

Terms and Conditions

This Agreement ("Agreement") is made and entered into by and between you ("Customer") and United Parcel Service Inc., an Ohio Company ("UPS").

This Agreement sets forth the terms and conditions under which UPS will provide the pickup and delivery services with the Incentives set forth below ("Services"). The Services are further described in the applicable UPS® Rate and Service Guide ("Service Guide") and UPS® Tariff/Terms and Conditions of Service ("Terms") applicable to the United States in effect at the time of shipping. All Services provided by UPS are governed by the terms of the Service Guide and Terms in effect at the time of shipping, each of which are incorporated here by this reference. The Service Guide and Terms are subject to change at any time without prior notice. In the event of a conflict or inconsistency between the Service Guide or the Terms and this Agreement, the terms of this Agreement shall control as to the incentives ("Incentives") applied to the Services.

UPS will provide Customer with Incentives ("Incentives") as set forth in **Addendum A** and **Addendum B**. These Incentives shall only be available to Customer and shall only be applied to a single UPS account. Customer is prohibited from reselling or offering Services or Incentives to any other party without the prior written consent of UPS and failure to comply with this prohibition may result in immediate cancellation of this Agreement. Customer acknowledges and agrees that the Incentives set forth in **Addendum A** and **Addendum B** represent a percentage discount from the Daily Rates in effect at the time of shipping available at www.ups.com and are subject to change based on changes to such Daily Rates. Customer acknowledges that the Incentives apply only to the base transportation rates set forth in the Daily Rates, except as otherwise set forth in this Agreement, and do not include Value-Added Services, Other Charges or other fees, accessorial charges or surcharges that may apply to a Customer or shipment (collectively, "Additional Charges"). Each eligible package (or shipment) will receive its applicable Incentive for the term of this Agreement.

See **Addendum A** for the US 48 States Origin Incentive Schedule; see **Addendum B** for the Alaska and Hawaii Origin Incentive Schedule.

UPS may, at any time and in its sole and unlimited discretion, terminate, modify, suspend, extend or discontinue all or part of the Services, Incentives, or this Agreement without liability to Customer or any third party, either by notice posted at www.ups.com, notice provided directly to Customer, or notice otherwise reasonable under the circumstances. This Agreement will remain in effect until such time as UPS provides such notice of termination of the Incentives, the Services or this Agreement.

Customer agrees that it shall be bound by the terms set forth in this Agreement by accepting these terms through clicking "I accept". This Agreement shall be effective as of the date Customer indicates its acceptance by clicking "I Accept". This Agreement supersedes all other agreements between Customer and UPS regarding these Services.

Addendum A – US 48 States Origin Incentive Schedule

All incentives contained in this document apply to the most recently published Daily Rates at the time of shipment and shall be applied on a weekly basis. The published Daily Rates can be adjusted periodically pursuant to the terms and conditions of the Carrier Agreement. Incentives for Services included in this document are applicable to all shipments paid for by accounts that are party to this agreement unless otherwise specified. For the purpose of determining the Tier incentive, activity from each account number shall be calculated independently.

Service Grouping Descriptions

Domestic Next Day includes

UPS Next Day Air®
UPS Next Day Air Saver®

Domestic 2 Day includes

UPS 2nd Day Air A.M.®
UPS 2nd Day Air®

Domestic 3 Day includes

UPS 3 Day Select®

Domestic Ground includes

UPS® Ground - Commercial
UPS® Ground - Residential

International Export includes

UPS Worldwide Express® - Export
UPS Worldwide Saver® - Export
UPS Worldwide Expedited® - Export
UPS Worldwide Express Freight™ - Export
UPS Standard™ to Mexico

International Import includes

UPS Worldwide Express® - Import
UPS Worldwide Saver® - Import
UPS Worldwide Expedited® - Import
UPS Worldwide Express Freight™ - Import
UPS Standard™ from Mexico

International Canada Standard includes

UPS Standard™ to Canada
UPS Standard™ from Canada

Promotion Account Bid Information

Promotion ID: C11

Bid Start Date: June 3, 2017

Bid End Date: March 9, 2047

Staging Type: Fixed Duration

Stage 1: 1 Week

Stage 2: End of Stage 1 through Bid End Date

Stage 1 - Incentives Off Effective Rates

Each eligible package will receive an incentive per the following schedule during Stage 1 of the agreement. These incentives apply to all zones unless otherwise specified.

