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Piso 21
Col. Los Alpes, Álvaro Obregón
C.P. 01040, Ciudad de México
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Purchasing Annex

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Alsea

I. Supplier Registration – Purchases

To be considered an active supplier for Alsea and its subsidiaries, the leading buyer in the different products and/or services category is the one who will start the registration process for the company.

To do this, the following documents must be submitted:

a) Official documents (for more information see the SUMA annex)

1. Supplier register form
2. Notice of registration in the Federal Taxpayer Registry.
3. Non-printed Internet Statement Header or Bank Sealed Letter (Account Code)
4. Official identification of the Legal Representative. (Valid)
5. Unique Population Registry Key (CURP) (natural person)
6. Articles of Incorporation (legal entity)
7. Legal Representative Power of Attorney. (Legal entity)
8. Proof of address.
9. Powers of attorney if applicable

b) Legal documents

1. Alsea **Vendor Agreement** contract in 2 original signed copies by the legal representative and initialed at the bottom of each page, this must be accompanied by the corresponding "Commercial Agreements by Product" (See Negotiation) that cover the individual negotiations of products and/or services).
2. Sign the Alsea Code of Ethics.
3. Alsea Anti-Corruption Policy Letter

c) Additional Information

1. 3 business references specifying name, position, length of business relationship, telephone and email of the contact.
2. Company Curriculum
3. Financial statements

Changes of personnel in your company, notices of change of company name, address or telephone, must be reported 15 days prior to the effective change to the purchasing department through their corresponding commercial contact.

II. Negotiation

It is the Purchasing Area through their corresponding negotiators in each category that are authorized by Alsea and its subsidiaries to enter into negotiations with suppliers for the Food and Non-Food divisions.

Any negotiation entered into must be outlined in the official form called "Commercial Agreement by Product" (See Form) document that must be integrated as an official annex to the Vendor Agreement Contract.

It is essential to obtain from your corresponding buyer a copy of the Commercial Agreement by product document since it is where the conditions (payment terms, discounts, types of packaging and guarantees) and prices agreed in the negotiation are established, as well as the validity covered by said conditions, this document must be signed by the legal representative and/or the official Alsea negotiation manager authorized by the company.

It is necessary to obtain this document whenever there is a change in the commercial conditions and/or new products.

III. Code registration and product specification.

Any product that is delivered in CEDIS and/or by direct delivery that requires a product code will be called inventoriable and must follow the following process to obtain said code:

a. Fill in the form "**Product Specifications**" Responsible: Supplier (View Form) This document will be provided by your buyer or your Product Development contact in case it applies to the products you supply.
b. Perform an internal request to obtain the code and enter the specification into the Alsea system. Responsible: Buyer or Product Development Contact
c. Responsible for the confirmation code and registration of the specification: Buyer or Product Development Contact

It is important to ensure that the products you will deliver are registered and authorized in our product catalogs if applicable.

In each of the deliveries of products it is essential that 100% of the specifications are met by type of product, otherwise the supplier will be subject to a rejection of goods according to the stipulations. (See Quality and Distribution and Logistics Annex)

IV. Purchase Order

Any official order for Alsea must be notified to the Supplier through a Purchase Order, for this purpose there are people in charge to coordinate sending the purchase orders and delivery of the products and/or services. It is necessary that each invoice specifies the PO No. being delivered.

a. Responsible for sending and/or coordination the delivery

Place of Delivery	Delivery Coordinator	Type of Product
CEDIS (Distribution Centers)	Supplier by brand	Inventoriable with code
Corporate	Purchasing analyst	Services / Non-Inventoriable (no code assigned)
Warehouse / Shops	Purchasing analyst	Fixed/non-inventoriable assets (without assigned code)
Shop (restaurant)	Shop Manager	Inventoriable direct delivery

b. Deliveries in Cedis

At the time of sending your purchase order, you will be notified of the place of delivery of said purchase order.

c. Deliveries in Corporate

The purchasing analysts are responsible for coordinating the delivery address, as well as inform you which person you will have to meet to make your delivery and provide you with the contact details of the person in charge of receiving the goods.

