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2.0 Purchase Order (PO) Requirements

2.1 General Instructions

- Buyers do not provide any copies of PO. Purchase Order Management (POM) team provides initial copy of PO for confirmation of details.
 - Business unit name (DSW, DSW Leased, & DSW.com)
 - Vendor name
 - Company buyer's name
 - Season of the PO/item (i.e. "F09" = Fall 2009)
 - Item order, delivery, start-ship, and cancellation dates
 - PO number
 - PO commercial and freight terms (terms used to specify invoice and freight payment methods)
 - Vendor item style number and color description for confirmation
 - Unit cost (Company cost for the item) added to PO at point of sale.
 - Size run and packing instructions
 - Prepack code (when indicated on order)
- Sample PO form:

PO # 38786		APPROVED		DSW Inc.		Vendor Copy		Page 1 of 3	
DSW Inc. 4150 E. Fifth Avenue Columbus, Ohio 43219 Phone (614) 237-7100		Business Unit: DSW Department: 1020 Mens Boots Vendor: Vendor: Purchase Agreement Per:		Order Date: 26-JUL-2007 Ex Factory / Start Ship: 16-AUG-2007 Delivery Date: 27-AUG-2007 Cancel / Not Shipped Before: 26-AUG-2007		FOB: W/M/N Terms: Net 30 days Ship Complete Or Cancel: YES Buying Agency Agreement: NO		Pre Ticket: NO EDI: NO Boys: Order based on approval of confirmation samples of each shoe color: NO in size: Label and tag as per NO CHARGE: Note 1 tag DSW must be marked on the product inside the right shoe. NO	
Bill To: CDB-Adv Accounts		Ship To: DSW DC 4150 East Fifth Avenue Columbus, OH 43219		Vendor Instructions:					
PO Totals		Unit Cost	Cases	Pairs					
		\$88,518.68	296	1236					
Item Information									
ESN	7 Digit	Item Description	Vendor Style	Vendor Color	Unit Cost	Class	Sub Class	Color Code	Pairs
0000000166275148321715		4308 INSPIRED MOC TOE BT	4308	ARISEL	\$68.88	0020	0070	290	3606-1 25 150
0000000166275148321715		4308 INSPIRED MOC TOE BT	4308	ARISEL	\$68.88	0020	0070	290	3606-1 25 150
0000000166275148321715		4310 INSPIRED MOC TOE BT	4310	NEW TAN	\$68.88	0020	0070	210	3606-1 25 150
0000000166275148321715		4310 INSPIRED MOC TOE BT	4310	NEW TAN	\$68.88	0020	0070	210	3606-1 25 150
0000000166275148321715		4307 ORIGINAL MOC BT MESH	4307	WALNUT	\$59.38	0020	0070	210	3606-1 25 150
0000000166275148321715		4307 ORIGINAL MOC BT MESH	4307	WALNUT	\$59.38	0020	0070	210	3606-1 25 150
0000000166275148321715		4305 ORIGINAL MOC BT MESH	4305	EPIC/DM	\$59.38	0020	0070	290	3606-1 3 18
0000000166275148321715		4305 ORIGINAL MOC BT MESH	4305	EPIC/DM	\$59.38	0020	0070	290	3606-1 3 18
0000000166275148321715		4300 EVOLVED PLAT TOE BT	4300	BLACK	\$64.18	0020	0070	1 301	3606-1 25 150
0000000166275148321715		4300 EVOLVED PLAT TOE BT	4300	BLACK	\$64.18	0020	0070	1 301	3606-1 25 150
Size Information									
DSW Prepack Code	Size	68.5	69.5	70.5	71.5	72.5	73.5	74.5	Total
906-1	M	1	1	1	1	2			6
906-1	M				2	1	1	1	6

IMPORTANT NOTICE TO ALL VENDORS: This Purchase Order (PO) is subject to Buyer's General Terms and Conditions of Purchase, the vendor requirements and guidelines, and the POI (Domestic Footwear & Accessories) Logistics Guide (collectively "Terms"). By accepting this PO, the vendor acknowledges, consents and agrees to be bound by the terms and conditions of this PO and Terms. If you do not agree with the terms of the PO or the Terms, do not accept or fulfill this PO. If this PO is a written confirmation of a verbal order, Vendor agrees that these Terms control. Different or additional terms proposed by the Vendor are expressly rejected and shall not be part of the transaction.

For additional information concerning this PO or logistics compliance, please visit the DSW Vendor website at <http://www.dsw.com/vendor>. POs can be validated 5 days prior to "Start Ship" date. For validation, please email DSW's Domestic Transportation Department at dt@dsww.com or call (614) 238-4548. PO routing requests can be obtained via the Vendor website, email, or direct request. Requests via fax can be sent to (614) 238-4212. Attn: DSW Domestic Transportation.

