| Fill in this information to identify the case: |
|---|
| Debtor 1 Fred's INC |
| Debtor 2 (Spouse, if filing) |
| United States Bankruptcy Court for the: Wilmington District of DE |
| Case number 19-11984 |

RECEIVED

SEP 18 2019

LEGAL SERVICES

Filed: USBC - District of Delaware
Fred's, Inc., Et al. (B10)
19-11984 (CSS)

FDS

0000000008

Official Form 410

# Proof of Claim

04/19

**Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.**

**Filers must leave out or redact** information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents**; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to $500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

**Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy** (Form 309) **that you received.**

## Part 1: Identify the Claim

| | |
|---|---|
| **1. Who is the current creditor?** | Duracell Distributing LLC<br>Name of the current creditor (the person or entity to be paid for this claim)<br>Other names the creditor used with the debtor Duracell |
| **2. Has this claim been acquired from someone else?** | ☒ No<br>☐ Yes. From whom? |
| **3. Where should notices and payments to the creditor be sent?**<br>Federal Rule of Bankruptcy Procedure (FRBP) 2002(g) | **Where should notices to the creditor be sent?**<br>Name: Ron Evans c/o Duracell<br>Number Street: 14 Research Drive<br>City: Bethel State: CT ZIP Code: 06801<br>Contact phone 203-796-4583<br>Contact email Evans.RE.2@Duracell.com<br><br>**Where should payments to the creditor be sent?** (if different)<br>Name: Duracell Distributing<br>Number Street: 28356 Network Place<br>City: Chicago State: IL ZIP Code: 60673<br>Contact phone 312-954-2307<br>Contact email Roma.SL@Duracell.com<br><br>Uniform claim identifier for electronic payments in chapter 13 (if you use one):<br>_ _ _ _ _ _ _ _ _ _ _ _ _ _ _ _ _ _ _ _ _ _ _ _ |
| **4. Does this claim amend one already filed?** | ☒ No<br>☐ Yes. Claim number on court claims registry (if known) ______ Filed on ______ MM / DD / YYYY |
| **5. Do you know if anyone else has filed a proof of claim for this claim?** | ☒ No<br>☐ Yes. Who made the earlier filing? ______ |

**Part 2: Give Information About the Claim as of the Date the Case Was Filed**

6. **Do you have any number you use to identify the debtor?**
   - ☐ No
   - ■ Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: ____ ____ ____ ____
     2002993661

7. **How much is the claim?** $ 415,735.80 **Does this amount include interest or other charges?**
   - ■ No
   - ☐ Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. **What is the basis of the claim?**
   Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.
   Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).
   Limit disclosing information that is entitled to privacy, such as health care information.
   Goods Sold, Invoices Attached

9. **Is all or part of the claim secured?**
   - ■ No
   - ☐ Yes. The claim is secured by a lien on property.

     **Nature of property:**
     - ☐ Real estate. If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim.*
     - ☐ Motor vehicle
     - ☐ Other. Describe: ____________________

     **Basis for perfection:** ____________________
     Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)

     **Value of property:** $__________
     **Amount of the claim that is secured:** $__________
     **Amount of the claim that is unsecured:** $__________ (The sum of the secured and unsecured amounts should match the amount in line 7.)

     **Amount necessary to cure any default as of the date of the petition:** $__________

     **Annual Interest Rate** (when case was filed)_______%
     - ☐ Fixed
     - ☐ Variable

10. **Is this claim based on a lease?**
    - ■ No
    - ☐ Yes. **Amount necessary to cure any default as of the date of the petition.** $__________

11. **Is this claim subject to a right of setoff?**
    - ■ No
    - ☐ Yes. Identify the property: ____________________

| | |
|---|---|
| **12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?**<br><br>A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority. | ☒ No<br>☐ Yes. *Check one:* **Amount entitled to priority**<br>☐ Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). $______<br>☐ Up to \$3,025* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7). $______<br>☐ Wages, salaries, or commissions (up to \$13,650*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4). $______<br>☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8). $______<br>☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5). $______<br>☐ Other. Specify subsection of 11 U.S.C. § 507(a)(__) that applies. $______<br>* Amounts are subject to adjustment on 4/01/22 and every 3 years after that for cases begun on or after the date of adjustment. |

## Part 3: Sign Below

| | |
|---|---|
| **The person completing this proof of claim must sign and date it. FRBP 9011(b).**<br><br>If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.<br><br>**A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.** | *Check the appropriate box:*<br>☒ I am the creditor.<br>☐ I am the creditor's attorney or authorized agent.<br>☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.<br>☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.<br><br>I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.<br><br>I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.<br><br>I declare under penalty of perjury that the foregoing is true and correct.<br><br>Executed on date 9 17 2019 (MM / DD / YYYY)<br><br>Signature<br><br>**Print the name of the person who is completing and signing this claim:**<br><br>Name: Ron (First name) E (Middle name) Evans (Last name)<br>Title: Credit Risk Manager<br>Company: Duracell Distributing LLC<br>Identify the corporate servicer as the company if the authorized agent is a servicer.<br>Address: 14 (Number) Research Drive (Street)<br>Bethel (City) CT (State) 06801 (ZIP Code)<br>Contact phone: 203-796-4583 Email: Evans,RE.2@Duracell.com |

DURACELL
A Berkshire Hathaway Company

# Duracell Distributing Inc

Original



| | |
|---|---|
| Invoice: | 1101300610 |
| Invoice Date: | 03/06/2019 |
| PO#: | 289882 |
| Order Date: | 02/21/2019 |
| Delivery/Shipment: | 6300790916/1905902775 |
| Ship Date: | |
| Payer: | 2002993661 |
| Carrier: | 0000101060 FEDEX FREIGHT |
| Pro/Tracking#: | 5191191456 |
| Customer Vendor: | 003227 |

**Remit to:** Duracell Distributing Inc
28356 Network Place, Chicago, IL 60673
**Terms: 1% 30 days net 31 days**
Terms calculated from invoice date which is also expected receipt of goods date. Cash discount calculated on gross amount prior to any allowances.

