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WESTWARD PARTS SERVICES LTD. (WPSL) POLICIES

General Matters

1. Original Equipment Manufacturers (OEM) part numbers are shown for reference purposes only, and it is not implied that goods supplied by WPSL are necessarily original equipment.
2. All catalogue pages and Master Price List prices are suggested list prices, with the exception of certain net priced items. (F.O.B. the supplying WPSL branch), and our prices, terms and discounts are subject to change without prior notice or obligation.
3. Our catalogue pages and Master Price List with the latest date supersedes any previous price lists.
4. Our prices DO NOT include the applicable Goods & Services Tax (GST), or any provincial sales tax.
5. Credit privileges will be suspended if our Terms and Conditions are not met.
6. All current orders will be held until all past due accounts have been settled in full.
7. Our acceptance of orders from an account, and our shipment of goods does not constitute an account as being an "Authorized Dealer".
8. "Authorized Dealer" is defined as: A dealer who is authorized to sell WPSL parts and/or wholegoods and has appropriate PPSAs and securities in place.

Terms & Conditions & Discounts

9. All sales are due as per the terms printed on the invoice.
10. Any warranty claim(s), whether against WPSL or any other person, partnership, firm or corporation do not and shall not affect the due date of monies owing to WPSL, or the service charge assessed as against any monies outstanding.
11. WPSL catalogue items have various Trade Discounts, which are set out by product codes on WPSL's current Discount Schedule. Should you have any questions about your Discount Schedule, please contact your WPSL Regional Parts Manager (RPM) or Customer Service Manager (CSM).
12. Parts for MacDon equipment are sold to Manufacturer Authorized Dealers only.

NOTE: For New Dealers signed during the year missing early parts order period and programming October 1 through February 15:

Any new dealer who signed with a PPSA can get free freight on order, current prices and annual order discounts and programs for that year as outlined in separate New Dealer terms bulletin.

13. Qualifying Dealers may earn a 5% Prompt Payment Discount, as per monthly statement, which is allowed only when accounts are paid in full, and received by us at our Red Deer location by the 15th day of the month in which the invoice is due. Prompt Payments made by credit card only receives 2.5% Prompt Payment Discount.
14. Accounts with invoices 60 days in arrears will be placed on credit hold and no further shipments made until account is cleared.
15. Valid Security Agreement - Inventory (PPSA) must be in place to cover all goods shipped by Westward Parts Services Ltd.

WESTWARD PARTS SERVICES LTD. (WPSL) POLICIES

Interest & Charges

16. It is expressly agreed that WPSL may, in their sole discretion, charge a periodic service charge of 2% per month, calculated on "outstanding" invoices (including any applicable GST/PST on such invoices) at respective due dates, which rate is equivalent to an effective annual rate of 24% per annum.
17. A charge of \$100.00 will be assessed whenever a cheque is not honoured upon presentation for payment.
 - 17.1 Special order items are non-returnable.
 - 17.2 There will be a \$25.00 service charge on all orders that request "Expedited Shipment Service" (ESS)
 - 17.3 "Direct Shipment" charges by our suppliers will be charged to a customer's order whenever they request a direct shipment from our supplier. These shipments are FOB the point of shipment.
 - 17.4 A \$50.00 after hours charge will be applicable for any orders requiring processing outside normal business hours.

Back Order Shipping

18. Except for back orders on Annual Stock Orders, unless advised otherwise, WPSL will ship "collect" all back order items as they become available. When possible, back orders will be shipped with Daily Orders.

Freight

19. All orders are F.O.B. the supplying WPSL branch, unless otherwise agreed to by WPSL in advance.
20. Any damages or shortages of goods after the bill of lading is acknowledged by the transportation company to be in good condition at time of pick up, cannot be considered WPSL's responsibility. Please check all incoming shipments for damages or shortages and if any are encountered, the driver should record and sign for these on the freight bill and a claim should be promptly initiated with the carrier. It is important any cartons, packing slips or any related data not be destroyed until inspection has been made by the carrier.

Warranty on Goods from WPSL's Catalogue

21. WPSL's liability under any express or implied warranty is limited to the net purchase price of any merchandise/goods proven defective, or at our option, limited to replacement of such merchandise/goods.
22. Warranty claims for items in WPSL's Catalogue must be made on a current WPSL "Warranty Application", fully completed and signed by the Dealer. If WPSL so directs, the warranty items must be returned prepaid to WPSL.
 - 22.1 Warranty applications and all other WPSL forms can be located on the dealer website.

Returns on Goods from WPSL's Catalogue

23. A Request to Return Merchandise Authorization (RMA) Number MUST be obtained from your branch CSM before any goods will be accepted for return.

