Name and Address
• Supplier Stock Number
• Southern States Ship to Location
• Case Pack Quantity
• Bar codes are required on the exterior packaging of each shippable unit. (See ‘Barcodes and Labeling’.)

On LTL shipments, Supplier/Shipper must mark each carton with the total number of cartons shipped and the number that the carton represents of the total carton count. For example, piece 1 of a three-piece shipment would contain the marking “1 of 3 pieces,” piece 2 would be labeled “2 of 3,” and piece 3 would be labeled “3 of 3.”

Fragile Marking

Cartons containing merchandise manufactured from or containing “breakable” materials must be marked “FRAGILE”. This marking must be prominent, using letters and colors which are easily identified. Examples of what product to use the FRAGILE markings on include, but are not limited to: items manufactured with glass, ceramic, and stoneware. Please note that including “FRAGILE” markings on packaging does not relieve the Supplier of the responsibility to package products using materials that will withstand typical transportation and distribution environments.
Shipping

If unsure about Freight Terms of shipments to Southern States, please contact the SSDLD at 800-872-3411 opt. #1 or email routing@sscoop.com prior to shipping.

Suppliers must ship POs in order to meet the requested delivery date as tendered on the PO. LTL and all “Prepaid” shipments shall be considered shipped late if the shipment arrives beyond the requested delivery date. “Collect” Truckload Shipments shall be considered late if the load was entered in the Transportation Management System with a ship date beyond the requested delivery date (see Real Time Freight Transportation Management System).

Southern States will refuse any shipment delivered more than one week prior to the requested delivery date tendered on the PO. The PO due date must be adjusted to reflect any earlier arrival.

When shipping “Prepaid” POs, it is the Supplier’s responsibility to notify Southern States of any order which does not meet the minimum order amount for “Prepaid” freight on an order. Southern States may choose to either modify the PO or allow the Supplier to ship the order “Collect”. In the event that the PO is shipped “Collect”, please see the section entitled Collect Truckload, Less Than Truckload and Parcel Shipments for more information.

Routing/Carrier Assignment

All orders shipped “Collect” to Southern States Distribution Centers, Retail, or Wholesale locations must be routed by the Southern States’ Transportation Department. Southern States’ facilities do not have authority to route “Collect” shipments. Please see the section entitled Collect Truckload, Less Than Truckload and Parcel Shipments for more information.

All shipments require a delivery appointment before being received into any Southern States’ DCs. Carriers shall not be permitted delivery to a Southern States’ distribution facility without an appointment. Multiple truckloads require appointments on a per-truckload basis. Packing lists must be provided for each truckload at the time of delivery (see Packing Lists).

It is the responsibility of the Suppliers(s) who ship “Prepaid” to ensure that a delivery appointment is scheduled and that the carrier is on-time. Carriers who arrive:

CLOVERDALE – Later than fifteen (15) minutes to their scheduled appointment time
WESTFIELD - Later than thirty (30) minutes to their scheduled appointment time
may have to wait to be unloaded, or may be required to have delivery rescheduled by the Southern States’ DC. No same day appointments.

Trailer Loading

It is industry-standard that carriers are allowed a limited amount of time for their trailers to be loaded. Once the allotted time has expired, detention charges are administered.

Southern States’ carriers allow two (2) hours of free time to have trailers loaded. The carrier will contact in advance of all pick-ups to establish a set pick-up date and time. When the carrier makes the pick-up, please write the time of arrival and departure on the BOL to avoid Chargebacks for detention while loading. Suppliers that exceed the allotted time shall be assessed detention charges as administered by the carrier.

Notification of Shipping Delays
The Southern States’ DC must be notified of any shipping delays that will result in order(s) not being shipped in time to meet the scheduled delivery appointment. A list of DC locations and contact information is included in this manual. The SSDLD must be notified immediately if shipping delays result in the designated load not being available for the carrier assigned by Southern States. This notification must be done at least 1-day in advance of your ship date. Suppliers that fail to notify the Southern States’ Transportation Department of shipping delays that result in the load not being available for a carrier assigned by Southern States may be charged accessorial charges as administered by the carrier.

