

IMPORTANT THINGS to know



Divested Brands: Liberty®, Rely® and Finale®, InVigor®, Credenz®, Stoneville®, FiberMax®, LibertyLink®, Poncho®, Poncho®/VOTIVO® and ILeVO®

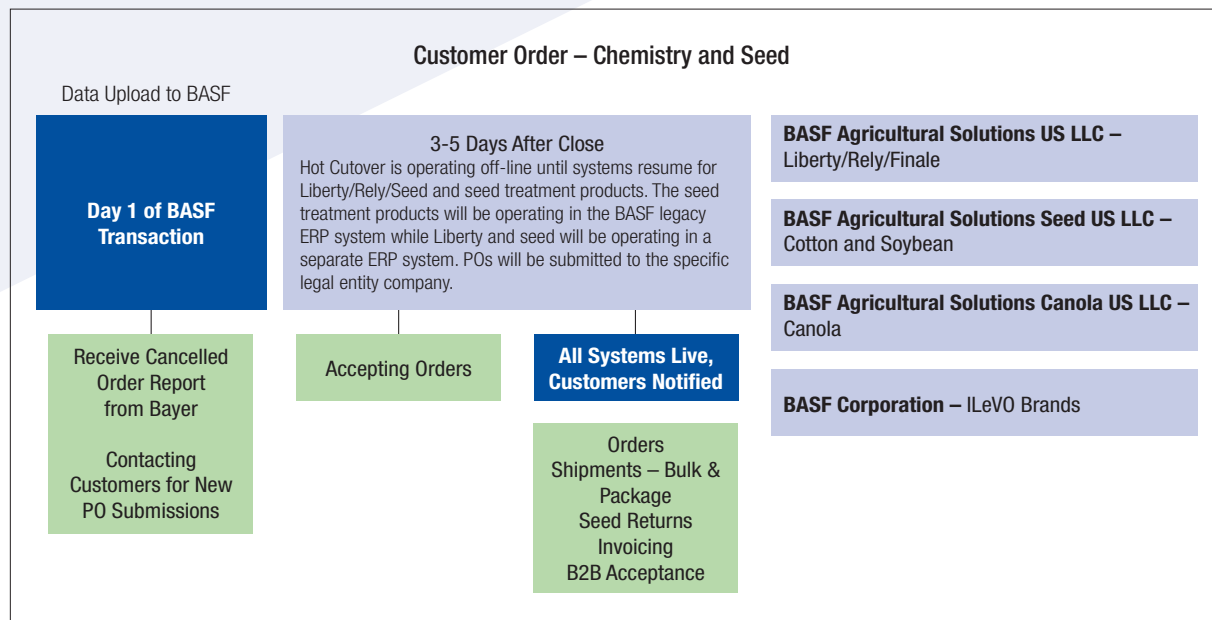
ORDERING

What is the “cutover period?”

The “cutover period,” which began upon the close of the BASF/Bayer transaction, is the period when systems and data are transferred over to BASF. We expect this cutover period to last approximately five days. There will be little to no impact on ordering and delivery of acquired brands.

Will I be able to place orders without interruption during the transition period/cutover-period?

Yes, you will be able to place orders via phone or email. Refer to the graphic below to review the Customer Order Schedule from Cutover through Go Live for both chemistry and seed.





What are the customer service numbers and email addresses for ordering any of the divested products now that the BASF/Bayer transaction has closed?

Customers should use the contact information below to place orders by phone or email, and to call or email your customer service representative:

Liberty®, Rely®			
Email: customerservice_us@agriculture.basf-se.com		1-800-551-2767	
CSR Name	New BASF email address	Office Phone	Cell Phone
Isabelle Britt	isabelle.britt@agriculture.basf-se.com	984-287-2869	919-437-1363
Nikki King	nikki.king@agriculture.basf-se.com	984-287-2888	919-812-0035
Cap Latta	cap.latta@agriculture.basf-se.com	984-287-2892	919-624-4042

ILeVO®			
Email: APN_WorldAccount@basf.com		1-800-551-2767	
CSR Name	New BASF email address	Office Phone	Cell Phone
Tim Bayles	timothy.bayles@basf.com	919-547-2097	N/A
Larry Bethae	apn_worldaccount@basf.com	919-425-5004	919-530-0689
LaWanda McBride	lawanda.mcbride@basf.com	919-547-2190	N/A