d. Warehouses / Shops deliveries

The construction and/or maintenance coordinator together with the purchasing analyst are responsible for coordinating the delivery of this type of products since it will depend in the case of stores the times in which you can access the same for the delivery of the products.

e. Shop / Restaurant direct delivery

The delivery of this type of products is according to the negotiation and frequency of delivery agreed in the same, here you can find direct deliveries such as fruits and vegetables, egg, tortilla categories

f. Purchase Order Form

1 / 1

ORDEN DE COMPRA

Acuerdo No 87299

OC/Release No 39

A

SOLICITANTE	
Nombre	MORALES CRUZ, JANETH IVONNE
Fecha	30-JUL-14
Req. Numero	27508

ENTREGA	
Direccion	CALZADA CAMARONES No.14 COL SAN SALVADOR XOCHIMAN
	02870

PROVEEDOR	
Nombre	UNILEVER DE MEXICO S DE RL DE CV
RFC	UME611111N48
Direccion	TEPALCATA 2
	RANCHO SANTO DOMINGO
Telefono	(55) 53260920
Dias Credito	NETO A 28 DIAS

EMPRESA A FACTURAR	
Area/Region	CD MEXICO PROM
Depto/Tienda	GASTOS GENERALES
# de Entidad o Centro de costos	00000
Empresa	DISTRIBUIDORA E IMPORTADORA ALSEA S.A. DE C.V.
RFC	DIA010809GT1
Domicilio	AV. TLAHUAC NO. 4768
Fiscal	13300
	COL. SANTIAGO ZAPOTITLAN

B

CANT	UM	CODIGO	LINEA	ENVIO	COD-PROV	DESCRIPCION	C.D	FECHA	PREC.UNIT.	IMPORTE
82	CAJA	003443	1	1	127810	MAYONESA CHA 4/ 1.90 LT CPK	CD ALTERNO	12-AUG-14	279.36	22,907.52
264	PIEZA	001978	4	2	148314	MAIZENA PZA DE 750 GR CPK	CD ALTERNO	12-AUG-14	22.71	5,995.44

C

ALCANTAR TINAJERO, S

TOTAL	28,902.96
MONEDA	MXP

Total Peso y Volumen	
Peso: 801.6 kg	Volumen: 1.59888 m3

1 / 1

ORDEN DE COMPRA

Acuerdo No 87299

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SOLICITANTE		ENTREGA	
Nombre	MORALES CRUZ, JANETH IVONNE	Direccion	CALZADA CAMARONES No.14 COL SAN SALVADOR XOCHIMAN(
Fecha	30-JUL-14		
Req. Numero	27508		02870

PROVEEDOR		EMPRESA A FACTURAR	
Nombre	UNILEVER DE MEXICO S DE RL DE CV	Area/Region	CD MEXICO PROM
RFC	UME651115N48	Depto/Tienda	GASTOS GENERALES
Direccion	TEPALCAPA 2	# de Entidad o Centro de costos	GG000
		Empresa	DISTRIBUIDORA E IMPORTADORA ALSEA S.A. DE C.V.
	RANCHO SANTO DOMINGO	RFC	DIA910809ST5
Telefono	(55) 53250920	Domicilio Fiscal	AV. TLAHUAC NO. 6768
Dias Credito	NETO A 28 DIAS		13300
			COL. SANTIAGO ZAPOTITLAN

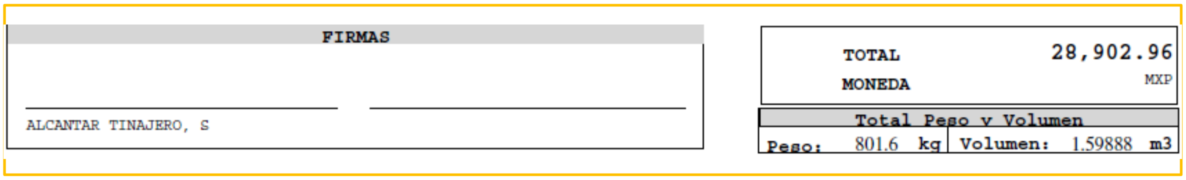
A. Header and titles

Agreement No. – PO/Release No.: It is a consecutive number of your purchase order. **This number must be on each invoice that supports the delivery of products.**
Requester. Internal Control Information.
Delivery. It has the address in which the product must be delivered.
Supplier. Supplier tax data registered in the system
Company to be invoiced. It is the Alsea business name to which you must invoice, it is necessary to review this since it can change depending on the needs of the company.