Services	Domestic				International		
	Next Day	2 Day	3 Day	Ground	Export	Import	Canada Standard
Incentives	32%	29%	35%	10%	34%	22%	11%

Stage 2 - Tier Incentive

Each eligible package or shipment will receive an incentive per the following schedule based on a 13-week rolling average of eligible packages tendered to UPS. These incentives apply to all zones unless otherwise specified. The band determination is based on the average base transportation charges per week (excluding Additional Charges, unless otherwise specified). The Incentives will be administered on a weekly basis. Incentives apply to the following billing options: prepaid, freight collect, third party, undeliverable, UPS Returns® and UPS Returns® third-party (where applicable) letters, documents, paks and packages.

Base Weekly Transportation Charges - Bands	Domestic		International		
	Next Day	2 Day	Export	Import	Canada Standard
\$ 2,000.00 or more	52%	49%	55%	43%	19%
\$ 1,600.00 - \$ 1,999.99	50%	47%	53%	41%	18%
\$ 1,200.00 - \$ 1,599.99	48%	45%	51%	39%	17%
\$ 1,000.00 - \$ 1,199.99	46%	43%	49%	37%	16%
\$ 800.00 - \$ 999.99	43%	40%	46%	34%	15%
\$ 400.00 - \$ 799.99	38%	35%	40%	28%	13%
\$ 100.00 - \$ 399.99	32%	29%	34%	22%	11%
\$ 0.00 - \$ 99.99	27%	24%	28%	16%	9%

For the first week, the total actual base transportation charges per week from all eligible committed services will determine the incentives per the schedule. After the first week, average weekly based transportation charges per week will be based on the most recent 13 weeks (once 13 weeks have been accumulated excluding the current billing week). Average weekly base transportation charges per week is defined as the base transportation charges per week from all eligible and committed services for the given time period divided by the number of week(s) in the time period.

Stage 2 - Additional Incentives

UPS will also apply additional incentives to the following services:

Services	Zones	Incentives
Domestic 3 Day	All	35%
Domestic Ground	2-8	10%

Stages 1 & 2 - Accessorials	Domestic	
	3 Day	Ground
UPS Smart Pickup®		
Domestic - Residential Surcharge	100%	100%
Domestic - Delivery Area Surcharge Commercial Domestic - Delivery Area Surcharge Residential	100%	100%
Delivery Area Surcharge Commercial Extended Delivery Area Surcharge Residential Extended	0%	0%

Stages 1 & 2 - Other Accessorials	Incentives
UPS Smart Pickup®	\$5.00 Off Effective Rates
Domestic - UPS Access Point™ Hold Service Domestic - UPS Access Point™ Economy Service - Usage Fee	100%

Stages 1 & 2 - Dimensional Weight

UPS will apply the Dimensional Weight factor (Custom Divisor) below for any package shipped using the indicated service to the indicated zone. All other services and/or zones not specified will be billed using the Dimensional Weight divisor set forth in the UPS Rate and Service Guide in effect at the time of shipment. UPS reserves the right to re-evaluate the package characteristics and adjust the Dimensional Weight (Custom Divisor/Custom Cubic Inch Threshold) accordingly upon 30 days written notice to Customer.

Service(s)	Zone	Dimensional Weight (Custom Cubic Inch Threshold)
Domestic 3 Day Domestic Ground UPS Standard™ to Canada	All	1729

Stages 1 & 2 - Minimum Net Shipping Charge

For each shipment, the customer agrees to pay the greater of the (a) net shipment charge based on the above incentive or (b) the Minimum Net Shipment Charge.

