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 on-line by visiting [http://southernstates.com/docs/ssclogisticsguide.pdf](http://southernstates.com/docs/ssclogisticsguide.pdf)
Supplier Charge-Backs for Distribution and Logistics Related Expenses

Additional freight and/or labor expense, or expense related to the neglect of the Supplier / shipper to read, understand, and apply directions contained in this document may result in a charge-back as defined below. The Charge Back may occur on a Supplier invoice other than that for which the freight expense was related and will be accompanied by documentation deemed necessary by the Southern States Distribution and Logistics Department.

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>Lack of Packing List with delivery</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 that is not on PO</td>
<td>$250 per incident</td>
</tr>
<tr>
<td>Shipping without a Corporate PO</td>
<td>$250 per incident, plus additional freight expense</td>
</tr>
<tr>
<td>Failure to include SSC purchase order number in reference field when shipping parcel (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 package dimensions when shipping parcel (length, width and height)</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>Shipping using incorrect freight terms</td>
<td>$250 per incident, plus additional freight expense</td>
</tr>
<tr>
<td>Shipping using unauthorized carrier</td>
<td>$250 per incident, plus additional freight expense</td>
</tr>
<tr>
<td>Collect shipment not routed through TMS</td>
<td>$250 per incident, plus additional freight expense</td>
</tr>
<tr>
<td>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 receiving 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 1 year shelf life (exception per Buyer 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 approved backorders.

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 (“Fees”). It is the Supplier’s sole responsibility to inform any Carriers of this policy. Supplier shall be responsible for any Fees billed to Southern States other than those already agreed upon in writing by Southern States and the Supplier.
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 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 will 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 Purchase Orders and include that information on the Purchase Orders when transmitted to the Supplier. Orders may be transmitted by EDI, Fax, US Mail, Supplier Portal, or other means.
- Shipments contrary to Southern States Cooperative’s routing instructions will be considered FOB destination.
- If there is a conflict in Freight Terms or FOB Terms between the Southern States Supplier Agreement and the Purchase Order (Wholesale or Direct Order), the terms of the Purchase Order shall apply unless changed in writing by Southern States prior to shipment.
- If you are unsure about the freight terms of your shipments to Southern States or have questions related to FOB Terms, please contact the Transportation Department at 800-872-3411 opt. #1 prior to shipping.

Pallet requirements

All domestic shipments must be shipped on pallets per Southern State’s pallet requirements. Floor loading or shipping on slip sheets must be approved by the 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. Pallet Specifications:

- 48” long x 40” wide
- Notched stringers to create 4-way entry
- 7 top boards OR maximum of 4” spacing between boards
  - Two 4” or 6” lead boards
  - Five or more interior boards
- 5 bottom deck boards
  - Two 4” or 6” lead boards
  - Three or more interior boards
- Stringers may have block or companion board repairs, corrugate repairs, or plate repairs
  - Note: Center stringer repairs may only appear on one end of the pallet
- All dimensions are nominal

Temperature Sensitive Product

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

Southern States will remit payment based upon Southern States receiving records. Resolving variances between Southern States receiving records and Supplier shipping documents will be the responsibility of the 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 will apply to shipments with merchandise determined to be damaged or short pieces at the DC:

- At destination, Southern States will execute the delivery receipt copy of the Bill of Lading noting any visible shortage or damage. Additionally, if a seal was affixed at origin, 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 Supplier’s packaging unit (shrink-wrapped pallet, case, carton, etc.) that are not identified at the time of delivery and therefore not noted on the Bill of Lading 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 F.O.B. terms are ‘destination’ and the merchandise was shipped ‘PPD’, a deduction for the full cost of the merchandise will 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 F.O.B. 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 Bill of Lading, 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’, or ‘SLC’ even if the original Bill of Lading is not signed ‘SLC’ by the driver. If the driver is not permitted by the Supplier to sign the original Bill ‘SLC’, he is instructed to note this on the Bill of Lading along with the seal number affixed by the Supplier during loading.
- If the F.O.B. terms are ‘origin’ and the merchandise was shipped ‘collect,’ and the seal is broken at the time of delivery, no deduction will 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.
- **Southern States reserves the right to dispose of damaged merchandise after the 30 day period has expired.**

Questions concerning freight claims for merchandise shipped to a Southern States facility should be directed to the Claims Department at 540-992-1100 ext. 4219.
Loading Procedures

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

The Supplier is required to consolidate less-than-truckload shipments meeting the following requirements:
- Have the same origin and destination points
- Are available to be shipped within three days of each other

Live loads – The Supplier (shipper) is responsible for loading the trailer in a manner that allows the merchandise to travel as damage-free as possible.