Prepaid Shipments

If you are unsure about the freight terms of your shipments to Southern States, please contact the SSDLD at 800-872-3411 opt. #1 or email routing@sscoop.com prior to shipping.

All shipments require a delivery appointment before receipt into any Southern States’ DC. Carriers will not be permitted to deliver to a Southern States’ Distribution Facility without a delivery appointment. A list of DC locations and contact information is included in this manual. Please note that it is Southern States’ policy that delivery appointments will not be scheduled and merchandise will not be received into a Southern States’ DC prior to the PO due date without written Senior Product Category Leader approval.

Please include the following information when requesting a delivery appointment from the DC:

- Supplier name, ship point, contact information
- PO number(s)
- Destination Location
- Number of Pieces
- Number of Pallets
- Due Date of PO(s)
- Date Available for Delivery

Suppliers who ship “Prepaid” may require the carrier to contact the Southern States DC and request an appointment prior to delivery. In this case, please provide the delivering carrier with the DC contact information needed to schedule appointments for delivery. Freight “Prepaid” carriers should be instructed that all delivery appointment requests require notification at least 48-hours in advance of optimal delivery date. When given less than 48-hours Southern States shall try to accommodate the request. Suppliers who ship “Prepaid” are responsible to ensure their carrier is on time for all scheduled appointments. Carriers who arrive:
  - CLOVERDALE – Later than fifteen (15) minutes to their scheduled appointment time
  - WESTFIELD - Later than thirty (30) minutes to their scheduled appointment time
later than thirty (30) minutes of their scheduled appointment time may have to wait to be unloaded sometime throughout the day or may be required to have delivery rescheduled by the Southern States’ DC. Southern States reserves the right to refuse deliveries by any “Prepaid” carrier that routinely fails to meet delivery appointments

Southern States shall not be responsible for any ancillary charges including (but not limited to) detention, loading, and unloading. It is the Supplier’s responsibility to inform the carriers of this policy. The Supplier agrees to indemnify and hold Southern States harmless from any and all claims by the carrier in this regard.
Collect Shipments

If unsure about Freight Terms of shipments to Southern States, please contact SSDLD at 800-872-3411 option #1 or email routing@sscoop.com prior to shipping.

Parcel Shipments

NOTE: these instructions apply to “Collect” POs. Suppliers/Shippers with pre-negotiated “Prepaid” or “Prepay + Add” shipping terms will be exempt from shipping “Collect”.

Consolidation of Parcel Shipments – if there will be more than one (1) carton shipping on the same day to one Southern States location or address, the shipper is responsible for consolidating the smaller cartons into master pack cartons, not to exceed the ground size and weight limits. If an individual carton’s actual or billable weight weighs more than forty (40) pounds, please call the SSDLD before shipping.

UPS (United Parcel Service) is Southern States’ preferred parcel carrier for shipments equal to or less than ten (10) cartons with an actual or billable weight equal to or less than two-hundred and fifty (250) pounds.

Billable Weight is defined as the weight the shipment will be rated at with respect to the size of cartons/pieces within the shipment. All parcel shipments (whether shipping ground or air) are subject to the rules of dimensional weight. If unsure of how to calculate dimensional weight, please refer to the Dimensional Weight section of the UPS Service Guide.

Refer to the Truckload or LTL Shipments section of the SSC Logistics Guide for shipments with an actual or billable weight greater than 250 pounds.

All UPS Ground shipments must be billed as freight collect or third party. Please email routing@sscoop.com for the account number. Express Air shipments are strictly prohibited without prior approval from SSDLD.