**Bill to:** 2002993661
FREDS INC

4300 NEW GETWELL RD
MEMPHIS TN 38118

**Ship From:** 8500 / 5000-B
Bohannon Road FAIRBURN GA
30213

**Store #:** DUBLIN DC

**Ship to:** 2002993663
FREDS DUBLIN

125 VALAMBROSIA ROAD
DUBLIN GA 31021

| Line | Billed Qty. | Billed UOM | Material | UPC (Case/Item) | Customer Code | Description | Price | Amount |
|---|---|---|---|---|---|---|---|---|
| 10 | 5,824 | IT | 5004292 | 03561/41501 | 148868 | DU CB ALK AA4BCd 56PK1 ICON US | 3.22 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.30 | |
| | | | | | | Net Price | 1.92 | 11,182.08 |
| 20 | 1,944 | IT | 5004375 | 04061/42401 | 148869 | DU CB ALK AAA4BCd 54PK1 ICON US | 3.22 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.30 | |
| | | | | | | Net Price | 1.92 | 3,732.48 |
| 30 | 108 | IT | 5000974 | 66128/13009 | 148875 | DU CB SO 303SBCd 36OS ICON | 0.78 | 84.24 |
| 40 | 180 | IT | 5000982 | 66137/17709 | 148876 | DU CB SO 377SBCd 36OS ICON | 0.52 | 93.60 |
| 50 | 2,496 | IT | 5002337 | 03961/21601 | 148887 | DU CB AL 9V2BCd 48PK1 ICON US | 6.48 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -2.52 | |
| | | | | | | Net Price | 3.96 | 9,884.16 |
| 61 | 3,888 | IT | 5004295 | 03761/82501 | 148888 | DU CB ALK AA8BCd 48PK1 ICON US | 6.03 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -2.33 | |
| | | | | | | Net Price | 3.70 | 14,385.60 |
| 70 | 36 | IT | 5001091 | 66121/00277 | 148894 | DU CB HAZA 13BCd8 36OS ICON US | 6.68 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -2.71 | |
| | | | | | | Net Price | 3.97 | 142.92 |
| 80 | 216 | IT | 5000936 | 66191/11210 | 148895 | DU CB HPL 123x1BCd 36OS ICON | 4.27 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.71 | |
| | | | | | | Net Price | 2.56 | 552.96 |
| 90 | 144 | IT | 5000943 | 66204/00510 | 148899 | DU CB HPL CR2x1BCd 36OS ICON | 4.27 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.71 | |
| | | | | | | Net Price | 2.56 | 368.64 |
| 100 | 1,680 | IT | 5001105 | 70464/70464 | 148900 | DU CB AL AA16B2W 12OS ICON US | 10.83 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -4.38 | |
| | | | | | | Net Price | 6.45 | 10,836.00 |
| 110 | 3,120 | IT | 5002333 | 09361/11601 | 148867 | DU CB AL 9VBCd 48PK1 ICON US | 3.41 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.37 | |
| | | | | | | Net Price | 2.04 | 6,364.80 |
| 120 | 2,160 | IT | 5001165 | 09161/21401 | 148870 | DU CB AL C2BCd 48PK1 ICON US | 3.41 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.37 | |
| | | | | | | Net Price | 2.04 | 4,406.40 |
| 131 | 2,080 | IT | 5001129 | 04261/84401 | 148889 | DU CB AL AAA8BCd 40PK1 ICON US | 6.03 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -2.33 | |
| | | | | | | Net Price | 3.70 | 7,696.00 |

Continued

DURACELL

**Duracell Distributing Inc**

Original



Invoice: 1101300610

| | |
|---|---|
| Total | 23,876 |
| Weight | 3,092 |

| | |
|---|---|
| Discount Due Date | 04/05/2019 |
| Net Due Date | 04/06/2019 |

| | |
|---|---|
| Total Gross | 115,328.80 |
| Line item allowance(s) | -45,598.92 |
| Sub-total | 69.729,88 |
| Invoice Allowances | 0.00 |
| Total Invoice after allowance(s) | 69.729,88 |
| Taxes | 0.00 |
| Net Amount Invoice(Before Cash Discount) | 69,729.88 |
| | |
| Amount Eligible for Cash Discount | 115.328,80 |
| Cash Discount | -1,153.28 |
| Net Invoice Amount Due | 68,576.60 |

FedEx®

March 13,2019

Dear Customer:

The following is the proof-of-delivery for tracking number **5191191456**.

## Delivery Information:

| | | | |
|---|---|---|---|
| **Status:** | Delivered | **Delivery date:** | Mar 6, 2019 12:55 |
| **Signed for by:** | ** DRIVER SPOTTED ** | | |
| **Service type:** | FedEx Freight Priority | | |
| **Special Handling:** | | | |

Please see following page for Signature.

## Shipping Information:

| | | | |
|---|---|---|---|
| **Tracking number:** | 5191191456 | **Ship date:** | Mar 4, 2019 |
| | | **Weight:** | 7533.0 lbs/3416.9 kg |

**Recipient:**
FREDS DUBLIN
FREDS DUBLIN
125 VALAMBROSIA ROAD
DUBLIN, GA 31021 US

**Shipper:**
DURACELL C/O DSC
5000B BOHANNON RD
FAIRBURN, GA 30213 US

**Purchase order number:** 04133319059027758
**Purchase order number:** 289882

Thank you for choosing FedEx.

FedEx Freight

# DELIVERY RECEIPT

**Freight Bill 5191191456 R0**

2200 FORWARD DRIVE
HARRISON, AR 72601

**fedex.com** 1.866.393.4585

| | |
|---|---|
| Ship Date 03/04/2019 | Bill of Lading SEE BELOW |
| P.O. 289882 | Shipper Reference |
| Origin SWA | Destination MCN |

**Consignee** Trailer # P25979

FREDS DUBLIN
125 VALAMBROSIA ROAD
DUBLIN
GA 31021 US

**Shipper**

DURACELL C/O DSC
5000B BOHANNON RD
FAIRBURN
GA 30213 US

**FedEx Freight Priority**

DRIVER COPY

| PIECES | PKG | H/U | HM | DESCRIPTION | WT(LBS) | NMFC | PCF | CLASS | RATE | TOTAL CHARGES |
|---|---|---|---|---|---|---|---|---|---|---|
| 594 | | | | PO# 289882<br>122809480 CUST#<br>APPOINTMENT DELIVERY **<br>BATTERIES<br>030619 DLV BEFORE<br>CUSTOM DELIVERY WINDOW<br>B19059E02775 SID<br>04133319059027758 BL#<br>EDI<br>41083-4A1-FXF-1030<br>CZAR 1000 ILS 00175<br>** FAK RATES APPLIED ** | 7911 | 060680-01 | | 070 | | |
| 594 | | 7 | | PREPAID - WILL INVOICE THIRD PARTY | 7911 | | | | | |

** BY ACCEPTING THE SHIPMENT, YOU AGREE TO BE FULLY RESPONSIBLE FOR ANY ADDITIONAL APPLICABLE CHARGES FOR DELIVERY SERVICES RENDERED INCLUDING BUT NOT LIMITED TO DETENTION **

**ACCESSORIAL SERVICES PERFORMED:**

- ☐ INSIDE DELIVERY
- ☐ SORT & SEGREGATE
- ☐ DETENTION
- ☐ RESIDENTIAL-LIMITED ACCESS
- ☐ LIFT GATE
- ☐ OTHERS

PREPAID - WILL INVOICE RESPONSIBLE PARTY

Delv. Driver & #: [illegible]

Date: 3/6/19 Arrive: 12:45 Depart: 13:30

#. of Skids: 7 # of Pcs: 594 OS&D #:

Shipment received in apparent good order with wrap intact unless otherwise noted.