2.1 General Instructions continued following pages



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- Vendors must provide Purchase Order Management Team (POM) with the correct vendor style name/number and NRF color code of the merchandise for entry into the Company PO system within **15 business days** following receipt of the PDF approval copy of the PO by the vendor. This information can be forwarded to the Company via email. Failure to provide this information within 15 business days may result in a chargeback.
- Hazardous Materials Identification & Labeling Requirement: All vendors are required to comply with U.S. Department of Transportation (DOT) Hazardous Materials Regulations (49 CFR Parts 171–180) for any product classified as hazardous material (Hazmat).
- UPC enabled vendors must ensure the transmission of corresponding UPC codes for PO items either directly to DSW (832 Direct) or to an on-line catalog (GXS or Intertrade) within the same time period. Failure to load this information within 15 business days may result in a chargeback.
- Additionally, the Company will request that all UPC enabled vendors establish a data trading agreement that allows the use of the vendor's UPC codes for PO merchandise. EDI/Vendor Compliance will contact the vendors requesting access to their online UPC catalog (GXS, InterTrade) data. UPC code information can be transmitted to DSW via 832 Direct transmission. The specifications for the 832 Direct transmission are in the EDI section of the DSW Vendor Website.
- On POs sourced to a UPC enabled vendor merchandise must be labeled with the vendor's UPC tag.
- To be setup for UPCs, please contact DSW_POM_VendorCompliance@dswinc.com
- UPC enabled Vendors are responsible for loading 12-digit UPCs into an online UPC Catalog
 - DSW can download vendor UPCs from GXS or Intertrade, below are contacts from GXS and Intertrade for assistance in setting up an online UPC Catalog
 - **GXS** - cataloguesupport@opentext.com
 - **Intertrade** - catalogue@intertrade.com
- Following receipt of vendor style ID, NRF color, and description of merchandise the Company will send the vendor a final copy of the PO (see sample above) via email and/or the 850 EDI transmission of the PO. The final copy/850 are the only documents to be used for fulfillment of a Company's order. Final copies will contain the following information, but it is not inclusive. - DSW style number and SKU number which are added to PO after receipt of vendor item description, color description, style, and color number.

2.1 General Instructions continued following pages



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2.1 General Instructions continued

- Vendors need to ensure all shoe boxes are labeled with the vendor's internal UPC bar-coded tag which matches the Company and vendor's style and color. (See section 3 page 1 for a sample of UPC code label.)
- The Company may request that merchandise be shipped pre-ticketed with retail price labels supplied by the vendor (typically non-EDI vendors). Pre-ticketing instructions are found on the PO in the vendor instruction section. Any questions concerning preticketing requests should be directed to POM EDI/Vendor Compliance Department
DSW_POM_VendorCompliance@dswinc.com.
- When pre-ticketing merchandise, the vendor will apply all retail price tickets prior to merchandise shipment. Questions concerning price tickets and/or placement instructions need to be addressed to DSW_POM_Vendor Compliance DSW_POM_VendorCompliance@dswinc.com.
- Any exceptions to PO preparation or packing instructions/specifications need to be approved, in writing, by the Buyer team prior to merchandise shipment.
- Vendor style and/or color substitutions are not permitted without the prior approval of the Company Buyer.
- Terms and Conditions of Purchase are outlined on the reverse side of the PO. Additional copies of the PO terms and conditions can be obtained by visiting the Company's vendor website at: <https://www.designerbrands.com/vendors/>.
- The Company uses five buying unit designators to identify the responsible entity for PO sourcing:
29 – indicates DSW stores
58 – indicates DSW.com

The Company buyer is responsible for indicating the correct buying unit on the PO.

2.2 Merchandise Configuration Types (Packing & Ticketing Methods)

- The Company specifies three types of merchandise packing configurations; 1 – prepacked or musical (solid style, color, and assorted sizes merchandise), 2 – closeout/closeout-take all (mix of vendor prepacked and single style, color, and size merchandise), and 3 – unit based (solid style, color, size, and dimension). The Company PO will indicate merchandise packing instructions by size and quantity in the "Pack Code" and "Size Run" sections. Questions concerning specific merchandise configuration will need to be forwarded to the EDI/Vendor Compliance team prior to merchandise shipment.

Merchandise Configuration continued following pages



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2.2 Merchandise Configuration Types (Packing & Ticketing Methods)

- Merchandise from different orders, styles, or colors cannot be configured in the same shipping carton and may be subject to chargeback.
- Any merchandise (accessories or footwear) requiring shipping cartons smaller than the Company's accepted dimensions need to be master packed into larger cartons per Section 4.1 and 4.2. All questions regarding this requirement need to be addressed to the Company's Vendor Relation team.
- Vendors receiving orders without any merchandise configuration instructions need to notify the appropriate Purchase Order Management (POM) Specialist.