Service(s)	Minimum Net Shipment Charge
UPS® Ground – Commercial	UPS® Ground – Commercial Zone 002 1 lbs.
UPS® Ground - Residential	UPS® Ground – Residential Zone 002 1 lbs.
UPS 3 Day Select®	UPS 3 Day Select® Zone 302 1 lbs.
UPS Standard™ to Canada	UPS Standard™ to Canada 1 lb. for the respective zone
UPS Standard™ from Canada	UPS Standard™ from Canada 1 lb. for the respective

Stages 1 & 2 - Electronic PLD Bonus

The incentives detailed earlier in this Agreement include an Electronic PLD bonus up to the amount defined in the table below. Shipments tendered via non-Electronic PLD will not receive this bonus. At no point will non-application of the bonus result in net rates that exceed the published rates in effect at the time of shipment. The bonus will be applicable to all shipments paid for by accounts in this agreement.

Service	Domestic				International	
	Next Day	2 Day	3 Day	Ground	Export	Canada Standard Export
Electronic PLD Bonus	10%	10%	10%	5%	07%	10%

The following methods of providing UPS shipment information will be considered non-electronic for this agreement: Manifest Key Entered, Manifest Summary, Hundredweight Shipping Document, Paper Waybill, Air Shipping Document, Shipping Record (SRB/SRM), Consignee Billing Paper Books. All other shipment information will be considered electronic PLD.

Stages 2 - Additional Committed Services & Surcharges

In addition to the services listed within the Service Grouping Descriptions, the following services will be included to determine the customer's Base Weekly Transportation Charges Band: Hundredweight, UPS SurePost®, UPS Next Day Air® Early, UPS Worldwide Express Plus® - US Export, UPS Worldwide Express Plus® - US Import, UPS 3 Day Select® from Canada, and UPS® Ground with Freight Pricing. All 10 KG and 25 KG International Boxes and other pre-paid services are excluded from Customer's Base Weekly Transportation Charges Band determination.

The following transportation surcharges will also be included to determine Customer's Base Weekly Transportation Charges Band: Residential Surcharge, Delivery Area Surcharge, Remote Area Surcharge, Extended Area Surcharge and Large Package Surcharge.

Addendum B – Alaska and Hawaii Origin Incentive Schedule

All incentives contained in this document apply to the most recently published Daily Rates at the time of shipment and shall be applied on a weekly basis. The published Daily Rates can be adjusted periodically pursuant to the terms and conditions of the Carrier Agreement. Incentives for Services included in this document are applicable to all shipments paid for by accounts that are party to this agreement unless otherwise specified. For the purpose of determining the Tier incentive, activity from each account number shall be calculated independently.

UPS Savings Program for PayPal Users (Alaska Origin)

(Alaska Origin)

Total Weekly Gross Transportation Charges*	UPS Ground (Commercial and Residential)				UPS Next Day Air® & UPS Next Day Air Saver	UPS 2 nd Day Air® & UPS 2 nd Day Air A.M.®	UPS Worldwide Express® UPS Worldwide Saver® UPS Worldwide Expedited®		UPS Standard® (to and from Canada/Mexico)	
	Weight (Pounds)						Export	Import	Export	Import
	1-5	6-10	11-20	21-150						
\$0-\$49.99	8.50%	10.00%	15.00%	20.00%	16.00%	16.00%	8.00%	20.00%	5.00%	5.00%
\$50-\$349.99	9.00%	10.50%	15.50%	20.50%	20.00%	20.00%	15.00%	20.00%	6.00%	5.00%
\$350-\$499.99	9.50%	11.00%	16.00%	21.00%	22.00%	22.00%	18.00%	20.00%	7.00%	5.00%
\$500-\$749.99	10.00%	11.50%	16.50%	21.50%	24.00%	24.00%	21.00%	20.00%	8.00%	5.00%
\$750-\$999.99	11.00%	12.50%	17.50%	22.50%	26.00%	26.00%	24.00%	20.00%	9.00%	5.00%
\$1,000 and up	11.50%	13.00%	18.00%	23.00%	32.00%	32.00%	25.00%	20.00%	10.00%	5.00%