Received by:

☐ Over ☐ Damage Exceptions:
☐ Short ☐ Wrap Broken

Customer Requirements/Appointment Instruction

030619 DLV BEFORE

Rec'd 594 cases
Amanda Jump 3/7/19

DURACELL®
A Berkshire Hathaway Company

**Duracell Distributing Inc**
Original



| | |
|---|---|
| **Invoice:** | 1101305487 |
| **Invoice Date:** | 03/29/2019 |
| **PO#:** | 297181 |
| **Order Date:** | 03/07/2019 |
| **Delivery/Shipment:** | 6300809683/1908003613 |
| **Ship Date:** | |
| **Payer:** | 2002993661 |
| **Carrier:** | 0000105423 TOTAL QUALITY |
| **Pro/Tracking#:** | 12038087 |
| **Customer Vendor:** | 003227 |

**Remit to:** Duracell Distributing Inc
28356 Network Place, Chicago, IL 60673
**Terms: 1% 30 days net 31 days**
Terms calculated from invoice date which is also expected receipt of goods date. Cash discount calculated on gross amount prior to any allowances.

**Bill to:** 2002993661
FREDS INC

4300 NEW GETWELL RD
MEMPHIS TN 38118

**Ship From:** 8500 / 5000-B
Bohannon Road FAIRBURN GA
30213

**Store #:** DUBLIN DC

**Ship to:** 2002993663
FREDS DUBLIN

125 VALAMBROSIA ROAD
DUBLIN GA 31021

| Line | Billed Qty. | Billed UOM | Material | UPC (Case/Item) | Customer Code | Description | Price | Amount |
|---|---|---|---|---|---|---|---|---|
| 10 | 1,872 | IT | 5002333 | 09361/11601 | 148867 | DU CB AL 9VBCd 48PK1 ICON US | 3.41 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.37 | |
| | | | | | | Net Price | 2.04 | 3,818.88 |
| 20 | 288 | IT | 5001188 | 09061/21301 | 148871 | DU CB AL D2BCd 48PK1 ICON US | 3.41 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.37 | |
| | | | | | | Net Price | 2.04 | 587.52 |
| 30 | 3,456 | IT | 5002760 | 01201/10310 | 148878 | DU CB LICOIN LM 2032SBCd 144OS ICON | 0.87 | 3,006.72 |
| 40 | 3,888 | IT | 5004295 | 03761/82501 | 148888 | DU CB ALK AA8BCd 48PK1 ICON US | 6.03 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -2.33 | |
| | | | | | | Net Price | 3.70 | 14,385.60 |
| 51 | 1,560 | IT | 5001129 | 04261/84401 | 148889 | DU CB AL AAA8BCd 40PK1 ICON US | 6.03 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -2.33 | |
| | | | | | | Net Price | 3.70 | 5,772.00 |
| 60 | 36 | IT | 5001091 | 66121/00277 | 148894 | DU CB HAZA 13BCd8 36OS ICON US | 6.68 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -2.71 | |
| | | | | | | Net Price | 3.97 | 142.92 |
| 70 | 144 | IT | 5000936 | 66191/11210 | 148895 | DU CB HPL 123x1BCd 36OS ICON | 4.27 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.71 | |
| | | | | | | Net Price | 2.56 | 368.64 |
| 80 | 864 | IT | 5001199 | 66124/00279 | 148896 | DU CB HAZA 312BCd8 36OS ICON US | 6.68 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -2.71 | |
| | | | | | | Net Price | 3.97 | 3,430.08 |
| 90 | 108 | IT | 5000943 | 66204/00510 | 148899 | DU CB HPL CR2x1BCd 36OS ICON | 4.27 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.71 | |
| | | | | | | Net Price | 2.56 | 276.48 |

| | |
|---|---|
| Total | 12,216 |
| Weight | 1,093 |

| | |
|---|---|
| Discount Due Date | 04/28/2019 |
| Net Due Date | 04/29/2019 |

| | |
|---|---|
| Total Gross | 50,311.80 |
| Line item allowance(s) | -18,522.96 |
| Sub-total | 31.788,84 |
| Invoice Allowances | 0.00 |
| Total invoice after allowance(s) | 31.788,84 |
| Taxes | 0.00 |
| Net Amount Invoice(Before Cash Discount) | 31,788.84 |
| | |
| Amount Eligible for Cash Discount | 50.311,80 |
| Cash Discount | -503.13 |
| Net Invoice Amount Due | 31,285.71 |

**DURACELL**

Date: 3/27/2019

# BILL OF LADING / CONNAISSEMENT

M-17



**Ship From / Provenance.**
Name: Duracell Distributing, Inc.
Address: 5000 Bohannon Rd. Building B
Suite 200
City/State/Zip: FAIRBURN, GA 30213

**Bill of Lading Number / Numéro du connaissement** 04133319080036136

**Ship To / Destination:**
Name: FREDS DUBLIN
Address: 125 VALAMBROSIA ROAD
City/State/Zip: DUBLIN, GA 31021

**Carrier / Transporteur:** TQYL
Trailer Num/ Numéro de la remorque: SWFZ997303 B19080E03613_1
Seal number(s)/ No de Plomb: 07415542

**SCAC:** TQYL **Late DLV Date:** 3/27/2019
**TM SHIP ID:**
Pro Number/Numéro PRO:

Third Party Freight Charges Bill To / Facture a:

**Freight Charge Terms / Frais de transport:** (freight charges are prepaid unless marked otherwise/Les frais de transport sont prépayés sauf indications contraires)
Pre-Paid ☐ Collect 3rd Party

☐ (check box) Master Bill of Lading' with attached underlying Bills of Lading / Connaissement maître, avec connaissements de base attachés

SPECIAL INSTRUCTIONS / Instructions Particulières

**Customer Order Information / Information commande client**

| CUSTOMER ORDER NUMBER / NUMERO DE COMMANDE | # PKGS / Nbre de Colis | WEIGHT / POIDS LB | WEIGHT / POIDS KG | ADDITIONAL SHIPPER INFO / INFORMATION SUPPLEMENTAIRE EXPEDITEUR |
|---|---|---|---|---|
| 297181 | 221 | 2874.77 | 1302.27 | |
| 300381 | 3090 | 25141.27 | 11389.00 | |
| NET WEIGHT | 3311 | 28016.05 | 12691.27 | |

**Carrier Information / Information transporteur**

| HANDLING UNIT / UNITE QTY | HANDLING UNIT / UNITE TYPE | PACKAGE / COLIS QTY | PACKAGE / COLIS TYPE | WEIGHT / POIDS LB | WEIGHT / POIDS KG | H.M. (X) | COMMODITY DESCRIPTION / DESCRIPTION DES MATERIAUX | LTL ONLY/LTL SEULEMENT NMFC # | CLASS |
|---|---|---|---|---|---|---|---|---|---|
| 25 | Pallets | 3311 | Cases | 29266.05 | 13823.77 | | BATTERIES OR CELLS OR PARTS, | 60680 | 70 |
| | | | | | | | Rec'd 3/30 Short 1 | | |
| | | | | | | | 3/28/19 JLindsey | | |
| 25 | | 3311 | | 29266.05 | 13823.77 | | GROSS WEIGHT | | |

Commodities requiring special or additional attention in handling or stowing must be so marked and packaged as to ensure safe transportation with ordinary care. / Les commodités nécessitant une attention spéciale ou supplémentaire doivent être marquées et emballées de façon à assurer un transport sûr sous conditions.