- Collect or Third Party shipping only applies if the Southern States’ PO reflects collect shipping terms. Suppliers with “Prepaid” or “Prepay + Add” shipping terms will continue to ship using “Prepaid” or “Prepay + Add”.
- Please make this billing option change in UPS WorldShip or other automated shipping system. (Please contact your system administrator for assistance.)
- Shipping system’s address book should reflect SSC billing address exactly as listed below:
  Southern States
  6606 West Broad Street
  Richmond, VA 23230

The Southern States’ PO number must be included for all packages in the following areas:

- ✔ Shipment detail section of shipping system (Reference Field #1 or #3)
- ✔ Shipping label (Reference Field #1 or #3)
- ✔ Package dimensions (Length, Width and Height) must be entered for all cartons

Please contact SSDLD if unable to locate the reference fields or have questions regarding the Southern States’ PO number.

A small package shipment is qualified as:
• Any one piece is smaller than sixty (60) inches in length and/or
• Any one piece with no more than one side exceeding thirty (30) inches and/or
• Any one piece is smaller than one-hundred and thirty (130) inches in length plus girth (2 x width + 2 x height)
• Shipment must be shipped with an outer carton (box) and not on a pallet
• Any one piece of shipment (for single carton shipments) is less than seventy (70) pounds. If an individual carton’s actual or billable weight weighs more than forty (40) pounds, please call SSDLD before shipping
• Any multiple-package shipment with a total actual or billable weight two-hundred and fifty (250) pounds or less and each package within the above guidelines

More information regarding ground packaging guidelines and billable weight can be found at www.ups.com.

Failure to comply with the above regulations will result in a Chargeback as per the Chargeback schedule.

**Less Than Truckload (LTL) Shipments**

Shipments weighing greater than two-hundred and fifty (250) pounds or those less than two-hundred and fifty (250) pounds that cannot be shipped via UPS Ground should follow the routing instructions provided in the section titled **Real Time Freight Transportation Management System**.

Consolidation of LTL Shipments – if there will be more than one LTL shipment, shipping within three (3) days of each other, to one Southern States location, the shipper is responsible for consolidating these shipments onto a single BOL.

When shipping to Southern States via an LTL carrier, Supplier must contact the carrier and schedule pick-up. It is the Supplier’s responsibility to contact the carrier and coordinate the pick-up to meet the PO due date. The carrier will schedule the delivery appointment on behalf of the Supplier.

**Truckload (TL) Shipments**

All orders require notification of at least two (2) business days in advance of the PO due date. When given less than two (2) days, Southern States will try to accommodate the request at their discretion.

If the shipment is a truckload, Carrier will contact Supplier prior to pick-up. If Supplier does not hear from the carrier at least one (1) day prior to the PO due date, please notify SSDLD.

Please refer to section titled **Loading Procedures** for information regarding policies and procedures concerning loading freight into trailers.

Additionally, Please follow the routing instructions provided in the section **Real Time Freight Transportation Management System.**
POs must be obtained and completed prior to Supplier shipping product. Acceptance is inclusive of the Terms and Conditions of Southern States’ Vendor Agreement and all attachments and supplemental instructions delivered herewith and to current shipping, billing and routing instructions of Southern States, as evidenced on each PO.

Shipments made contrary to Southern States’ routing instructions shall be considered FOB Destination. Supplier’s failure to comply with every Term and Condition contained within the Southern States’ Vendor Agreement, Logistics Guide or the applicable PO shall constitute a default, and Southern States may exercise any of the remedies herein. No terms in a PO or any attachments or supplemental instructions delivered therewith shall modify this Agreement. Only those attachments and supplemental instructions executed by authorized signatories of both Parties shall amend this Agreement.

For Suppliers:

- A Corporate PO is required for every order at the time of ordering
- A Corporate PO can either be from the Wholesale (E1) system (9 digit alpha numeric number) or the Retail (Merchant Ag) system (6 digit numeric number)
- Store Locations must provide the Merchant Ag PO number (which will serve as the Corporate PO) when contacting Suppliers directly to place orders

Real Time Freight Transportation Management System
Effective March 1, 2013, Southern States contracted with Real Time Freight (RTF) for the complete management of inbound and direct to store “Collect” freight. RTF replaced the Southern States’ Freight Routing Request Form and any related communications. PO information is entered directly into the “RTF Supplier Portal” thereby eliminating faxes and emails. This streamlines communication between Southern States and partners. There is no cost for using the RTF system and training is available by signing on to the free account.