Seed			
Email: customerservice_us_seeds@agro.basf-se.com		1-800-844-7627	
CSR Name	New BASF email address	Office Phone	Cell Phone
Danene Browne	danene.brown@agro.basf-se.com	984-287-2741	910-549-7217
Mandy Chamberlain	mandy.chamberlain@agro.basf-se.com	984-287-2746	919-475-4152
Coy Christiansen	coy.christiansen@agro.basf-se.com	919-475-2160	919-475-2160
Scott Griffie	scott.griffie@agro.basf-se.com	870-946-2087	870-344-2701
Jackie Landgrebe	jackie.landgrebe@agro.basf-se.com	636-257-9011	636-787-0514
Nicole McGrath	nicole.mcgrath@agro.basf-se.com	984-287-2897	919-695-5596
Felicia Waller	felicia.waller@agro.basf-se.com	984-287-2828	984-227-3375

What happens to any existing open orders that were placed before closing?

Any open orders which were not filled by Bayer at the time of the transaction close were considered an open order by Bayer and were closed by Bayer. Upon closing, a list of these orders was transferred to BASF. A BASF Customer Service Representative will reach out to customers to assist with placing new orders. For any questions on open orders, please reach out to your BASF Customer Service Representative.

What do I do if I placed my order before closing but it did not get shipped or I did not pick it up?

Any open orders which were not filled by Bayer at the time of the transaction close were closed by Bayer. A list of these orders was transferred to BASF. A BASF Customer Service Representative will reach out to customers to place a new order.



If I ordered before closing, can I make the return to BASF now that the transaction has closed?

BASF does not accept returns of chemical brands. Call 800-551-2767 if you would like more information. For information on seed returns, please contact your Customer Service Representative directly or call 800-844-7627.

Will the soybean online ordering tool still be available now that the transaction has closed?

No, the Bayer online ordering tool did not transfer to BASF. We are in the process of developing a tool that meets customer needs, however, this will not be available for the 2019 season.

Did the 1-800 numbers that are included on the Bayer labels change after the transaction close? If so, what is the new number I should call if I have a question?

Upon close of the transaction, the 1-800 numbers included on the Bayer labels were routed to BASF. Please refer to the “Key Contact Information” document for specific information on who to contact with questions.

What is the return policy for FiberMax®, Stoneville® and InVigor®? Who do I contact?

Please contact your BASF Customer Service Representative for information on respective product returns.

What is the dump policy for Credenz®? Who do I contact?

Please contact your local Seed Advisor or Danene Brown, Customer Service Representative for information on the dump policy for Credenz. Danene’s contact information is:

Office: 919-287-2741
Mobile: 910-549-7217
Email: danene.brown@agro.basf-se.com

What is the return policy for glufosinate brands?

BASF does not accept returns of chemical brands, including Liberty®, Rely® and ILeVO®. Please contact your BASF Customer Service Representative for any inquiries.

What happens to my tank ownership/payments now that the BASF/Bayer transaction has closed?

Bayer has transferred details of any bulk tank equipment agreements to BASF. BASF will continue to honor the terms of the agreements which require certain minimum purchase requirements from the Retailer. Your local BASF Field Sales Representative will follow up with you to review any tank ownership agreements.

What happens to my Farm Chem monitors, tank ownership/payments and repack agreements?

Customers will keep the monitors, and information was transferred to BASF post-close. Repack agreements issued by Bayer will be valid until the EPA issues BASF a registration number for Liberty. The transfer of federal registration from Bayer to BASF will commence a few months after closing. Once federal registration is complete, state approvals will follow. Upon receipt of the registration number, BASF will issue new repack agreements to all Liberty bulk locations.

We will continue to keep you up-to-date on timelines for Liberty, Rely and ILeVO federal and state registration transfer to BASF and its impact on repack agreements.

Where do I order bulk equipment?

Your BASF field sales representatives will order bulk equipment on your behalf through the BASF Bulk website.



DELIVERY

Will I still be able to pick up seed and glufosinate orders directly from a public warehouse?

Yes, you will be able to pick up orders from the same warehouse as before, once the order is confirmed by Customer Service.