Live loads shipping TL Freight 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 Southern States Transportation Department must be notified when routing request is made. Suppliers that require drivers to assist in loading their merchandise will be charged driver assist fees as administered by the carrier.

Drop trailers (Shipper Load and Count) – when picking up trailers that have been dropped at your facility and loaded prior to pick up, or trailers loaded without the driver’s assistance as specified above, the driver will sign the bill of lading “Shipper Load and Count” or “SLC.”

By signing the Bill of Lading “SLC,” the driver indicates that he 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 on 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>
</tr>
</thead>
<tbody>
<tr>
<td>BNSF RR</td>
<td></td>
<td>800-333-4686</td>
</tr>
<tr>
<td>CSXT RR</td>
<td></td>
<td>800-432-1032</td>
</tr>
<tr>
<td>NS RR</td>
<td></td>
<td>800-742-6313</td>
</tr>
<tr>
<td>UP RR</td>
<td></td>
<td>800-521-3253</td>
</tr>
</tbody>
</table>

Railroad Customer Service Centers

<table>
<thead>
<tr>
<th>Railroad</th>
<th>Customer Service Center</th>
<th>Phone Number</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, Option 9</td>
<td></td>
</tr>
<tr>
<td>UP RR</td>
<td>800-272-8777, Press # key</td>
<td></td>
</tr>
</tbody>
</table>
Bill of Lading Preparation

A Bill of Lading consigning a shipment to the proper Southern States destination must be provided to the carrier for each shipment. This bill of lading 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 purchase order number (Southern States requires that all PO numbers on the shipment are listed individually on each Bill-of-Lading)
- Delivery appointment date (if available)
- Delivery appointment time (if available)
- An accurate description of the merchandise being shipped
- Total weight and weight per item
- NMFC freight class for each item
- Hazmat Documentation (if applicable)*
- Lot #’s (if applicable)

* 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 shipper.

Bills of lading for all shipments to Southern States Distribution Centers must state “Delivery Appointment Required.” Bills of lading for LTL shipments made on pallets must reflect the number of pallets and total number of pieces per pallet. For example, the bill of lading 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 your shipment, all shipments must include a Packing List and have the Purchase Order 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 Purchase Order. The packing list must be placed on the first pallet that will be unloaded off the trailer. The Packing List must be visible and be enclosed in an envelope marked “Packing List”.

Supplier packing slip information must match actual product shipped. The Packing Lists must include the following information:

- Purchase Order Number
- Southern States SKU Number
- Supplier Part Number
- Quantity Ordered
- Quantity Shipped
- Lot numbers, if applicable
- Expiration dates, if applicable
- Supplier contact information
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 needed.

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 Purchase Orders may NOT be mixed in a Master Case Pack. Product that is palletized shall be sorted by Purchase Order number (if the same destination) and then by SKU number. Multiple destinations are not allowed to be mixed on a pallet. All of one SKU on a particular Purchase Order 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 of a Purchase Order is together and then all items with the same SKU are together. Shipments for more than one Purchase Orders may NOT be mixed on a pallet without prior approval from Southern States. If Purchase Orders are combined on a pallet, each Purchase Orders should be separated by a slip sheet or cardboard divider. 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 a Southern States location. Any load determined to have infestation violations present will be sent back to the origin at the Supplier’s cost and will include administrative charge backs.