CANT	UM	CODIGO	LINEA	ENVIO	COD-PROV	DESCRIPCION	C.D	FECHA	PREC.UNIT.	IMPORTE
82	CAJA	003663	3	1	127810	MAYONESA CHA 4/ 1.90 LT CPK	CD ALTERNO	12-AUG-14	279.36	22,907.52
264	PIEZA	003918	4	2	148354	MAIZENA PZA DE 750 GR CPK	CD ALTERNO	12-AUG-14	22.71	5,995.44

B. Product quantities

Amount: It is the amount of product of your purchase order.
UM: Unit of measurement of the product requested.
Code: It is the internal code number assigned to each product
Line: Line number within the purchase order
Shipment: Consecutive number provided by the system.
Supplier Code: It is the code that the supplier uses for its products, **this function may be inactive** depending on the specifications.
Description: Name under which the products are registered in our system.
C.D: It is the place of delivery of your order, it can be a store, commissariat, or Alternate Cd that means Cedis Camarones.
Date: It is the date of delivery of the product.
Unit Price: It is the unit price of each product (always without VAT) **you must validate that the price is the current price according to the negotiation.**
Amount: It is the total multiplication of the quantity by the unit price (always)



FIRMAS

ALCANTAR TINAJERO, S

TOTAL 28,902.96

MONEDA MXP

Total Peso y Volumen

Peso: 801.6 kg Volumen: 1.59888 m3

C. Total amounts and signature

Signature: It is the Alsea Internal Control electronic signature.
Total: It is the total amount of the purchase order without VAT.
Currency: It is the currency type of the purchase order for pesos MXN or dollars USD.

Total, weight and volume: It is the conversion of the units represented in kilos and volume

V. Goods Receipt

It is the document that covers the net amount received, this document is extremely important since it is an essential requirement to process the payment. (See SUMA Annex)

Once each delivery has been made, those responsible for receiving the goods according to the place of delivery must send and/or process the automatic sending of this document in the system.

Place of Delivery	Responsible for issuing the Receipt	Type of Document
CEDIS (Distribution Center)	Warehouse	Physical
Corporate	Requisitioner (responsible for receiving the goods/service)	Electronic
Warehouse / Shops	Requisitioner (responsible to coordinate the receipt of goods on the site confirmed in the order)	Electronic
Shop (restaurant)	Shop Manager	Electronic

Type of receipt

There are 2 types of receipt that correspond to the place of delivery and are the following:

a. Receipt of goods by deliveries at: Corporate, Warehouse, Shop (Restaurant)