If Supplier does not have an account with RTF or if Supplier has questions, please contact a member of the SSDLD at 800-872-3411 option #1 or email routing@sscoop.com prior to shipping.

If unsure about the Freight Terms of shipments to Southern States, please contact SSDLD at 800-872-3411 option #1 prior to shipping.

New Suppliers and users must contact SSDLD to obtain a user name and password at 800-872-3411 option #1 or email routing@sscoop.com.

Log into the RTF Supplier Portal using the following link:

http://shipper.realtimefreight.com/SupplierPortal/SupplierLogin.aspx

Enter user name and password.

Select PO LOOKUP then enter the Southern States PO numbers only and select SEARCH. If the system does not recognize the PO number, please contact SSDLD at 800-872-3411 option #1 or email routing@sscoop.com.
Supplier will be directed to the Load Detail screen to enter PO details (see screenshot below). In order to enter PO information on the Load Detail screen, complete the following fields:

**Load Details**

- Release number (if applicable)
- TWIC required (if applicable)
- Truckload or LTL (required)
- Equipment type, **only required on TL** e.g. 53’ van trailer, flatbed, etc. (required)
- Notes (if applicable)

**Product**

- Enter item, description and lot component. The information will be stored for next order, and Supplier can use the drop down menu to make selection (this is optional).

If Truckload selected:

- Enter actual weight shipping in the “Actual Weight to Ship” cell. This is the total weight of the shipment including pallet weight (required)
- Number of Pieces/Qty (required)
- Number of Pallets (required)
- Select type of package shipping e.g. carton, stackable pallet, or non-stackable pallet (required)

If LTL selected:

- Enter actual weight shipping in the “Actual Weight to Ship” cell. This is the **total weight of the shipment including pallet weight** (required)
- Freight Class (required)
- Number of Pieces (required)
- Number of Pallets (if applicable)
  - If shipping loose pieces which are not palletized, the number of pallets must be set to “0” (required)
- Select type of package you are shipping e.g. carton, stackable pallet, or non-stackable pallet (required)
- NMFC # (optional)
- Enter length, width & height of carton, stackable pallet, or non-stackable pallet
- HAZMAT (if applicable)
- Ship From Address
o Select shipping address from the drop down list. If address is not available, enter it then click “Find Zip”. This will make the new address available to select.

- Provide a ready date for shipment

Select **CALCULATE CUBIC FEET** and **CALCULATE DENSITY** (required)

Select **ADD SHIPMENT/STOP** and review the shipment details as they appear in the SHIPMENT section of the screen. **If shipping more than one PO to one location enter new PO in the PO Lookup Section and repeat the previous steps before releasing the shipment.**
When entry is complete, select RELEASE SHIPMENT.

Select “OK” when prompted, to be returned to the Supplier Portal where another PO can be entered or log out of the system. The shipment request will be reviewed and routed by the SSDLD.
International Shipping

If unsure about the Freight Terms of shipments to Southern States, please contact SSDLD at 800-872-3411 option #1 or email routing@sscoop.com prior to shipping.

Booking Requirements

All direct import shipments for Southern States are to be booked with the designated Forwarder. Bookings are to be made sixty (60) days or more prior to the PO request date. Forwarder will handle the booking with the Ocean Carrier. Supplier must book online with the assigned Forwarder via Forwarder’s online booking system. Contact the local Panalpina office for details. A Panalpina office locator can be found at www.panalpina.com

NOTE: If booking request cannot be made 60 days or more prior to the PO request date, Supplier must obtain approval from Southern States’ Inventory Management Department. The PO request date is defined as the date the cargo is due to arrive at Southern States’ facility.