Where the rate is dependent on value, shippers are required to state specifically in writing the agreed or declared value of the property as follows:
"The agreed or declared value of the property is specifically stated by the shipper to be not exceeding ______ per ______."

**COD Amount: $**
Fee Terms: Collect: ☐ Prepaid: ☐
Customer check acceptable: ☐

**SHIPPER SIGNATURE/DATE**
**SIGNATURE DE L'EXPEDITEUR/DATE**
This is to certify that the above named materials are properly classified, described, packaged, marked and labeled, and are in proper condition for transportation according to the applicable regulations of the DOT.
03/27/19

**Trailer Loaded / Remorque Chargée:**
☑ By Shipper/par l'Expediteur
☐ By Driver/Par le chauffeur

**Freight Counted/Cargo compté**
☑ By Shipper/par l'Expediteur
☐ By Driver/Par le Chauffeur
☐ By Driver/Pieces-Par le Chauffeur/Pièces

**CARRIER SIGNATURE/PICKUP DATE**
**SIGNATURE DU TRANSPORTEUR/DATE**
Carrier acknowledges receipt of packages and required placards. Carrier certifies emergency response information was made available and/or carrier has the DOT emergency response guidebook or equivalent documentation in the vehicle.

**CONSIGNEE SIGNATURE/DATE**
**SIGNATURE DU DESTINATAIRE/DATE**
Received ____ Pallets/Cases in good conditions unless otherwise noted / a reçu ____ palettes/cartons en bonne condition sauf indications contraires

ATTE[illegible] AND CARRIERS
The sig[illegible]
It is not proof of Delivery or Receipt [illegible]
DAnne McBride
Guard Signature
D 3-28-19 C Dstrickland Trucking
Time 0950 Trailer 997303

Certified Copy

DURACELL
A Berkshire Hathaway Company

# Duracell Distributing Inc

Original

**Remit to:** Duracell Distributing Inc
28356 Network Place, Chicago, IL 60673
**Terms: 1% 30 days net 31 days**
Terms calculated from invoice date which is also expected receipt of goods date. Cash discount calculated on gross amount prior to any allowances.

| | |
|---|---|
| **Invoice:** | 1101305481 |
| **Invoice Date:** | 03/29/2019 |
| **PO#:** | 300381 |
| **Order Date:** | 03/15/2019 |
| **Delivery/Shipment:** | 6300809685/1908003613 |
| **Ship Date:** | |
| **Payer:** | 2002993661 |
| **Carrier:** | 0000105423 TOTAL QUALITY |
| **Pro/Tracking#:** | 12038087 |
| **Customer Vendor:** | 003227 |

**Bill to:** 2002993661
FREDS INC

4300 NEW GETWELL RD
MEMPHIS TN 38118

**Ship From:** 8500 / 5000-B
Bohannon Road FAIRBURN GA
30213

**Store #:** DUBLIN DC

**Ship to:** 2002993663
FREDS DUBLIN

125 VALAMBROSIA ROAD
DUBLIN GA 31021

| Line | Billed Qty. | Billed UOM | Material | UPC (Case/Item) | Customer Code | Description | Price | Amount |
|---|---|---|---|---|---|---|---|---|
| 10 | 624 | IT | 5002333 | 09361/11601 | 148867 | DU CB AL 9VBCd 48PK1 ICON US | 3.41 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.37 | |
| | | | | | | Net Price | 2.04 | 1,272.96 |
| 20 | 5,824 | IT | 5004292 | 03561/41501 | 148868 | DU CB ALK AA4BCd 56PK1 ICON US | 3.22 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.30 | |
| | | | | | | Net Price | 1.92 | 11,182.08 |
| 30 | 2,916 | IT | 5004375 | 04061/42401 | 148869 | DU CB ALK AAA4BCd 54PK1 ICON US | 3.22 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.30 | |
| | | | | | | Net Price | 1.92 | 5,598.72 |
| 40 | 432 | IT | 5001165 | 09161/21401 | 148870 | DU CB AL C2BCd 48PK1 ICON US | 3.41 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.37 | |
| | | | | | | Net Price | 2.04 | 881.28 |
| 50 | 792 | IT | 5000974 | 66128/13009 | 148875 | DU CB SO 303SBCd 36OS ICON | 0.78 | 617.76 |
| 60 | 540 | IT | 5000982 | 66137/17709 | 148876 | DU CB SO 377SBCd 36OS ICON | 0.52 | 280.80 |
| 70 | 2,496 | IT | 5002337 | 03961/21601 | 148887 | DU CB AL 9V2BCd 48PK1 ICON US | 6.48 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -2.52 | |
| | | | | | | Net Price | 3.96 | 9,884.16 |
| 80 | 1,890 | IT | 5001170 | 13848/44001 | 148891 | DU CB AL C4RFP 18PK1 ICON US | 6.48 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -2.52 | |
| | | | | | | Net Price | 3.96 | 7,484.40 |
| 90 | 2,016 | IT | 5001198 | 03361/43001 | 148892 | DU CB AL D4RFP 12PK1 ICON US | 6.48 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -2.52 | |
| | | | | | | Net Price | 3.96 | 7,983.36 |
| 100 | 612 | IT | 5001091 | 66121/00277 | 148894 | DU CB HAZA 13BCd8 36OS ICON US | 6.68 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -2.71 | |
| | | | | | | Net Price | 3.97 | 2,429.64 |
| 110 | 1,440 | IT | 5000936 | 66191/11210 | 148895 | DU CB HPL 123x1BCd 36OS ICON | 4.27 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.71 | |
| | | | | | | Net Price | 2.56 | 3,686.40 |
| 120 | 1,728 | IT | 5001199 | 66124/00279 | 148896 | DU CB HAZA 312BCd8 36OS ICON US | 6.68 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -2.71 | |
| | | | | | | Net Price | 3.97 | 6,860.16 |
| 130 | 936 | IT | 5000943 | 66204/00510 | 148899 | DU CB HPL CR2x1BCd 36OS ICON | 4.27 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.71 | |
| | | | | | | Net Price | 2.56 | 2,396.16 |
| 140 | 5,040 | IT | 5001105 | 70464/70464 | 148900 | DU CB AL AA16B2W 12OS ICON US | 10.83 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -4.38 | |
| | | | | | | Net Price | 6.45 | 32,508.00 |
| 150 | 19,008 | IT | 5001153 | 93148/74064 | 148901 | DU CB AL AAA16B2W 12PK1 ICON US | 10.83 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -4.38 | |
| | | | | | | Net Price | 6.45 | 122,601.60 |
| 160 | 2,400 | IT | 80283131 | 09006/09006 | 148902 | DU CB LAN AL 908BK 6BKC DLE | 7.22 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -2.56 | |
| | | | | | | Net Price | 4.66 | 11,184.00 |