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 our consumers and employees. Any Supplier found violating FDA regulations on inbound loads will be required to put a corrective action plan in place. This will include changes in their 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 Vendor shall be obligated to replace stale or spoiled goods. Pet food, bird seed and suet shipped to SSC with an expiration date must have 1 year shelf life from receipt date. SSC shall not offer for sale any perishable goods after the expiration date marked on the goods. Exceptions must be approved by Merchandise Buyer.
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 the accurate and scannable Bar Code labels, Southern States will print and apply labels at the Supplier’s expense (see the Chargeback Schedule on page 3). The activity of Southern States relabeling merchandise does not alleviate the manufacturer 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:

- The 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 bar code must be communicated to Southern States 90-days prior to change. You 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
Email: robert.mason@sscoop.com

Contact GS1 US for guidance, information and educational resources: http://www.gs1us.org/
GS1 US Corporate Offices GS1 US Customer Service
Princeton Pike Corporate Center 7887 Washington Village Drive, Suite 300
1009 Lenox Drive, Suite 202 Dayton, OH 45459
Lawrenceville, NJ 08648 Phone: (937) 435-3870
Phone (609) 620-0200 Fax: (937) 435-7317
Fax: (609) 620-1200 gs1us@us-council.org
Monday-Friday 8am to 5pm Monday-Friday 8am to 6pm
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.

UCC-12 (UPC-A)
Used to identify the retail item
SCANNED AT POINT OF SALE

EAN/UCC-14, Interleaved 2 of 5 (ITF)
Used for the first level of packaging above the retail item.
*NOT INTENDED TO BE SCANNED AT POINT OF SALE*

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 purchase order 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’ section below.)

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

Packing lists – packing lists must be provided for all shipments. The packing list must include:

- Supplier name
- Supplier stock number(s)
- UPC number
- Southern States destination address
- Ship date
- Total number of cartons shipped per line item
- Southern States purchase order numbers (Southern States requires that all PO numbers on the shipment are listed individually on each packing list)
- Southern States SKU number(s) with number of cartons shipped, per SKU, per P.O.

On truckload shipments, this form 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.

When shipping via an LTL carrier or UPS, 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 written here” on it.

Fragile Marking

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

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

Suppliers are required to ship in order to meet the requested delivery date as presented on the Purchase Order. LTL and all prepaid shipments will be considered as being shipped late if the shipment arrives beyond the requested delivery date. Collect Truckload Shipments will be considered late if the load was entered in the Transportation Management System with a ship date beyond the requested delivery date (see section titled Real Time Freight Transportation Management System below).

Southern States will refuse any shipment delivered more than one week prior to the requested delivery date found on the Purchase Order. The purchase order due date must be adjusted to reflect any earlier arrival.

When shipping prepaid Purchase Orders, it is the Supplier’s responsibility to notify Southern States on any order which does not meet the minimum order amount for prepaid freight on an order. Southern States may choose to either modify the Purchase Order or to allow the Supplier to ship the order collect. In the event that the Purchase Order 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 ‘Freight 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 ‘Freight 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 of Southern States distribution centers. Carriers will 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.

It is the responsibility of the Suppliers(s) who ship pre-paid to ensure that a delivery appointment is scheduled and that their carrier is on time. Carriers who arrive to their scheduled appointment time later than fifteen (15) minutes may have to wait to be unloaded, or may be required to have delivery rescheduled by the Southern States Distribution Center.

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 hours of free time to have their trailers loaded. The carrier will contact you 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 your bill of lading to avoid charge-backs for detention while loading Suppliers that exceed the allotted time will be charged detention charges as administered by the carrier.

Notification of Shipping Delays
The Southern States Distribution Center must be notified of any shipping delays that will result in your order(s) not being shipped in time to meet your scheduled delivery appointment. A list of Distribution Center locations and contact information is attached. The Southern States Transportation Department must be notified if shipping delays result in the load not being available for a 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 accessoril charges as administered by the carrier.

**Pre-paid Shipments**

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

All shipments require a delivery appointment before being received into any Southern States Distribution Centers. Carriers will not be permitted to deliver to a Southern States Distribution Facility without a delivery appointment. A list of Distribution Center locations and contact information is attached. Please note that it is policy that delivery appointments will not be scheduled and merchandise will not be received into a Southern States Distribution Center prior to the purchase order due date without buyer approval.