A

COMPROBANTE DE RECIBO

RECIBO NO. 12970 FECHA Y HORA DE RECEPCION 23-APR-2014 16:04

EMPRESA SISTEMA INGRAL DE ADMINISTRACION

PROVEEDOR DISTRIBUIDORA DE ARTICULOS DE ESCRITORIO SA DE CV

B

Descripcion de Articulo	Orden de Compra / Acuerdo de Compra	Release	Linea	Envio	Cantidad en OC	Cantidad Neta Recibida	Cantidad Pendiente	UDM	Precio	Moneda	Subtotal
FILTRO PRIVACIDAD PARA LAP TOP DE 14" 3M	14885	-	1	1	1.00	1.00	0.00	PIEZA	$630.00	MXP	$630.00
SEPARADOR CLARO ARENA IRIS 5 SEPARACIONES WILSON JONES	14885	-	2	1	3.00	3.00	0.00	PIEZA	$8.20	MXP	$24.60
CAJA DE CHINCHETAS DE COLORES C/50 PZAS	14885	-	3	1	1.00	1.00	0.00	PIEZA	$13.60	MXP	$13.60
CAJA DE GRAPAS STANDARD BACO CON 5000	14885	-	4	1	1.00	1.00	0.00	PIEZA	$10.86	MXP	$10.86
CARPETA DE ARGOLLAS 4" CUBIERTA DE PLASTICO	14885	-	5	1	2.00	2.00	0.00	PIEZA	$67.18	MXP	$134.36
CUADERNO FORMA FRANCESA JEAN BOOK CUADRO CHICO	14885	-	6	1	1.00	1.00	0.00	PIEZA	$22.40	MXP	$22.40
DESENGRAPADORA MAE	14885	-	7	1	3.00	3.00	0.00	PIEZA	$4.79	MXP	$14.37
LAPICERO DE PUNTO 05 PEN-PRO AZOR	14885	-	8	1	2.00	2.00	0.00	PIEZA	$6.88	MXP	$13.76
MARCA TEXTOS VISION PLUS AMARILLO AZOR	14885	-	9	1	3.00	3.00	0.00	PIEZA	$6.17	MXP	$18.51
PLUMA INVICTA GEL PUNTO FIJO AZUL	14885	-	10	1	3.00	3.00	0.00	PIEZA	$11.79	MXP	$35.37
PLUMA INVICTA GEL PUNTO FIJO ROSA	14885	-	11	1	2.00	2.00	0.00	PIEZA	$11.79	MXP	$23.58
SEPARADOR MULTIDEX 12 CEJAS WILSON JONES	14885	-	12	1	4.00	4.00	0.00	PIEZA	$23.95	MXP	$95.80
TIJERA DE ACERO CON MANGO PLASTICO NUM. 6	14885	-	13	1	2.00	2.00	0.00	PIEZA	$25.45	MXP	$50.90
REGLA DE PLASTICO 30 CMS	14885	-	14	1	6.00	6.00	0.00	PIEZA	$2.32	MXP	$13.92
SACAPUNTAS DE METAL	14885	-	15	1	3.00	3.00	0.00	PIEZA	$8.49	MXP	$25.47
										TOTAL	$1,127.50

C

NOTA

USUARIO JOSE-GUADALUPE.RAMIREZ

Alsea

A

COMPROBANTE DE RECIBO

RECIBO NO.	12970	FECHA Y HORA DE RECEPCION	23-APR-2014 16:04
EMPRESA	SISTEMA INGRAL DE ADMINISTRACION		
PROVEEDOR	DISTRIBUIDORA DE ARTICULOS DE ESCRITORIO SA DE CV		

A. Headings

RECEIPT DATE AND TIME. Information of the day and time of issuance of the document.
Receipt No. Consecutive folio number assigned by the Company System: Alsea's business name to which it was billed
Supplier. Company name of the provider