SSC’S Approved Freight Forwarder:

Panalpina World Transport (PRC) Ltd.
Contact: Elizabeth Costanzo
5700 Lake Wright Dr., Suite 408
Norfolk, VA 23502
Email: elizabeth.dicostanzo@panalpina.com
Phone: (757) 461-7404
Fax: (757) 461-4516

SSC’s Designated Customs Broker is:

Panalpina World Transport (PRC) Ltd.
Contact: Patricia Gardner
5700 Lake Wright Dr., Suite 408
Norfolk, VA 23502
Email: Patricia.Gardner@panalpina.com
Phone: (757) 461-7404
Fax: (757) 461-4516

Document Requirements

A complete set of Shipping Documents must be tendered to designated Forwarder at origin within seventy-two (72) hours of vessel sailing. These documents must be completed in accordance with SSC’s requirements and the PO.

Product Liability Insurance

When purchasing product from Supplier, Southern States requires a Certificate of Insurance naming Southern States Cooperative, its Subsidiaries, Affiliates and Managed Coops as the Certificate Holder and be included as additional insured. Southern States requests minimum limits of $1,000,000 for each occurrence on the General Liability policy. Should the policy be cancelled before the expiration date, Southern States requests notice be provided in accordance with the policy provisions.
Required Shipping Documents

- Packing List
- Commercial Invoice
- Certificate of Fumigation (if necessary)
- Lacey Act Declaration Form (if necessary)

NOTE: Commercial Invoice and Packing List documents must match what has actually shipped. Do not prepare Commercial Invoice or Packing List documents until all containers are loaded and the contents verified.

House Bill of Lading (HBL)

An original HBL is required for all shipments booked or shipped by the Forwarder. The original HBL will be provided to Shipper once a complete, accurate set of documents (to include Commercial Invoice and Packing List) has been tendered to the designated Forwarder. The original HBL will not be provided to the Shipper if the documents are not in accordance with SSC requirements. This should be completed in its entirety and signed by the Forwarder.

NOTE: Original BOLs will not be issued unless shipping from a country that mandates originals be issued.

Pest Control Policy

The US Department of Agriculture's (USDA) Animal and Plant Health Inspection Service (APHIS) regulations require that all regulated wood packing material be appropriately treated and marked under an official program developed and overseen by the National Plant Protection Organization (NPPO) in the country of export. The regulations require that wood packing material used in international trade must be treated in one of the approved methods.

Approved fumigation methods are heat treatment to a minimum core temperature of 56 degrees Celsius for a minimum of 30 minutes, or Fumigation with methyl bromide.

It is the Supplier’s responsibility to make sure all Pest Control Guidelines are met as defined by US Customs and Federal Guidelines, including those identified above.

Each Commercial Invoice must either state, “This shipment does not contain any form of wood packing material” or have a Certificate of Fumigation. Shipments made of imported products as described above without the proper documentation will be refused and payment will not be released.

A copy of the Certificate of Fumigation must also be forwarded to Southern States’ US Customs Broker with proper shipping documents.

Lacey Act Policy

Southern States strives to be in full compliance with the provisions of the Lacey Act. Southern States requires suppliers provide compliance forms covering all the wood products that are purchased. Southern States must receive documents and/or statements from suppliers validating compliance with the requirements of the Lacey Act. Southern States only sources from those suppliers who can prove compliance. To that end, Southern States requires suppliers whose
products must conform to Lacey Act standards provide a completed Plant Product Declaration Form (PPQ 505) either electronically or via paper format and additional chain of custody documents for each Lacey-designated product on each order.

It is the responsibility of Southern States to take "due care" to ensure that all of the wood products imported and sold are obtained legally and from sustainable sources.