Below is a list of warehouses:

Vendor Name	Address	City	State	Zip
AG Depot	1160 12th St NE	Grand Forks	ND	58201
American Warehousing	106 US 117 Bypass South	Goldsboro	NC	27533
Cascio Storage & Warehouse	1795 N. Theobald Street	Greenville	MS	38701
Fidelity Warehouse	818 East Expressway 83	Weslaco	TX	78596
Frontier Warehouse	568 Grange Lane	Twin Falls	ID	83301
Gray Distribution Services	1315 Industry Avenue	Albany	GA	31707
Inland Empire Distribution	1211 E. St. Helen's, Suite B	Pasco	WA	99301
Jacobson Warehouse Company	3901 Dixon Avenue	Des Moines	IA	50313
Lineage Logistics	3030 Parkway Drive	Decatur	IL	62526
Nickey Warehouse	3185 Tranquility Drive	Memphis	TN	38116
Robertson Bonded Warehouse	833 E. 40th Street	Lubbock	TX	79404
Omnium	1280 Imperial Road	Hampton	IA	50441
Wright Distribution Center	1000 Hanthorn Road	Lima	OH	45804
Desert Depot	3050 South Ave 7E	Yuma	AZ	85365

Who do I contact to check on an order shipped prior to close?

All orders that were shipped prior to the BASF/Bayer transaction close will continue to be the responsibility of Bayer. Please contact Bayer at 800-334-8577 regarding any orders shipped prior to close.

Will there be any changes to the way that seed is transferred between retailers?

No, there will be no changes to the way that seed is transferred between retailers.

What is the updated process for bulk delivery?

There is no change to the bulk delivery process.

What happens if an order was in transit at the time of closing?

If an order was in transit at the time of closing, it will be delivered as promised. If you have a question on an order in transit, please contact Bayer customer service at 800-334-8577.



INVOICING/PAYMENTS

Did my current tax-exempt number with Bayer transition to BASF?

No, tax exempt numbers for Bayer are no longer valid. A new tax-exemption certificate made out to BASF and dated on or after the close of the BASF/Bayer transaction will need to be filed to ensure that purchases for the products listed below will continue to bill tax exempt.

- InVigor® customers: Certificates should be made out to BASF Agricultural Solutions Canola US LLC.
- Liberty®, Rely® and Finale® customers: Certificates should be made out to BASF Agricultural Solutions US LLC.
- Stoneville®, FiberMax® and Credenz® customers: Certificates should be made out to BASF Agricultural Solutions Seeds US LLC.
- ILeVO® customers: Certificates should be made out to BASF Corporation.
- A BASF Customer Service representative will contact accounts for completed certificates. All completed certificates should be emailed to APN_WorldAccount@basf.com.

How do I know which company to pay for my order on divested products (Bayer or BASF)?

Please pay the company that issued the invoice and follow the invoice remittance terms.

- Liberty, Rely, Finale, ILeVO package and totes; InVigor Seed; Credenz all packs:
 - Products shipped **prior** to the BASF/Bayer transaction close will be invoiced by Bayer. Products shipped **post** BASF/Bayer transaction close will be invoiced by BASF.
- Liberty Bulk:
 - Product delivered **prior** to the BASF/Bayer transaction close will be invoiced by Bayer. Product delivered **post** BASF/Bayer transaction close will be invoiced by BASF.
- Stoneville and FiberMax: BASF will invoice based on agency agreement.

Will prices change on acquired products now that the BASF/Bayer transaction has closed?

No, pricing on these products will remain the same for the remainder of the 2018 season.

Where do I find the BASF price list?

BASF will distribute pricing information for the acquired brands via our field sales representatives.

Will payment terms change?

BASF is maintaining the same payment terms on all acquired brands for the remainder of the 2018 season. Details can be found on the issued invoice or by calling your BASF representative.

When will I pay for FiberMax and Stoneville in 2018?

BASF will issue all invoices for FiberMax and Stoneville cotton seed for the remainder of 2018 season. Payment terms on issued invoices will remain unchanged for the 2018 season. Details can be found on the issued invoice or by calling your BASF representative.

Will the product codes, which I use to place an order or report sales, change now that the BASF/Bayer transaction has closed?

Product codes will remain consistent for purchasing and reporting with the exception of the ILeVO brands. New GTIN identifiers were assigned for the products that transferred to BASF, but this will only impact those customers receiving seed ship notices and seed invoices. New product codes for ILeVO will be communicated.