Include the following information when requesting a delivery appointment from the Distribution Center:

- Supplier name, ship point, contact information
- Purchase order number(s)
- Destination location
- Number of pieces
- Number of pallets
- Due date of purchase order(s)
- Date available for delivery

Suppliers who ship pre-paid may require that their carrier contact the Southern States Distribution Center and request an appointment prior to delivery. In this case, please provide the delivering carrier with the Distribution Center contact information needed to schedule appointments for delivery. Freight Pre-paid 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 we will try to accommodate your request. Suppliers who ship pre-paid are responsible to ensure their carrier is on time for all scheduled appointments. Carriers who arrive later than fifteen (15) minutes of their scheduled appointment time may have to wait to be unloaded sometime throughout the day or may be required to have its delivery rescheduled by the Southern States Distribution Center. Southern States reserves the right to refuse to allow deliveries by any prepaid carrier that routinely fails to meet delivery appointments.

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

Parcel Shipments – Collect Suppliers only (PPA & PPD suppliers are exempt)

These instructions only apply to collect purchase orders. Companies with pre-negotiated prepaid or prepaid & add shipping terms will be exempt from shipping collect.

Consolidation of Parcel shipments – if there will be more than one 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 40 lbs., please call the Transportation department before shipping.**

UPS (United Parcel Service) is Southern States Cooperative’s preferred parcel carrier for shipments equal to or less than **10 cartons with an actual or billable weight equal to or less than 250 lbs.**

Billable Weight is defined as the weight the shipment will be rated at with respect to the size of cartons/pieces within the shipment make-up. All parcel shipments, whether shipping ground or air, are subject to the rules of dimensional weight. If you are unsure of how to calculate dimensional weight, please refer to the Dimensional Weight section of your 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 lbs.

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 Southern States Transportation Department.

- Collect or Third Party shipping only applies if the Southern States purchase order reflects collect shipping terms. **Supplier/Vendors with PPA/PPD shipping terms will continue to ship using PPA/PPD.**
- Please make this billing option change in your UPS WorldShip or other automated shipping system. (Please contact your system administrator for assistance)
- Your shipping system’s address book should reflect SSC **billing** address exactly as listed below:
  
  Southern States  
  6066 West Broad Street  
  Richmond, VA 23230

The SSC purchase order number must be included for all packages in the following areas:
  ✓ Shipment detail section of your 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 SSC Transportation Department if you are unable to locate the reference fields or have questions regarding the SSC purchase order number.
A small package shipment is qualified as:

- Any one piece is smaller than 60 inches in length and/or
- Any one piece with no more than one side exceeding 30” and/or
- Any one piece is smaller than 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 70 lbs. If an individual carton’s actual or billable weight weighs more than 40 lbs., please call the Transportation department before shipping
- Any multiple-package shipment with a total actual or billable weight 250 lbs. 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 on page 2.

LTL Shipments

Shipments weighing greater than 250 lbs. or those less than 250 lbs. that cannot be shipped via UPS Ground should follow the routing instructions provided in the section titled Real Time Freight Transportation Management System below.

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

When shipping to Southern States via an LTL carrier, you must contact the carrier and make arrangements for pick-up. It is the Supplier’s responsibility to contact the carrier and coordinate the pick-up to meet the P.O. due date. The carrier will schedule the delivery appointment.

Truckload shipments

All orders require notification at least 2 business days in advance of your Purchase Order due date. When given less than 2 days, Southern States will try to accommodate your request.

If the shipment is a truckload, the carrier will contact Supplier prior to pick-up. If Supplier does not hear from the carrier at least 1-day prior to the purchase order due date, please notify the Southern States Transportation Department.

Please refer to the prior section of this guide titled ‘Loading Procedures’ for information concerning policies and procedures concerning loading trailers.

Please follow the routing instructions provided in the section Real Time Freight Transportation Management System below.
Purchase Order Requirements

Purchase Orders must be obtained and completed prior to Supplier shipping product. Acceptance is inclusive of the terms and conditions of the Southern States Vendor Agreement and all attachments and supplemental instructions delivered herewith and to current shipping, billing and routing instructions of Southern States Cooperative, as evidenced on each Purchase Order.

