

Pennsylvania

Step-by-step instructions to sell in the Keystone State

PLEASE NOTE: The following information is constructed to serve as a guideline for entry into the state. It is not purported to be legal advice. For specific compliance and legal inquiries, please seek independent legal counsel.

The Path To Pennsylvania

Prologue:

Pennsylvania is what is known as a <u>Control State</u>. This means that the state government, the Pennsylvania Liquor Control Board (PLCB), is actually the distributor and also a retailer. In working with Pennsylvania, LibDib is a broker and is paid based on a percentage (<u>by Tier</u>) for presenting the brands, negotiations and fulfillment.

LibDib currently submits products to the PLCB for

- 1. Premium Product Management and One Time Buys
- 2. Regular Stock listings 2X per year

We will continue to build out our capabilities within control states over time.

If Makers have relationships with on-premise accounts in PA, products are ordered via the PLCB's LOOP system.

Step 1: Sign up at LibDib.com

- <u>Pick a Plan</u>: Gold, Silver, Plus or Limited. <u>Click here</u> for side by side comparisons
- Brand new to distribution? Consider a one month Priority Onboarding Package. Email <u>makers@libdib.com</u> to sign up
- Upload your licenses and permits
- Add your brand and offerings, here's how: click here
- Set the price for offerings and submit, here's how: click here

Step 2: Compliance

PRO TIP: TTB and Home State Licensing can be entered in the Maker Profile, click on Compliance on the left hand side. (<u>here's how</u>) You can also enter your FedEx Alcohol Shipping Agreement here. This will copy the information to each market.

ACCOUNTS	Compliance Information					
Profile	Keep your license, permit and certificate information up to date here.					
Business Profile	Federal and Home State Licensing					
Compliance	Pederal and Home State Licensing Shown below are the details you have given us on your federal and home state licenses. Because these are so important, the latest information is shown on your main profile page and on the Compliance tab for each market. You can add or modify the information from any location.					
Account Status						
Addresses	Thank you for keeping your federal and home	state licenses and information up to date.				
Team Members	Federal Permit					
		2	3			
Notification Preferences	Entered	Pending	Ready			
	CO-S-15021 JH					
	Registry Number, if applicable					
	sz	AVE				
			Click To Add Document			
	State Producer Licenses					
	State Reseller Licenses					
		2	3			
	Entered	Pending	Ready			
	Colorado	•				
	42906420002 Manufacturer (distillery & rectifier)					
	SA	AVE				
			Click To Add Document			
	Fedex Alcohol Shipping Agreement					
	Only FedEx-approved, licensed alcohol shippers that I licensee shipping in the U.S. requires that the shipper	have entered into a FedEx Alcohol Shipping Agreement r must be a FedEx-approved alcohol shipper, the recipier	may ship alcohol via FedEx services. Licensee-to- nt must be a business entity that holds appropriate			
	alcohol licenses, and the shipment must otherwise co Delivery services.	omply with applicable laws. Shipments can move via Feo	dEx Express , FedEx Ground , or FedEx Home			
	I am using LibShip with my own FedEx Agreemen	nt	-			
	Issue Date					

To sell in Pennsylvania, LibDib requires the following documentation:

- All Makers:
 - Photocopy of TTB License of the distillery or winery
 - FedEx Alcohol Shipper's Permit. More information can be found <u>here</u>.
 - LibShip Certification
- In State Makers:
 - Photocopy of Pennsylvania State (home state) alcohol license
- Out of State Makers:
 - Photocopy of your home state alcohol license
 - Using ASE, MHW or Park Street or a Co-packer/contract distillery/winery?
 - LibDib needs the license of who gets paid. If the product is still owned by the co-packer at the time of purchase, that is the license that is needed.
- LibDib License Numbers

PRO TIP: On the platform, state specific information can be uploaded within the market under the Compliance Tab to "Additional Market Specific Permits." (<u>here's how</u>) If the TTB/State/FedEx licenses/permits are uploaded within your profile, these will be copied over to each market.

Home State Licensing and Federal Permits
Additional Market Specific Permits
Fedex Alcohol Shipping Agreement

- Set up your <u>LibShip account</u>. *LibShip accounts must be activated* before products go live in the marketplace.
- All Makers must agree to the Market Agreement in the Compliance Tab on the platform.

/	I have reviewed the Safe Shipping document and agree to ship product according to LibDib's Safe Shipping Guidelines.
	This includes using appropriate packaging materials and shipping to the "Ship to" location shown on my Fulfillment Order
	Notification. I understand any breakage that occurs in transit is my responsibility and will be handled and replaced within 2 business days.
1	I agree to accept (or reject), ship, and enter tracking information into the platform within 2 business days of receiving the Fullfillment Order Natification
~	I agree to maintain accurate and updated inventory (including vintages and availability). If I fail to ship within 2 business
	days or am unable to fulfill a sale of live offerings on two or more occasions, I understand LibDib has the right to remove
	my offerings from any and all markets.
/	No Shipment Fee: I agree to pay a \$25 No-Shipment fee if the sale of a live offering is refused for any reason. The fee may
	be waived if a replacement offering (i.e., new vintage, batch or replacement product) is accepted by the Buyer.
~	Makers that submit a Digital Request that is refused by the Buyer are subject to a \$50 fee.
~	I agree to only use LibShip when shipping my offerings for LibDib FFOs.
	AGREE

Step 3: Pricing Offerings

• Follow the <u>LibDib Pricing Guide</u> to achieve Maker pricing success. Pricing products for distribution is one of the most important pieces of the puzzle. The beverage

alcohol business is highly saturated and very competitive. Price too high, a Buyer will ignore. Price too low and a Maker's costs are not covered.