Note: Any and all perishable goods such as rubber products, seals, O-rings, aerosols, electrical components, gaskets, paints, tires, belts, packaged goods that are not in their original package, etc. are not returnable notwithstanding that they may be included in our current catalogue pages.

Returned goods must have been purchased from WPSL in the last 2 years and be identified by invoice they were purchased on to be returnable. They must be in original packaging and in new and resalable condition.

WESTWARD PARTS SERVICES LTD. (WPSL) POLICIES

Returns on Goods from WPSL's Catalogue

- 24. All discontinued product lines, all special order items including vendor direct shipments, all goods designated "N/A" (not available), U-II & HCC pick-up reels and all items not in our current Master Price List are non-returnable.
 - 24.1 All MDA (attachments) items are non-returnable (or subject to MacDon approval and restocking charges at MacDon's discretion).
Any MDA items being returned upon MacDon's approval and request are to be shipped back to MacDon in Winnipeg prepaid and in saleable condition.

25. All display boards and the items originally purchased on such boards are non-returnable goods, notwithstanding that they may be included in our current catalogue pages.

26. No cash refunds will be paid on returns.

27. Yearly surplus return percentages are based on the total previous year (fiscal) Preseason Stock Order to a single location and are NOT subject to restocking charges. WPSL and MacDon parts are booked under separate programs and cannot be combined for yearly totals for percentage eligibility. MacDon surplus is calculated from the MacDon Preseason Stock Order total to a single location and the WPSL surplus return is calculated from the WPSL Preseason Stock Order total to a single location. Prompt pay discount will be deducted at the same percentage as earned on the Preseason Stock Order. Surplus returns will only be processed in the months of November, December & January.

Percentage of Total Preseason Stock Order Eligible to Return	Annual (how many) Stock Order Dollars Purchased
Excluding MDA Product	
5%	\$5,000–\$14,999
10%	\$15,000–\$29,999
15%	\$30,000–\$49,999
20%	\$50,000+

* Contact your Customer Service Manager (CSM) for eligible return totals.
These items may only be returned with a copy of the original Westward invoice.

- 28. Goods may only be returned after an RMA# has been assigned and:
 - a) Written permission has been granted in advance by WPSL prior of December 15th and returned prior to January 31st of the following year (45 days).
 - b) The purchasing invoices are identified by the dealer by invoice number and date;
 - c) The goods being returned are in "New and Resalable" condition;
 - d) The goods being returned are returned in complete package quantities and the packaging is in "New and Resalable" condition and;
 - e) The goods are returned prepaid.
- 29. All regular returns are subject to a minimum 15% restocking charge unless the return is made within 30 calendar days of the date of shipment OR an offsetting order of equal dollar amount accompanies the return request. Non Stock, Special Order and Non Returnable goods will not be accepted under any circumstances.
- 30. Parts returned that do not qualify will be returned to the dealer collect or scrapped upon written authorization.
- 31. Since our Regional Parts Managers do not accept or approve the return of goods for credit without the approval of our Customer Service Manager, please do not request this of our Regional Parts Managers.
- 32. Exceptions to standard return policies:
Dealer closeouts will be handled in accordance with Provincial Law and regulations of the applicable "Farm Implement Act" regardless of whether initiated by the Dealer or WPSL.

AGRICULTURAL UNIT DOWN EMERGENCY (UDE) ORDER POLICY

Products Covered

1. **MCD** – MacDon Parts
2. **MDR** – MacDon Pickup Reel Parts
3. **PMF** – Precision Manufacturing/MacDon Parts
4. **MDA** - MacDon Attachments

Special Charges

1. Any item of which we have inventory on hand that is ordered prior to 4:00 pm local time on any business day will incur NO special charges providing the UDE policy is followed.
2. Any item of which we DO NOT have inventory on hand will be ordered from the factory that same day and the dealer will be responsible for all customs brokerage, freight, duty, taxes and factory shipping and handling charges incurred.
3. Any item ordered after 4:00 pm any business day for same day UDE shipment and any item ordered after hours (evenings and weekends) will incur a \$50.00 per order special handling charge.

Procedure (MacDon's Guidelines)

1. The UDE order must be placed directly with the WPSL branch servicing your dealership.
2. The UDE order must not exceed 8 line items and all parts must be associated.
3. The UDE order must specify the product line and part and each item must have a description.
4. The UDE order must specify method of preferred shipment.
5. The UDE order must specify "Unit Down - Emergency" and state the name of the person at the dealership placing the order.
6. The UDE order must be placed or confirmed to WPSL via fax. WPSL will fax back a confirmation of our receipt of the UDE order.
7. The UDE order will only be handled between 9:00 AM and 10:00 PM Central Time.

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