*The offer applies to shipping by such sellers when using a UPS shipping account assigned to the seller and registered during enrollment. Incentives applied each week will be calculated using a 13-week rolling average (excluding accessorial fees and surcharges unless otherwise specified), once 13 weeks of gross transportation charges have accumulated for each individual shipper, for eligible packages tendered to UPS. Incentives apply to Prepaid, Freight Collect, Third Party, Returns® and Undeliverable (where applicable) billed letters, documents, paks and packages. A minimum net package charge equal to a Zone 2, one-pound package will apply to all UPS Ground. For UPS Standard™ to Canada and UPS Standard™ from Canada packages, a minimum net package charge applies equal to the one-pound rate for the respective zone and respective service. The first tier of incentives (\$0-\$49.99) will be applied to all shipments tendered from the date of enrollment until the next occurring Saturday.

UPS may close the Savings Program to new members at any time. UPS may terminate the Savings Program for existing members at any time. All package shipment services are governed by the UPS Rate and Service Guide and the UPS Tariff/Terms and Conditions of Service in effect at the time of shipping.

UPS Savings Program for PayPal Users (Hawaii Origin)

(Hawaii Origin)

Total Weekly Gross Transportation Charges*	UPS® Ground (HI to US, Intra-Island) (Commercial)				UPS® Ground (HI to US, Intra-Island) (Residential)				UPS Next Day Air® (12)	UPS Next Day Air® (142, 144, 146), UPS Next Day Air® Saver, UPS 2 nd Day Air®	UPS Worldwide Express®, UPS Worldwide Saver®, UPS Worldwide Expedited®	
	Weight (Pounds)				Weight (Pounds)						Export	Import
	1-5	6-10	11-20	21-150	1-5	6-10	11-20	21-150				
\$0-\$49.99	4.00%	11.00%	14.00%	17.00%	2.00%	5.00%	8.00%	11.00%	26.00%	17.00%	17.00%	17.00%
\$50-\$349.99	4.50%	11.50%	14.50%	17.50%	2.50%	5.50%	8.50%	11.50%	29.00%	20.00%	20.00%	17.00%
\$350-\$499.99	5.00%	12.00%	15.00%	18.00%	2.80%	5.80%	8.80%	11.80%	30.00%	21.00%	21.00%	17.00%
\$500-\$749.99	5.50%	12.50%	15.50%	18.50%	3.00%	6.00%	9.00%	12.00%	31.00%	22.00%	22.00%	17.00%
\$750-\$999.99	6.00%	13.00%	16.00%	19.00%	3.50%	6.50%	9.50%	12.50%	32.00%	23.00%	24.00%	17.00%
\$1,000 and up	8.00%	15.00%	18.00%	21.00%	5.00%	8.00%	11.00%	14.00%	34.00%	25.00%	25.00%	17.00%

* The offer applies to shipping by such sellers when using a UPS shipping account assigned to the seller and registered during enrollment. Incentives applied each week will be calculated using a 13-week rolling average (excluding accessorial fees and surcharges unless otherwise specified), once 13 weeks of gross transportation charges have accumulated for each individual shipper, for eligible packages tendered to UPS. Incentives apply to Prepaid, Freight Collect, Third Party, Returns® and Undeliverable (where applicable) billed letters, documents, paks and packages. A minimum net package charge equal to a Zone 2, one-pound package will apply to all UPS Ground. The first tier of incentives (\$0-\$49.99) will be applied to all shipments tendered from the date of enrollment until the next occurring Saturday.

UPS may close the Savings Program to new members at any time. UPS may terminate the Savings Program for existing members at any time. All package shipment services are governed by the UPS Rate and Service Guide and the UPS Tariff/Terms and Conditions of Service in effect at the time of shipping.