B

Descripcion de Articulo	Orden de Compra / Acuerdo de Compra	Release	Linea	Envio	Cantidad en OC	Cantidad Neta Recibida	Cantidad Pendiente	UDM	Precio	Moneda	Subtotal
FILTRO PRIVACIDAD PARA LAP TOP DE 14" 3M	14885	-	1	1	1.00	1.00	0.00	PIEZA	$630.00	MXP	$630.00
SEPARADOR CLARO ARENA IRIS 5 SEPARACIONES WILSON JONES	14885	-	2	1	3.00	3.00	0.00	PIEZA	$8.20	MXP	$24.60
CAJA DE CHINCHETAS DE COLORES C/50 PZAS	14885	-	3	1	1.00	1.00	0.00	PIEZA	$13.60	MXP	$13.60
CAJA DE GRAPAS STANDARD BACO CON 5000	14885	-	4	1	1.00	1.00	0.00	PIEZA	$10.86	MXP	$10.86
CARPETA DE ARGOLLAS 4" CUBIERTA DE PLASTICO	14885	-	5	1	2.00	2.00	0.00	PIEZA	$67.18	MXP	$134.36
CUADERNO FORMA FRANCESA JEAN BOOK CUADRO CHICO	14885	-	6	1	1.00	1.00	0.00	PIEZA	$22.40	MXP	$22.40
DESENGRAPADORA MAE	14885	-	7	1	3.00	3.00	0.00	PIEZA	$4.79	MXP	$14.37
LAPICERO DE PUNTO 05 PEN-PRO AZOR	14885	-	8	1	2.00	2.00	0.00	PIEZA	$6.88	MXP	$13.76
MARCA TEXTOS VISION PLUS AMARILLO AZOR	14885	-	9	1	3.00	3.00	0.00	PIEZA	$6.17	MXP	$18.51
PLUMA INVICTA GEL PUNTO FIJO AZUL	14885	-	10	1	3.00	3.00	0.00	PIEZA	$11.79	MXP	$35.37
PLUMA INVICTA GEL PUNTO FIJO ROSA	14885	-	11	1	2.00	2.00	0.00	PIEZA	$11.79	MXP	$23.58
SEPARADOR MULTIDEX 12 CEJAS WILSON JONES	14885	-	12	1	4.00	4.00	0.00	PIEZA	$23.95	MXP	$95.80
TIJERA DE ACERO CON MANGO PLASTICO NUM. 6	14885	-	13	1	2.00	2.00	0.00	PIEZA	$25.45	MXP	$50.90
REGLA DE PLASTICO 30 CMS	14885	-	14	1	6.00	6.00	0.00	PIEZA	$2.32	MXP	$13.92
SACAPUNTAS DE METAL	14885	-	15	1	3.00	3.00	0.00	PIEZA	$8.49	MXP	$25.47
										TOTAL	$1,127.50

B. Content

Item Description: Description of item entered in the system.
Purchase Order / Purchase Agreement: Consecutive purchase order number assigned by the system.

Release: In case your purchase order is derived from a Purchase Agreement, the release number is the consecutive number of your purchase orders.
Line: Number of line within the purchase order.
Shipment: Consecutive number provided by the system.
Amount in PO: It is the amount that appears on the purchase order.
Net Received Amount: It is the actual amount received and <u>your invoice must have this amount,</u> this may be less than the detailed in the purchase order.
Pending Amount: It is the outstanding amount between the purchase order and the actual amount received.
UDM: It is the unit of measurement of the requested product
Price: It is the unit price of each product.
Currency: It is the currency type of the purchase order for pesos MXN or dollars USD.
Subtotal: It is the sum of the amount of the PO multiplied by the price without VAT.
Amount: It is the amount of all products received (always without VAT).