Continued

DURACELL

# Duracell Distributing Inc

Original



Invoice: 1101305481

| Line | Billed Qty. | Billed UOM | Material | UPC (Case/Item) | Customer Code | Description | Price | Amount |
|---|---|---|---|---|---|---|---|---|
| 170 | 1,872 | IT | 5000963 | 01200/10210 | 148877 | DU CB LiCoin 2025SBCd 144OS ICON | 0.87 | 1,628.64 |

| | |
|---|---|
| Total | 50,566 |
| Weight | 10,402 |

| | |
|---|---|
| Discount Due Date | 04/28/2019 |
| Net Due Date | 04/29/2019 |

| | |
|---|---|
| Total Gross | 379,300.48 |
| Line item allowance(s) | -150,820.36 |
| Sub-total | 228.480,12 |
| Invoice Allowances | 0.00 |
| Total invoice after allowance(s) | 228.480,12 |
| Taxes | 0.00 |
| Net Amount Invoice(Before Cash Discount) | 228,480.12 |
| | |
| Amount Eligible for Cash Discount | 379.300,48 |
| Cash Discount | -3,793.02 |
| Net Invoice Amount Due | 224,687.10 |

**DURACELL**

Date: 3/27/2019

# BILL OF LADING / CONNAISSEMENT

M-17

Page 1

**Ship From / Provenance:**

Name: Duracell Distributing, Inc.
Address: 5000 Bohannon Rd. Building B
Suite 200
City/State/Zip: FAIRBURN, GA 30213

**Bill of Lading Number / Numéro du connaissement** 04133319080036136

**Ship To / Destination:**

Name: FREDS DUBLIN
Address: 125 VALAMBROSIA ROAD
City/State/Zip: DUBLIN, GA 31021

Carrier / Transporteur: TQYL
Trailer Num/ Numéro de la remorque: SWFZ997303 B19080E03613_1
Seal number(s)/ No de Plomb: 07415542

**SCAC:** TQYL **Late DLV Date:** 3/27/2019
**TM SHIP ID:**
Pro Number/Numéro PRO:

**Third Party Freight Charges Bill To / Facture à:**

Freight Charge Terms / Frais de transport: (freight charges are prepaid unless marked otherwise/Les frais de transport sont prépayés sauf indications contraires)

Pre-Paid ☐ Collect 3rd Party

SPECIAL INSTRUCTIONS / Instructions Particulières

☐ (check box) Master Bill of Lading: with attached underlying Bills of Lading / Connaissement maître, avec connaissements de base attachés

**Customer Order Information / Information commande client**

| CUSTOMER ORDER NUMBER / NUMERO DE COMMANDE | # PKGS / Nbre de Colis | WEIGHT / POIDS LB | WEIGHT / POIDS KG | ADDITIONAL SHIPPER INFO / INFORMATION SUPPLEMENTAIRE EXPEDITEUR |
|---|---|---|---|---|
| 297181 | 221 | 2874.77 | 1302.27 | |
| 300381 | 3090 | 25141.27 | 11389.00 | |
| **NET WEIGHT** | 3311 | 28016.05 | 12691.27 | |

**Carrier Information / Information transporteur**

| HANDLING UNIT / UNITE QTY | HANDLING UNIT / UNITE TYPE | PACKAGE / COLIS QTY | PACKAGE / COLIS TYPE | WEIGHT / POIDS LB | WEIGHT / POIDS KG | H.M. (X) | COMMODITY DESCRIPTION / DESCRIPTION DES MATERIAUX Commodities requiring special or additional attention in handling or stowing must be so marked and packaged as to ensure safe transportation with ordinary care. / Les commodités nécessitant une attention spéciale ou supplémentaire doivent être marquées et emballées de façon à assurer un transport sûre sous conditions | LTL ONLY/LTL SEULEMENT NMFC # | CLASS |
|---|---|---|---|---|---|---|---|---|---|
| 25 | Pallets | 3311 | Cases | 29266.05 | 13823.77 | | BATTERIES OR CELLS OR PARTS, | 60680 | 70 |
| | | | | | | | Rec'd 3310 Short 1 | | |
| | | | | | | | 3/28/19 JLindsey | | |
| | | | | | | | | | |
| | | | | | | | | | |
| 25 | | 3311 | | 29266.05 | 13823.77 | | **GROSS WEIGHT** | | |

Where the rate is dependent on value, shippers are required to state specifically in writing the agreed or declared value of the property as follows:
"The agreed or declared value of the property is specifically stated by the shipper to be not exceeding ________ per ________."

COD Amount: $________
Fee Terms: Collect: ☐ Prepaid: ☐
Customer check acceptable: ☐

**SHIPPER SIGNATURE/DATE**
**SIGNATURE DE L'EXPEDITEUR/DATE**
This is to certify that the above named materials are properly classified, described, packaged, marked and labeled, and are in proper condition for transportation according to the applicable regulations of the DOT.
03/27/19

Trailer Loaded / Remorque Chargée:
☒ By Shipper/par l'Expediteur
☐ By Driver/Par le chauffeur

Freight Counted/Cargo compté
☒ By Shipper/par l'Expediteur
☐ By Driver/Par le Chauffeur
☐ By Driver/Pieces-Par le Chauffeur/Pièces

**CARRIER SIGNATURE/PICKUP DATE**
**SIGNATURE DU TRANSPORTEUR/DATE**
Carrier acknowledges receipt of packages and required placards. Carrier certifies emergency response information was made available and/or carrier has the DOT emergency response guidebook or equivalent documentation in the vehicle.

ATTENTION ALL SHIPPERS AND CARRIERS
The signature [illegible]
It is not proof of Delivery or Receipt of any Merchandise.
DiAnne McBride
Guard Signature
Date 3-28-19 Carrier Dstrickland Trucking
Time 0950 Trailer 997303

**CONSIGNEE SIGNATURE/DATE**
**SIGNATURE DU DESTINATAIRE/DATE**
Received ____ Pallets/Cases in good conditions unless otherwise noted / a reçu ____ palettes/cartons en bonne condition sauf indications contraires

Certified Copy

**DURACELL**
A Berkshire Hathaway Company

# Duracell Distributing Inc

Original



| | |
|---|---|
| **Invoice:** | 1101305216 |
| **Invoice Date:** | 03/27/2019 |
| **PO#:** | 300388 |
| **Order Date:** | 03/13/2019 |
| **Delivery/Shipment:** | 6300809684/1908002362 |
| **Ship Date:** | 03/25/2019 |
| **Payer:** | 2002993661 |
| **Carrier:** | 0000101060 FEDEX FREIGHT |
| **Pro/Tracking#:** | 5191197126 |
| **Customer Vendor:** | 003227 |

**Remit to:** Duracell Distributing Inc
28356 Network Place, Chicago, IL 60673
**Terms: 1% 30 days net 31 days**
Terms calculated from invoice date which is also expected receipt of goods date. Cash discount calculated on gross amount prior to any allowances.