Shipments made contrary to Southern States Cooperative’s routing instructions will be considered FOB destination. Supplier’s failure to comply with each and every term and condition on the Southern States Vendor Agreement, Logistics Guide or the applicable Purchase Order shall constitute a default, and Southern States Cooperative may exercise any of the remedies herein. No terms in a Purchase Order 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 Vendors:

- A Corporate Purchase Order is required for every order at the time of ordering
- A Corporate Purchase Order 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 Purchase Order number (which will serve as the Corporate Purchase Order) when contacting vendors directly to place orders
Real Time Freight Transportation Management System

Effective March 1, 2013, Southern States contracted with Real Time Freight for the complete management of our inbound and direct to store collect freight. Real Time Freight will replace the Southern States Freight Routing Request Form and any related communications. PO information will be entered directly into the “Real Time Freight Supplier Portal” eliminating faxes and emails. This will streamline communication between Southern States and our partners. There is no cost for using the Real Time Freight system and training is available by signing on to your free account.

If your company does not have an account with Real Time Freight or if you have any questions, please contact a member of our Transportation Staff at 800-872-3411 opt. #1 or email routing@sscoop.com prior to shipping.

If you are unsure about the freight terms of your shipments to Southern States, please contact the Transportation Department at 800-872-3411 opt. #1 prior to shipping.

New Suppliers and users must contact Southern States Transportation Department to obtain a user name and password at 800-872-3411 opt. #1 or email routing@sscoop.com

Log into the Real Time Freight Supplier Portal using the following link:

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

Enter your user name and password.
Select **PO LOOKUP** then enter your Southern States Purchase Order numbers only and select **SEARCH**. If the system does not recognize the purchase order number you are using, please contact the Transportation Department at 800-872-3411 opt. #1 or email routing@sscoop.com.

You will be directed to the Load Detail screen to enter Purchase Order 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 your next order, you can use the drop down menu to make your selection. (optional)

**If you selected Truckload**

- Enter actual weight you are 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 you are shipping e.g. carton, stackable pallet or non-stackable pallet (required)
If you selected LTL
- Enter actual weight you are 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 on a pallet, 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
  - Select your 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 the 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 your entry is complete, select **RELEASE SHIPMENT**
Select OK when prompted and you will be returned to the Supplier Portal where you can enter another order or log out of the system. Your shipment request will be reviewed and routed by the Southern States Transportation Department.
International Shipping

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

Booking Requirements

All direct import shipments for Southern States are to be booked with our designated Forwarder. Bookings are to be made 60 days or more prior to the Purchase Order request date. Our Forwarder will handle the booking with the Ocean Carrier. The Supplier must book on-line with the assigned Freight Forwarder via the Forwarder’s online booking system. Contact your local Panalpina office for details. Panalpina office locator can be found at www.panalpina.com

Please note: If a booking can’t be made 60 days or more prior to the Purchase Order request date, the Supplier must obtain approval from the SSC Inventory Management Department. The Purchase Order request date is defined as the date the cargo is due to arrive at a Southern States facility.

SSC’S approved Freight Forwarder:

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

SSC’s designated Customs Broker is:

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

Document Requirements

A complete set of required Shipping Documents must be tendered to our designated Forwarder at origin within 72 hours of vessel sailing. These documents must be in accordance with SSC’s requirements and Purchase Order.

Product Liability Insurance

Should SSC purchase product from your company, we require a Certificate of Insurance naming Southern States Cooperative, its Subsidiaries, Affiliates and Managed Coops as the Certificate Holder and be included as additional insured. We request minimum limits of $1,000,000 each occurrence on the General Liability policy. Should the policy be cancelled before the expiration date, we request 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 been shipped. Do not prepare Commercial Invoice or Packing List documents until all containers are loaded and the contents are verified.

House Bill of Lading

An original HBL is required for all shipments booked or shipped by our 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 our 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 our Forwarder.

Note: Original bills of lading will not be issued unless shipping from a country that mandates originals are 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 Cooperative’s US Custom’s Broker with proper shipping documents.
Shipping Windows

SSC Purchase Orders are written with a request date. The Purchase Order is to be shipped (ex-factory) 45 days prior to the request date. If the Purchase Order cannot be shipped 45 days prior to the Purchase Order request date, or shipped short or over of the quantity on the Purchase order SSC’s Inventory Management Department is to be notified. Purchase Orders must be shipped complete. Authorization to ship split-shipments must be obtained from your SSC Inventory Management Department.

