

Cornerstone Brands, Inc. and Subsidiaries (Cinmar, Frontgate, Grandinroad, Garnet Hill, Ballard Designs, The Territory Ahead and Cornerstone Consolidated Services Group)

Domestic Inventory / Non-Inventory Vendor Electronic Payment Options Overview: The following 2 electronic payment options are available: Purchasing Cards/Visa & ACH/Paymode. Please see the details are below:

I.) Accepting Visa Purchasing Cards via ePayables

We have chosen Bank of America's ePayables purchasing card program to allow Cornerstone to automate payments to vendors and suppliers that accept Visa/MasterCard as a payments method, thus satisfying purchase requests via a Visa/MasterCard purchasing card from invoice information that already exists in our accounts payable application.

- Using the ePayables interface, we simply upload request (or, invoice) information to create corresponding purchase requests to fund cards automatically, rather than manually entering the requests.
- After a request is approved, the ePayables application uses its Active Card Control™ technology to make approved funds instantly available on the specified card. This enables Cornerstone to provide their vendors a zero-balance card, which can be charged only after payment has been approved and the corresponding ePayables file is sent to Bank of America.

You can think of the process as similar to your check process, but using purchasing cards. The typical application configuration uses the following features:

- ✓ Zero-balance cards and specifies automatic approval for requests
 - ✓ Single transaction limit set to correspond to the largest, open/unprocessed purchase request
 - ✓ Remittance advice is sent automatically to the appropriate vendor
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- **Next Steps**

When confirmed that the vendor will participate in the ePayables Visa/MasterCard purchasing card payment program, Cornerstone will provide the vendor with a credit card account number to keep on file. This card has unique security features, with \$0 of available funds until an invoice is approved for payment. Once that happens, an electronic remittance advice will be sent via e-mail along with approval to charge the card for that amount.

The contact information (Name, Phone Number, and Email Address) of the person that is responsible for handling this credit card should be included on the completed Vendor Setup Form.
 - **Frequently Asked ePayables Questions From Vendors**
 - “Why do I have to keep the card number on file?”

The new payment process keeps that card account with a credit limit of \$0 until an invoice has been approved for payment. Once it is approved, the card will be funded with the exact amount due and you will receive electronic confirmation that the card is ready to be charged. This technology makes keeping a card on file completely safe.

- “Can’t you just continue sending us checks?”
This is part of an effort to reduce checks to eliminate paper waste and inefficiencies. This will also decrease the time it takes to complete payment. Many vendors are already on this process and are finding it more convenient than handling a check.
- “Are there any fees associated with this?”
Payments will be processed as credit cards transactions, so your standard merchant fees will apply. We will not impose any direct fees as part of this new process.
- “We have several people who process payments, so I don’t want to give you just one person’s e-mail address.”

The payment advice can be sent to more than one person if you want to give me additional e-mail addresses. Also, some vendors establish a general e-mail alias that will forward the remittance to several people in your organization.

- “What are the benefits to us of taking payment via credit card?”
 - Expedite receipt of cash – funds are typically deposited within 48 hours of the transaction
 - Reduce collection costs associated with lost / misplaced checks
 - More efficiently address exception items

● **Sample Remittance Advice**

***** SAMPLE ELECTRONIC REMITTANCE ADVICE *****

From: Sample Company Name
 Sent: Fri 02/17/2008 6:27 PM
 To: Vendor Remittance Contact
 Cc:
 Subject: Sample Remittance Advice (0001006071-Vendor Ref)

To receive payment for the below referenced invoice(s), please charge the total amount of USD \$72,389.07 on your dedicated [bank] credit card with the account number ending in '2064'. By charging the amount shown as a single transaction within 72 hours you will reduce the possibility of payment complications.

If you have any questions or need assistance processing this payment, please contact Accounts Payable:

Email: Accounts Payable@sample.com
 Phone: 555-123-4567

Invoice, PO, Voucher Numbers	Amount
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Invoice: 518528610904A Voucher: 00199128	\$23,304.16
Invoice: 518528611004 Voucher: 00199127	\$25,889.00
Invoice: 518528611204 Voucher: 00199126	\$23,195.91
Total:	\$72,389.07

Internal record identifier: REQ00001002

II.) Accepting Electronic ACH Payments from PayMode®

We have chosen Bank of America's PayMode to make electronic ACH payments to vendors and suppliers.

A.) Participation in this initiative will yield many benefits to the vendor:

- **Fits with existing systems and banking practices** – PayMode requires no purchase of software, no modifications to your existing accounts receivable systems, and no changes to your bank or bank accounts.
- **Includes detailed remittance information** –
 - PayMode enables delivery of digital remittance information along with the payment for easier reconciliation.
 - Digital remittance information can be provided to the vendor in one of three methods:
 - An ACH credit with a CTX
 - On-line download options available through the PayMode application
 - Direct Accounts receivable integration with PayMode creating an output file that meets the vendor specifications
- **Saves time and money** –
 - PayMode reduces the labor, hassle, expense, and risk associated with checks and other traditional payment methods via an electronic ACH payment with immediate funds availability.
 - There is no charge to receive a payment from us via PayMode
- **Security**
 - PayMode utilizes the highest levels of encryption and electronic security available
- **Better control and predictability of cash flow**
 - Tracks inbound payments in real time to better manage available cash and working capital
 - Electronic payments through PayMode provide cash flow benefits by eliminating mail and paper check float.
 - An e-mail is sent by PayMode to the vendor when the funds are deposited into their bank account
- **History of payments** – A detailed history of all PayMode payments from Cornerstone Brands, Inc. will be at your vendor's fingertips on the PayMode website.
- **It is easy to sign up and get started** – Enrollment in PayMode is simple and takes less than ten minutes. You can enroll online at <http://www.bankofamerica.com/paymode/cornerstone> today.
 - Receiving payments, creating reports for viewing, updating account information and enrolling is all accomplished on-line via the above secure PayMode website
 - Required information to complete the enrollment includes:
 - EIN number
 - Bank transit routing number and Bank account number
 - Company profile data such as address and phone
 - PayMode vendor enrollment staff are available M-F, 8 am to 5 pm, ET to assist with the enrollment if the vendor prefers – toll free, 866-252-7366
- **Customer Support**
 - PayMode live customer support is available 8 am to 8 pm ET
 - Toll free 877-443-6944
 - Links to access Customer Support via email are on every screen of the PayMode application