**Bill to:** 2002993661
FREDS INC

4300 NEW GETWELL RD
MEMPHIS TN 38118

**Ship From:** 8500 / 5000-B
Bohannon Road FAIRBURN GA
30213

**Store #:** MEMPHIS DC

**Ship to:** 2002993662
FREDS MEMPHIS

4059 PILOT DRIVE
MEMPHIS TN 38118

| Line | Billed Qty. | Billed UOM | Material | UPC (Case/Item) | Customer Code | Description | Price | Amount |
|---|---|---|---|---|---|---|---|---|
| 10 | 1,680 | IT | 5001105 | 70464/70464 | 148900 | DU CB AL AA16B2W 12OS ICON US | 10.83 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -4.38 | |
| | | | | | | Net Price | 6.45 | 10,836.00 |

| | |
|---|---|
| **Total** | 1,680 |
| **Weight** | 716 |

| | |
|---|---|
| **Discount Due Date** | 04/26/2019 |
| **Net Due Date** | 04/27/2019 |

| | |
|---|---|
| **Total Gross** | 18,194.40 |
| **Line item allowance(s)** | -7,358.40 |
| **Sub-total** | 10.836,00 |
| **Invoice Allowances** | 0.00 |
| **Total Invoice after allowance(s)** | 10.836,00 |
| **Taxes** | 0.00 |
| **Net Amount Invoice(Before Cash Discount)** | 10,836.00 |
| | |
| **Amount Eligible for Cash Discount** | 18.194,40 |
| **Cash Discount** | -181.94 |
| **Net Invoice Amount Due** | 10,654.06 |

FedEx®

March 30,2019

Dear Customer:

The following is the proof-of-delivery for tracking number **5191197126**.

## Delivery Information:

| | | | |
|---|---|---|---|
| **Status:** | Delivered | **Delivery date:** | Mar 27, 2019 04:36 |
| **Signed for by:** | ** DRIVER SPOTTED ** | | |
| **Service type:** | FedEx Freight Priority | | |
| **Special Handling:** | | | |

Please see following page for Signature.

## Shipping Information:

| | | | |
|---|---|---|---|
| **Tracking number:** | 5191197126 | **Ship date:** | Mar 25, 2019 |
| | | **Weight:** | 4740.0 lbs/2150.0 kg |

**Recipient:**
FREDS MEMPHIS
FREDS INC
4059 PILOT DR
MEMPHIS, TN 38118-6909 US

**Shipper:**
DURACELL C/O DSC
5000B BOHANNON RD
FAIRBURN, GA 30213 US

| | |
|---|---|
| **Purchase order number:** | B19080E02362 |
| **Purchase order number:** | 297180 |
| **Purchase order number:** | 300388 |

Thank you for choosing FedEx.

FedEx Freight

# DELIVERY RECEIPT

**Freight Bill 5191197126 R0**

Page 2 of 2

78

2200 FORWARD DRIVE
HARRISON, AR 72601

fedex.com 1.866.393.4585

| | |
|---|---|
| Ship Date 03/25/2019 | Bill of Lading B19080E02362 |
| P.O. 297180 | Shipper Reference |
| Origin SWA | Destination MEM |

**Consignee** Trailer # X5268
FREDS INC
4059 PILOT DR
MEMPHIS
TN 38118-6909 US

**Shipper**
DURACELL C/O DSC
5000B BOHANNON RD
FAIRBURN
GA 30213 US

**FedEx Freight Priority**

DRIVER COPY

| PIECES | PKG | H/U | HM | DESCRIPTION | WT(LBS) | NMFC | PCF | CLASS | RATE | TOTAL CHARGES |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | | SCHED032619 07:45 SETUP032619 07:46<br>EMAILED REQUEST US (901)362-3733<br>APPOINTMENT FROM 06:00 TO 06:00<br>APPT 032719 06:00SETUP032619 12:44<br>LAURIE-EMAIL RE US (901)362-3733<br>CONF# 33350 | RECEIVED 420<br>SHORT DAMAGED<br>SIGN D Edmond<br>DATE 3 27 19 | | | | | |
| 420 | | 3 | | PREPAID - WILL INVOICE THIRD PARTY | 4889 | | | | | |

** BY ACCEPTING THE SHIPMENT, YOU AGREE TO BE FULLY RESPONSIBLE FOR ANY ADDITIONAL APPLICABLE CHARGES FOR DELIVERY SERVICES RENDERED INCLUDING BUT NOT LIMITED TO DETENTION **

ACCESSORIAL SERVICES PERFORMED:
— ☐ INSIDE DELIVERY — ☒ SORT & SEGREGATE — ☒ DETENTION
— ☐ RESIDENTIAL-LIMITED ACCESS — ☐ LIFT GATE — ☐ OTHERS

Delv. Driver & #: K. Richard #102980
Date: 3-27-19 Arrive: 0436 Depart: 0610
# of Skids: 3 # of Pcs: OS&D #:

Shipment received in apparent good order with wrap intact unless otherwise noted.

Received by: D Edmond
☐ Over ☐ Damage Exceptions:
☐ Short ☐ Wrap Broken

PREPAID - WILL INVOICE
RESPONSIBLE PARTY

Customer Requirements/Appointment Instruction
APPOINTMENT FROM 06:00 TO 06:00
APPT 032719 06:00SETUP032619 12:44
LAURIE-EMAIL RE US (901)362-3733
CONF# 33350

FedEx Freight

# DELIVERY RECEIPT

**Freight Bill 5191197126 R0**

2200 FORWARD DRIVE
HARRISON, AR 72601

fedex.com 1.866.393.4585

| | |
|---|---|
| Ship Date 03/25/2019 | Bill of Lading B19080E02362 |
| P.O. 297180 | Shipper Reference |
| Origin SWA | Destination MEM |

**Consignee** Trailer # X5268
FREDS INC
4059 PILOT DR
MEMPHIS
TN 38118-6909 US

**Shipper**
DURACELL C/O DSC
5000B BOHANNON RD
FAIRBURN
GA 30213 US

**FedEx Freight Priority**

DRIVER COPY

| PIECES | PKG | H/U | HM | DESCRIPTION | WT(LBS) | NMFC | PCF | CLASS | RATE | TOTAL CHARGES |
|---|---|---|---|---|---|---|---|---|---|---|
| 420 | | | | PO# 297180<br>6300809682 CUST#<br>6300809684 CUST#<br>DUR CUST#<br>130687964 CUST#<br>APPOINTMENT DELIVERY **<br>BATTERIES<br>300388 PO#<br>B19080E02362 SID<br>EDI<br>0000111 DEFICIT WT=LOWER CHARGES<br>RATED AS.......<br>41083-4A1-FXF-1030<br>CZAR 1000 ILS 00475<br>** FAK RATES APPLIED ** | 4889<br><br>111<br>5000 | 060680-01 | | 070 | | |

** BY ACCEPTING THE SHIPMENT, YOU AGREE TO BE FULLY RESPONSIBLE FOR ANY ADDITIONAL APPLICABLE CHARGES FOR DELIVERY SERVICES RENDERED INCLUDING BUT NOT LIMITED TO DETENTION **

PREPAID - WILL INVOICE THIRD PARTY

**ACCESSORIAL SERVICES PERFORMED:**

- ☐ INSIDE DELIVERY
- ☐ SORT & SEGREGATE
- ☐ DETENTION
- ☐ RESIDENTIAL-LIMITED ACCESS
- ☐ LIFT GATE
- ☐ OTHERS

PREPAID - WILL INVOICE
RESPONSIBLE PARTY

Delv. Driver & #:

| | | |
|---|---|---|
| Date: | Arrive: | Depart: |
| # of Skids: | # of Pcs: | OS&D #: |

Shipment received in apparent good order with wrap intact unless otherwise noted.