Special authorization is required by the SSC Logistics Office for all air shipments. All Air Shipments must be sent prepaid. In the rare case of collect air shipments, contact SSC’s Import Department for approval.

International Loading procedures – Imports

When loading a container, the cargo should be under the specified weight restriction and evenly dispersed throughout the container. If multiple items are on a Purchase Order, then the container will be loaded complete with one item before the next item for the PO is loaded onto 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>

Compliance Required

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

Quantities

Supplier shall not ship merchandise that is not manifested or listed on the commercial invoice. All merchandise shipped must be listed on the commercial invoice with the sales price, regardless of whether the merchandise is being shipped free of charge or to compensate for a shortage on a prior shipment.
Free of Charge Goods

If the Seller includes free items (no-charge) such as extra parts, promotional items, or other articles not included in the cost of the merchandise, the free item must be listed as a separate line item on the commercial invoice. The commercial value (what the company would have paid for an identical item) must appear on the 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 Seller is responsible for providing documentation to support the value assigned to the free of charge items if requested by Southern States Cooperative.


contacts:
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<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&lt;br&gt;<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&lt;br&gt;<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&lt;br&gt;<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&lt;br&gt;<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&lt;br&gt;<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 your empty car orders or will assist you in getting setup for EDI car ordering.

- BNSF RR: 800-234-8440<br>www.bnsf.com
- CSXT RR: 877-744-7279 Option 5, Option 6<br>www.shipcsx.com
- NS RR: 404-658-2342<br>www.nscorp.com
- UP RR: 800-272-8777<br>www.up.com

Railroad Customer Service Centers

- BNSF RR: 888-428-2673, Option 2
- CSXT RR: 877-744-7279, Option 5, Option 6
- NS RR: 800-635-5768
- UP RR: 800-272-8777, Press # key

Railroad contact at Southern States Cooperative, Richmond, VA.
Shauna Gholson 800-872-3411 Opt. #2
Southern States Distribution Center Locations and Contact Information

**Cloverdale, VA Distribution Center**

1796 Lee Highway South  Cloverdale, VA 24077  
Contact number 540-992-1100  
Manager  Joe Aldridge  ext. 4313  
Asst. Manager  Kevin Miles  ext. 4217  
Seed and Crops  Randy Jenkins  ext. 4224  
Norman Jones  ext. 4216  
Receiving Appointments & Returns  Danielle Kiefner  ext. 4219  

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

**Louisville, KY Distribution Center** (Please note new address effective February 15, 2010)

7200 Global Drive Louisville, KY 40258  
Contact number 502-937-3780 or 888-775-9234  
Manager  Joe Carta  ext. 4120  
Asst. Manager  (Vacant)  ext.  
Plant Operations  Henry Moore  ext. 4122  
Seed  Norman Jones  540-992-1100 ext.4216  
Receiving  Jessica Collet  ext. 4126  
Shipping and Returns  (Vacant)  ext.  
Receiving Appointments  Destynee Brannon  ext. 4125  

Driving Directions:  
I-65 South to Gene Snyder Freeway, 841 West, until it ends and changes over to the Greenbelt Hwy. Go approx. 3-4 miles and take a left on Global drive. The DC is located on the left, third building from the corner of Global drive.  

**Westfield, MA Distribution Center**

323 Lockhouse Road Westfield, MA 01085  
Contact Number: 413-568-9201 or (800) 410-8321  
Manager  Joe Aldridge  ext. 4317  
Asst. Manager  Tom Flynn  ext. 4342  
Seed  Bruce Duval  ext. 4327  
Receiving  Shelia Burns  ext. 4331  
Shipping  (Vacant)  
Returns  Bob Gibson  ext. 4351  

Driving Directions:  
Mass Pike (I90) to Exit 3. Take a right off the exit. Take first right onto Arch Road. Arch Road becomes Lockhouse Road. The DC is approximately 2 miles on the right.