- Once your offerings are Live, the LibDib team will know they are available to submit to the PLCB.
- If your offerings are being considered by the PLCB, they will submit a negotiation via LibDib.
- For priority service, <u>Gold and Silver</u> members can touch base with their Portfolio Manager to prioritize and approve.

PRO TIP: The PLCB is the largest buyer of alcohol in the United States and often purchases larger quantities. To have the best shot and closing a deal, consider offering a 30-40% margin for the PLCB (work backwards from the suggested retail price). Please keep this in mind when negotiations begin.

Step 4: Shipping Corner (this is important!)

- Set up your <u>LibShip account</u>. LibShip accounts must be activated before products go live in the marketplace.
- To utilize LibShip, Makers must have a FedEx Alcohol Shipper's Agreement. Click <u>here</u> for more information on how to obtain the permit. The process takes about two weeks. Once received, Makers must place their shipper's permit license number in the compliance section for each market.

PRO TIP: Write "LibDib Maker" on your application for speedier service. If the process takes more than two weeks, please reach out to <u>libship@libdib.com</u> for assistance.

- More information about LibShip may be found <u>here</u>.
- Makers must complete this LibShip Training Certification.

Step 5: Submission and Negotiation

• Throughout the year, the LibDib team engages with various category managers at the PLCB. Based on their demands, we will submit offerings to them. If your offering is chosen, there is a sampling and negotiation period. If the offering is accepted then the timing for a PO will be determined and communicated to the Maker. Purchase Orders can be anywhere from 50-300 cases or more.

Step 6: Fulfill Orders and Get Paid

• Did you get an order? <u>Here's what you do next</u>.

- Makers will receive a Purchase Order, which LibDib calls a Fulfillment Order (FFO). Makers will be notified via an in-app alert and email. <u>An SMS message</u> notification can be sent as well.
- Makers are required to ship to the "Ship to Location" indicated on the ORDERS tab in your LibDib account and indicated on the FFO.
- There are specific case labeling details that the PLCB requires. Please ensure these instructions are followed, otherwise there could be an extra per case charge.

PRO TIP: It is the Maker's responsibility to ship to the specified location. If the product is not shipped correctly, it will be returned at Maker's expense and a reshipment is required. LibShip labels are pre-populated with the correct address.

• Once Makers receive the Fulfillment Order (FFO), they can log into their LibDib account and download <u>LibShip</u> Labels.

<u>Ship To:</u> LibDib c/o CA Inventory LDHQ 6980 Santa Teresa Blvd, San Jose, CA 95119 Delivery Instructions	Ordered: Delivered: Order #: Total:	02-11-21 1018884 \$250.98	Cancelled						
Hide Order Line Items Details									
	QTY @ PRICE	DISCOUNT	LIBDIB PAYS AMOUNT						
LibDib Winery, 2012 Chardonnay, Central Coast, 720 mL, Case of 6, Glass Bottle, Cork,	1 @\$250.98	\$0.00	\$250.98						
1. Shipments I Weight (in lbs) Ship From LibDib - FedEx* 24 LibDib Winery, 698	ADD NEW "SHIP FROM" ADDRESS CREATE LIBSHIP LABEL CANCEL								
+ ADD ANOTHER SHIPMENT									
2. Assign Line Items to Shipments									
LibDib Winery, 2012 Chardonnay, Central Coast, 720 mL, Case of 6, Glass Bottle, Cork, 14.0% ABV, SKU: 10006494	Shipment #1	Cas • 1	e in shipment						
3. Download Documents									
a. Attach WAREHOUSE IN-TAG 💩 outside the box									
4. Drop Off at a FedEx location									

- Makers are responsible for getting the shipment(s) into the hands of FedEx, either via drop off or pick up.
 - Makers can drop off at a <u>FedEx location</u>.
 - Makers also have the option to include the package(s) with their regular
 FedEx pick ups or schedule one if needed (more info <u>here</u>). *Note: Scheduling a pick up incurs may incur additional fee.*

- Makers will be billed by LibDib monthly for purchased LibShip labels and any applicable pickup fees; this bill will be separate from payment for product(s). LibDib reserves the right to deduct LibShip fees from A/P if they are not paid on time.
- LibDib's payment terms for Makers is 60 days. The "clock" starts ticking the day the order ships out.
- LibDib pays Makers via Bill.com. If you are new to LibDib, reach out to <u>billing@libdib.com</u> to get set up.
- Maker must submit an invoice to LibDib. Please email all invoices to <u>invoices@libdib.com</u>. If LibShip bills or any payables are outstanding to LibDib at the time payment is due, LibDib will deduct the amount owed from what is paid to the Maker.



Maker Checklist for LibDib Pennsylvania Distribution

□ Set up LibDib Account

🗆 Pick a Plan

Upload TTB License

□ Upload Home State License

□ Set up FedEx Account for LibShip

Complete LibShip Certification

□ Price and Submit Offerings into Market

□ Go Live notification means Offerings are available for submission.

□ Receive Communications from LibDib Team if Offerings are being considered.