Received by: ____________

☐ Over ☐ Damage Exceptions:
☐ Short ☐ Wrap Broken

**Customer Requirements/Appointment Instruction**
APPOINTMENT FROM 06:00 TO 06:00
APPT 032719 06:00SETUP032619 12:44
LAURIE-EMAIL RE US (901)362-3733
CONF# 33350

DURACELL
A Berkshire Hathaway Company

# Duracell Distributing Inc.

Original



| | |
|---|---|
| Invoice: | 1101305344 |
| Invoice Date: | 03/28/2019 |
| PO#: | 296746 |
| Order Date: | 03/06/2019 |
| Delivery/Shipment: | 6300810295/1908401998 |
| Ship Date: | 03/26/2019 |
| Payer: | 2002993661 |
| Carrier: | 0000101060 FEDEX FREIGHT |
| Pro/Tracking#: | 5191197594 |
| Customer Vendor: | 003227 |

**Remit to:** Duracell Distributing Inc
28356 Network Place, Chicago, IL 60673
**Terms: 1% 30 days net 31 days**
Terms calculated from invoice date which is also expected receipt of goods date. Cash discount calculated on gross amount prior to any allowances.

Bill to: 2002993661
FREDS INC

4300 NEW GETWELL RD
MEMPHIS TN 38118

**Ship From:** 8500 / 5000-B
Bohannon Road FAIRBURN GA
. 30213

**Store #:** MEMPHIS DC

**Ship to:** 2002993662
FREDS MEMPHIS

4059 PILOT DRIVE
MEMPHIS TN 38118

| Line | Billed Qty. | Billed UOM | Material | UPC (Case/Item) | Customer Code | Description | Price | Amount |
|---|---|---|---|---|---|---|---|---|
| 10 | 2,880 | IT | 5002333 | 09361/11601 | 148867 | DU CB AL 9VBCd 48PK1 ICON US | 3.41 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.37 | |
| | | | | | | Net Price | 2.04 | 5,875.20 |
| 20 | 3,920 | IT | 5004292 | 03561/41501 | 148868 | DU CB ALK AA4BCd 56PK1 ICON US | 3.22 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.30 | |
| | | | | | | Net Price | 1.92 | 7,526.40 |
| 30 | 8,208 | IT | 5004375 | 04061/42401 | 148869 | DU CB ALK AAA4BCd 54PK1 ICON US | 3.22 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.30 | |
| | | | | | | Net Price | 1.92 | 15,759.36 |
| 40 | 1,920 | IT | 5001165 | 09161/21401 | 148870 | DU CB AL C2BCd 48PK1 ICON US | 3.41 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -1.37 | |
| | | | | | | Net Price | 2.04 | 3,916.80 |
| 50 | 4,320 | IT | 5002337 | 03961/21601 | 148887 | DU CB AL 9V2BCd 48PK1 ICON US | 6.48 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -2.52 | |
| | | | | | | Net Price | 3.96 | 17,107.20 |
| 60 | 4,800 | IT | 5004295 | 03761/82501 | 148888 | DU CB ALK AA8BCd 48PK1 ICON US | 6.03 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -2.33 | |
| | | | | | | Net Price | 3.70 | 17,760.00 |
| 71 | 1,880 | IT | 5001129 | 04261/84401 | 148889 | DU CB AL AAA8BCd 40PK1 ICON US | 6.03 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -2.33 | |
| | | | | | | Net Price | 3.70 | 6,956.00 |
| 80 | 3,108 | IT | 5001105 | 70464/70464 | 148900 | DU CB AL AA16B2W 12OS ICON US | 10.83 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -4.38 | |
| | | | | | | Net Price | 6.45 | 20,046.60 |
| 90 | 1,200 | IT | 5001153 | 93148/74064 | 148901 | DU CB AL AAA16B2W 12PK1 ICON US | 10.83 | |
| | | | ZKB1 | | | KBD - Dollar 1 | -4.38 | |
| | | | | | | Net Price | 6.45 | 7,740.00 |

| | |
|---|---|
| Total | 32,236 |
| Weight | 4,308 |

| | |
|---|---|
| Discount Due Date | 04/27/2019 |
| Net Due Date | 04/28/2019 |

| | |
|---|---|
| Total Gross | 170,349.80 |
| Line item allowance(s) | -67,662.24 |
| Sub-total | 102.687,56 |
| Invoice Allowances | 0.00 |
| Total Invoice after allowance(s) | 102.687,56 |
| Taxes | 0.00 |
| Net Amount Invoice(Before Cash Discount) | 102,687.56 |
| | |
| Amount Eligible for Cash Discount | 170.349,80 |
| Cash Discount | -1,703.50 |
| Net Invoice Amount Due | 100,984.06 |

Partial Pay 26,083.10

Inv: 74,900.96

FedEx®

April 4,2019

Dear Customer:

The following is the proof-of-delivery for tracking number **5191197594**.

## Delivery Information:

| | | | |
|---|---|---|---|
| **Status:** | Delivered | **Delivery date:** | Mar 28, 2019 04:38 |
| **Signed for by:** | ** DRIVER SPOTTED ** | | |
| **Service type:** | FedEx Freight Priority | | |
| **Special Handling:** | | | |

Please see following page for Signature.

## Shipping Information:

| | | | |
|---|---|---|---|
| **Tracking number:** | 5191197594 | **Ship date:** | Mar 26, 2019 |
| | | **Weight:** | 10449.0 lbs/4739.6 kg |

**Recipient:**
FREDS MEMPHIS
FREDS MEMPHIS
4059 PILOT DRIVE
MEMPHIS, TN 38118 US

**Shipper:**
DURACELL DISTRIBUTING INC
5000 BOHANNON RD
FAIRBURN, GA 30213 US

**Purchase order number:** B19084E01998
**Purchase order number:** 296746

Thank you for choosing FedEx.