**Shipping Windows**

Southern States POs are written with a request date. The PO is to be shipped “Ex Works Factory” forty-five (45) days prior to the request date. If the PO cannot be shipped forty-five (45) days prior to the PO request date, or shipped short or over the quantity on the PO, Southern States’ Inventory Management Department is to be notified. POs must be shipped complete. Authorization to ship split-shipments must be obtained from the Inventory Management Department.

Special authorization is required by the SSDLD for any Air Freight shipments. All Air Freight shipments must be sent “Prepaid”. In the rare case of “Collect” Air Freight shipments, Supplier must contact SSDLD for approval prior to shipment.

**International Loading Procedures – Imports**

When loading an Ocean Freight container, the cargo must be under the specified weight restriction and evenly dispersed throughout the container with proper blocking and bracing. If multiple items are on a PO, the container must be loaded complete with one item before the next item on the PO is loaded into the container; a Packing List and the Container Load Plan must be included on one of the tail-loaded cartons for each order in the container.

**Container Guidelines**

<table>
<thead>
<tr>
<th>Size</th>
<th>Minimum Cube</th>
<th>Maximum Weight</th>
</tr>
</thead>
<tbody>
<tr>
<td>20’ Dry Container</td>
<td>26 CBM</td>
<td>16,783 KG</td>
</tr>
<tr>
<td>40’ Dry Container</td>
<td>56 CBM</td>
<td>19,958 KG</td>
</tr>
<tr>
<td>40’HC Dry Container</td>
<td>67 CBM</td>
<td>19,958 KG</td>
</tr>
<tr>
<td>45’ Dry Container</td>
<td>75 CBM</td>
<td>19,958 KG</td>
</tr>
</tbody>
</table>

**International Freight Compliance Requirements**

Southern States is committed to meeting the rules and regulations of U.S. Customs and Border Protection and other governmental agencies, including (without limitation): Environmental Protection Agency, Food and Drug Administration and Federal Communications Commission for all Import activities. In the event that products sold to Southern States are in violation of any regulations, the Supplier shall be responsible for any and all penalties levied against Southern States and all costs associated with corrective actions.
Quantities

Supplier shall not ship product that is not manifested or listed on the Commercial Invoice. All product shipped must be listed on the Commercial Invoice with the sales price, regardless of whether the product is being shipped “Free of Charge” or to compensate for a shortage on a prior shipment.

Free of Charge Goods

If the Supplier/Shipper includes “Free of Charge” items, such as: spare parts, promotional items, or other articles not included in the cost of the merchandise, the free items must be listed as a separate line item on the Commercial Invoice. The commercial value (what would be paid for an identical item) must appear on the Commercial Invoice. It is acceptable to put “Free of Charge” on the invoice for identification purposes, but the price that would be paid for the identical item must be listed. The Supplier/Shipper is responsible for providing documentation to support the value assigned to the “Free of Charge” items if requested by Southern States.

CONTACTS:

<table>
<thead>
<tr>
<th>Questions Regarding</th>
<th>Contact</th>
<th>Phone Number/Email</th>
</tr>
</thead>
<tbody>
<tr>
<td>Import Transportation/Logistics</td>
<td>Warren Miller</td>
<td>(804) 281-1512</td>
</tr>
<tr>
<td></td>
<td></td>
<td><a href="mailto:warren.miller@sscoop.com">warren.miller@sscoop.com</a></td>
</tr>
<tr>
<td>Product Packaging</td>
<td>Warren Miller</td>
<td>(804) 281-1512</td>
</tr>
<tr>
<td></td>
<td></td>
<td><a href="mailto:warren.miller@sscoop.com">warren.miller@sscoop.com</a></td>
</tr>
<tr>
<td>Extended Shipping Windows</td>
<td>Joe Van Voorhis</td>
<td>(804) 281-7048</td>
</tr>
<tr>
<td></td>
<td></td>
<td><a href="mailto:Joe.van.voorhis@sscoop.com">Joe.van.voorhis@sscoop.com</a></td>
</tr>
<tr>
<td>Carton Packing &amp; Labeling</td>
<td>Warren Miller</td>
<td>(804) 281-1512</td>
</tr>
<tr>
<td></td>
<td></td>
<td><a href="mailto:warren.miller@sscoop.com">warren.miller@sscoop.com</a></td>
</tr>
<tr>
<td>Accounting</td>
<td>Gina Graves</td>
<td>(804) 281-1658</td>
</tr>
<tr>
<td></td>
<td></td>
<td><a href="mailto:Gina.graves@sscoop.com">Gina.graves@sscoop.com</a></td>
</tr>
</tbody>
</table>