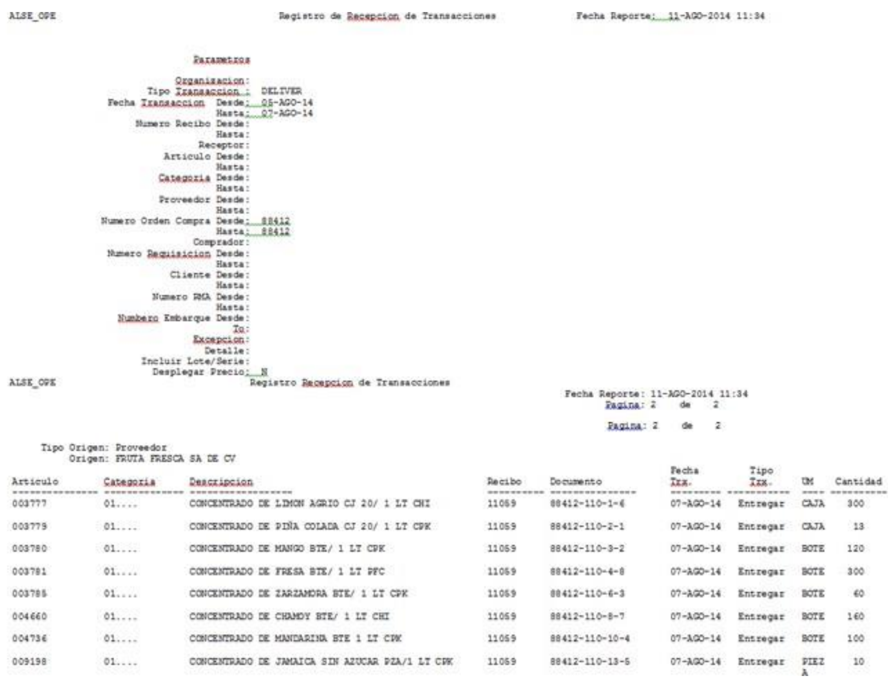
C. Signature

It is the name of the user who entered the receipt in the system.

b. Receipt of goods for deliveries in CEDIS

If you have a delivery in CEDIS the form that will be given to you at the end of your delivery is the following:

CEDIS merchandise receipt



ALSE_OPE Registro de Recepcion de Transacciones Fecha Reporte: 11-AGO-2014 11:34

Parametros

Organizacion:
Tipo Transaccion : DELIVER
Fecha Transaccion Desde: 05-AGO-14
Hasta: 07-AGO-14
Numero Recibo Desde:
Hasta:
Receptor:
Articulo Desde:
Hasta:
Categoria Desde:
Hasta:
Proveedor Desde:
Hasta:
Numero Orden Compra Desde: 88412
Hasta: 88412
Comprador:
Numero Requisicion Desde:
Hasta:
Cliente Desde:
Hasta:
Numero RMA Desde:
Hasta:
Numbero Embarque Desde:
To:
Excepcion:
Detalle:
Incluir Lote/Serie:
Desplegar Precio: N

ALSE_OPE Registro Recepcion de Transacciones

Fecha Reporte: 11-AGO-2014 11:34
Pagina: 2 de 2

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Tipo Origen: Proveedor
Origen: FRUTA FRESCA SA DE CV

Articulo	Categoria	Descripcion	Recibo	Documento	Fecha Trx.	Tipo Trx.	UM	Cantidad
003777	01....	CONCENTRADO DE LIMON AGRIO CJ 20/ 1 LT CHI	11059	88412-110-1-6	07-AGO-14	Entregar	CAJA	300
003779	01....	CONCENTRADO DE PIÑA COLADA CJ 20/ 1 LT CPK	11059	88412-110-2-1	07-AGO-14	Entregar	CAJA	13
003780	01....	CONCENTRADO DE MANGO BTE/ 1 LT CPK	11059	88412-110-3-2	07-AGO-14	Entregar	BOTE	120
003781	01....	CONCENTRADO DE FRESA BTE/ 1 LT PFC	11059	88412-110-4-8	07-AGO-14	Entregar	BOTE	300
003785	01....	CONCENTRADO DE ZARZAMORA BTE/ 1 LT CPK	11059	88412-110-6-3	07-AGO-14	Entregar	BOTE	60
004660	01....	CONCENTRADO DE CHAMOY BTE/ 1 LT CHI	11059	88412-110-8-7	07-AGO-14	Entregar	BOTE	160
004736	01....	CONCENTRADO DE MANDARINA BTE 1 LT CPK	11059	88412-110-10-4	07-AGO-14	Entregar	BOTE	100
009198	01....	CONCENTRADO DE JAMAICA SIN AZUCAR PZA/1 LT CPK	11059	88412-110-13-5	07-AGO-14	Entregar	PIEZA	10

VII. Supplier performance indicators

In Alsea we seek to develop high performance suppliers, that is why the main indicator by which your performance will be measured is **Fill Rate,** this indicator will be measured in each of the deliveries you make.

Quantity delivered / quantity ordered = **Fill Rate**

The target Fill Rate rating is above 96%, if you keep this indicator below this % you will be subject to a penalty on the total amount of affected purchase orders, this discount will be reflected quarterly directly to the outstanding balance to be paid by the SUMA area (See SUMA Annex)

Fill Rate: **>= 96** Penalty - 0 %

Fill Rate: **90 to 95%** Penalty - 3 %

Fill Rate: **less than 89%** Penalty - 5 %