FedEx Freight

# DELIVERY RECEIPT

**Freight Bill** 5191197594 R0

2200 FORWARD DRIVE
HARRISON, AR 72601
fedex.com 1.866.393.4585

| | |
|---|---|
| Ship Date 03/26/2019 | Bill of Lading B19084E01998 |
| P.O. 296746 | Shipper Reference |
| Origin SWA | Destination MEM |

**Consignee** Trailer # X3003
FREDS MEMPHIS
4059 PILOT DRIVE
MEMPHIS
TN 38118 US

**Shipper**
DURACELL DISTRIBUTING INC
5000 BOHANNON RD
BLDG B STE 200
FAIRBURN
GA 30213 US

FedEx Freight Priority

DRIVER COPY

| PIECES | PKG | H/U | HM | DESCRIPTION | WT(LBS) | NMFC | PCE CLASS | RATE | TOTAL CHARGES |
|---|---|---|---|---|---|---|---|---|---|
| | | | | LAURIE-EMAIL RE US (901)362-3733<br>CONF# 33359 | | | | | |
| 918 | | 9 | | PREPAID - WILL INVOICE THIRD PARTY 11015 | | | | | |

FRED'S INC
RECEIVED 918 OVER
SHORT DAMAGE
SIGN
DATE 3-28-19

** BY ACCEPTING THE SHIPMENT, YOU AGREE TO BE FULLY RESPONSIBLE FOR ANY ADDITIONAL APPLICABLE CHARGES FOR DELIVERY SERVICES RENDERED INCLUDING BUT NOT LIMITED TO DETENTION **

ACCESSORIAL SERVICES PERFORMED:
☐ INSIDE DELIVERY ☐ SORT & SEGREGATE ☐ DETENTION
☐ RESIDENTIAL LIMITED ACCESS ☐ LIFT GATE ☐ OTHERS

PREPAID - WILL INVOICE
RESPONSIBLE PARTY
DRIVER COL REL AUTH #94P975

Delv. Driver & #: 20V052

Date: 3-28-19 Arrive: 500 Depart: 600

# of Skids: # of Pcs: 9 OS&D #:

Shipment received in apparent good order with wrap intact unless otherwise noted.

Received by:
☐ Over ☐ Damage Exceptions:
☐ Short ☐ Wrap Broken

Customer Requirements/Appointment Instruction
APPOINTMENT FROM 06:00 TO 06:00
APPT 032819 06:00SETUP032719 12:39
LAURIE-EMAIL RE US (901)362-3733
CONF# 33359

FedEx Freight

# DELIVERY RECEIPT

**Freight Bill 5191197594 R0**

2200 FORWARD DRIVE
HARRISON, AR 72601
fedex.com 1.866.393.4585

| | |
|---|---|
| Ship Date 03/26/2019 | Bill of Lading B19084E01998 |
| P.O. 296746 | Shipper Reference |
| Origin SWA | Destination MEM |

| Consignee | Shipper |
|---|---|
| Trailer # X3003<br>FREDS MEMPHIS<br>4059 PILOT DRIVE<br>MEMPHIS<br>TN 38118 US | DURACELL DISTRIBUTING INC<br>5000 BOHANNON RD<br>BLDG B STE 200<br>FAIRBURN<br>GA 30213 US |

**FedEx Freight Priority**

| PIECES | PKG | H/U | HM | DESCRIPTION | WT(LBS) | NMFC | PCF | CLASS | RATE | TOTAL CHARGES |
|---|---|---|---|---|---|---|---|---|---|---|
| 918 | | | | PO# 296746<br>6300810295 CUST#<br>DUR CUST#<br>131847301 CUST#<br>APPOINTMENT DELIVERY **<br>BATTERIES<br>B19084E01988 SID<br>EDI<br>41083-4A1-FXF-1030<br>CZAR 1000 ILS 00475<br>** FAK RATES APPLIED **<br>SCHED032719 07:40 SETUP032719 07:40<br>EMAILED REQUEST US (901)362-3733<br>APPOINTMENT FROM 06:00 TO 06:00<br>APPT 032819 06:00SETUP032719 12:39 | 11015 | 060680-01 | | 070 | | |

** BY ACCEPTING THE SHIPMENT, YOU AGREE TO BE FULLY RESPONSIBLE FOR ANY ADDITIONAL APPLICABLE CHARGES FOR DELIVERY SERVICES RENDERED INCLUDING BUT NOT LIMITED TO DETENTION **

PREPAID - WILL INVOICE THIRD PARTY

DRIVER COPY

ACCESSORIAL SERVICES PERFORMED:

- ☐ INSIDE DELIVERY
- ☐ SORT & SEGREGATE
- ☐ DETENTION
- ☐ RESIDENTIAL-LIMITED ACCESS
- ☐ LIFT GATE
- ☐ OTHERS

PREPAID - WILL INVOICE
RESPONSIBLE PARTY
DRIVER COL REL AUTH #94P975

Delv. Driver & #:

| | | |
|---|---|---|
| Date: | Arrive: | Depart: |
| # of Skids: | # of Pcs: | OS&D #: |

Shipment received in apparent good order with wrap intact unless otherwise noted.

Received by:

☐ Over ☐ Damage Exceptions:
☐ Short ☐ Wrap Broken

Customer Requirements/Appointment Instruction

APPOINTMENT FROM 06:00 TO 06:00
APPT 032819 06:00SETUP032719 12:39
LAURIE-EMAIL RE US (901)362-3733
CONF# 33359

Sent 6/13



FRED'S INC
ACH REMITTANCE

DATE: 06/07/2019

| VENDOR # | VENDOR NAME | CHECK # | CHECK DATE | CHECK AMOUNT |
|---|---|---|---|---|
| 3227 | DURACELL U.S. OPERATIONS | 87713 | 6/07/2019 | 26,083.10 |

| INVOICE NUMBER | INV DATE | INVOICE MEMO | GROSS AMOUNT | DISCOUNT | NET AMOUNT |
|---|---|---|---|---|---|
| 1101305344 | 3/26/2019 | PARTIAL PAY | 27,786.60 | 1,703.50 | 26,083.10 |

| VENDOR | P.O.NBR | INVOICE | STORE | INV DATE | DUE DATE | ALLOWANCE | FREIGHT | DETAIL | TOTAL |
|---|---|---|---|---|---|---|---|---|---|
| 003227 DURACELL U.S. OPERATIONS | 296746 | 1101305344 | 0000 | 032619 | 042919 | 1,703.50 | .00 | 27,786.60 | 26,083.10 |

| SKU NBR | INV-QTY | UNIT PRICE PAID | EXTENDED PRICE PAID |
|---|---|---|---|
| 148867 | | 2.0400 | 0.00 |
| 148868 | | 1.9200 | 0.00 |
| 148869 | | 1.9200 | 0.00 |
| 148870 | | 2.0400 | 0.00 |
| 148887 | | 3.9600 | 0.00 |
| 148888 | | 3.7000 | 0.00 |
| 148889 | | 3.7000 | 0.00 |
| 148900 | 3108 | 6.4500 | 20,046.60 |
| 148901 | 1200 | 6.4500 | 7,740.00 |

Balance
7490036
next ck coming out

MAILROOM
203-796-4505
DURACELL
14 RESEARCH DRIVE
BETHEL CT 06801

0.0 LBS LTR 1 OF 1

**SHIP TO:**
FREDS INC. CLAIMS & PROCESSING CTR
6462822478
EPIQ CORPORATE RESTRUCTURING LLC
10300 SW ALLEN BLVD
**BEAVERTON OR 97005-4833**

**OR 972 4-70**

**UPS NEXT DAY AIR** **1**

TRACKING #: 1Z X75 65X 01 9608 5952

BILLING: P/P

Reference#1: north america

UIS 21.5.31. WNTNV50 15.0A 07/2019