Railroad Shipments (Non-Bulk)

Shipper Must Order Railroad Cars for Loading
The Railroads require EDI for ordering empty cars for loading. Shown below are telephone numbers and website addresses that will take empty car orders or will assist in getting setup for EDI car ordering.

<table>
<thead>
<tr>
<th>Railroad</th>
<th>Phone Number</th>
<th>Website Address</th>
</tr>
</thead>
<tbody>
<tr>
<td>BNSF RR</td>
<td>800-234-8440</td>
<td><a href="http://www.bnsf.com">www.bnsf.com</a></td>
</tr>
<tr>
<td>CSXT RR</td>
<td>877-744-7279 Option 5, Option 6</td>
<td><a href="http://www.shipcsx.com">www.shipcsx.com</a></td>
</tr>
<tr>
<td>NS RR</td>
<td>404-658-2342</td>
<td><a href="http://www.nscorp.com">www.nscorp.com</a></td>
</tr>
<tr>
<td>UP RR</td>
<td>800-272-8777</td>
<td><a href="http://www.up.com">www.up.com</a></td>
</tr>
</tbody>
</table>

**Railroad Customer Service Centers**

<table>
<thead>
<tr>
<th>Railroad</th>
<th>Phone Number</th>
<th>Additional Options</th>
</tr>
</thead>
<tbody>
<tr>
<td>BNSF RR</td>
<td>888-428-2673, Option 2</td>
<td></td>
</tr>
<tr>
<td>CSXT RR</td>
<td>877-744-7279, Option 5, Option 6</td>
<td></td>
</tr>
<tr>
<td>NS RR</td>
<td>800-635-5768</td>
<td></td>
</tr>
<tr>
<td>UP RR</td>
<td>800-272-8777, Press # key</td>
<td></td>
</tr>
</tbody>
</table>

**Railroad contact at Southern States Cooperative, Richmond, VA Headquarters:**
Shauna Gholson - 800-872-3411 Option #2.

**Southern States Distribution Center Locations and Contact Information**

**Cloverdale, VA Distribution Center**

1796 Lee Highway South
Cloverdale, VA
24077

**Main Contact Number:** 540-992-1100
Manager       Tony Allgeier       Ext. 4211
Sr. Supervisor Jody Freeman       Ext. 4217
Supervisor    David Croom        Ext. 4220
Seed and Crops Randy Jenkins      Ext. 4224
                   Norman Jones      Ext. 4216
Receiving Appointments & Returns Oliver Quinn     Ext. 4219

*Driving Directions*
I-81 to Exit 150A.
At light (Route 11 South) turn right.
DC is on the left 1 mile south.

**Westfield, MA Distribution Center**

323 Lockhouse Road
Westfield, MA
01085

**Main Contact Number:** 413-568-9201 or (800) 410-8321
Manager       Joe Aldridge       Ext. 4317
2nd Shift Supervisor Nick Vincent       Ext. 4342
Seed          Bruce Duval        Ext. 4327
Receiving Clerk Shelia Burns       Ext. 4331
Receiving Supervisor (Vacant)      (Vacant)
Returns       Bob Gibson         Ext. 4351

*Driving Directions*
Mass Pike (I-90) to Exit 3.
Take a right off the exit.
Take first right onto Arch Road.
Arch Road becomes Lockhouse Road.
DC is approximately 2 miles on the right.