What legal entity will I purchase from now that the BASF/Bayer transaction has closed and will it be the same for all products?

The legal and regulatory complexities of the divestiture resulted in three new legal entities. We are committed to consolidating the acquired products and new entities into BASF Corporation as soon as possible but in the interim customers will be invoiced and asked to remit purchase orders and payments to multiple legal entities.

Liberty®, Rely®, Finale®	Stoneville®, FiberMax®, CredeNZ®	InVigor®	ILeVO®
BASF Agricultural Solutions US LLC 100 Park Avenue Florham Park, NJ 07932	BASF Agricultural Solutions Seed US LLC 100 Park Avenue Florham Park, NJ 07932	BASF Agricultural Solutions Canola US LLC 100 Park Avenue Florham Park, NJ 07932	BASF Corporation 100 Park Avenue Florham Park, NJ 07932
JPMorgan Chase Bank ABA# 021000021 Account# 935130125	JPMorgan Chase Bank ABA# 021000021 Account# 935129960	JPMorgan Chase Bank ABA# 021000021 Account# 935129713	JPMorgan Chase Bank ABA# 021000021 Account# 400348004
BASF Agricultural Solutions US LLC Attn: Lockbox 29864 29864 Network Place Chicago, IL 60673-1298	BASF Agricultural Solutions Seed US LLC Attn: Lockbox 29878 29878 Network Place Chicago, IL 60673-1298	BASF Agricultural Solutions Canola US LLC Attn: Lockbox 29900 29900 Network Place Chicago, IL 60673-1299	BASF Corporation Attn: Lockbox 29492 29492 Network Place Chicago, IL 60673-1294

CREDIT/FINANCING

Will my credit limits change?

BASF established credit limits with all active customers upon closing. Credit limits are in line with the credit limit that was in place before the closing of the transaction. BASF reserves the right to review limits at any time.

Will I have to reapply for credit?

No, reapplying for credit will not be necessary. BASF reserves the right to review credit limits based on information pertinent to a customer’s credit situation. Any such discussions would occur between the BASF credit team and the customer.

How do I get my credit limits increased?

If you believe there is a need for a credit limit increase, please call the following members of our BASF Credit Team:

Brands	Contact	Phone
Liberty, Rely, Finale, Stoneville, FiberMax, InVigor, CredeNZ	Carlisa Cooper	984-287-2982
ILeVO	Denise Watson	973-245-6574

Can a grower still finance through both John Deere Finance and Rabo Agrifinance now that the BASF/Bayer transaction has closed?

BASF will offer financing through JDF and Rabo for the remainder of the 2018 season.

- Full program details can be found at Data Dimensions, www.yourdatadimensions.com, and are also available via your BASF Field Sales Representative.
- Any financed product under the Bayer financing programs that occurred prior to closing will be managed by Bayer. Any questions related to those financed transactions should be directed to Bayer.



SALES & INVENTORY REPORTING

Will there be changes to my sales and inventory reporting processes?

Sales reporting will be done as follows:

For electronic transmissions

- Reporting sales, inventory, orders, ship notices, O2C/Order-to-cash transactions for Liberty®, Rely®, Finale®, Stoneville®, FiberMax®, InVigor® and Credenz® brands:
 - Electronic communications for the divested products need to be transmitted to a new, unique business entity.
 - The GLN and company name for this new entity is 0843665100001 – BASF Agricultural Solutions US LLC
 - For customers that currently communicate electronically directly with Bayer, the IP address and certificates to be utilized for transactions of divested products to be communicated to the new entity will need to be set up as follows:
 - » IP Address: 213.144.1.42
 - » URL – Prod: <https://asp09b6-gw.txx.seeburger.de/ebxml-txx3asp09b6as-10581>
 - » URL – Test: <http://asp09b6-gw.txx.seeburger.de/ebxml-txx3asp09b6ts1-10581>
 - » SFTP Connection IP address: 195.219.232.228
 - For customers that communicate electronically via third parties such as F4F or AgData, you will continue to communicate in the same manner that you do today with the exception of appropriate changes to the “envelope” information provided for the new entity.
 - BASF will retain the existing Bayer material IDs and customer IDs for these brands.
 - New, unique Global Trade Item Numbers (GTINs) have been generated based on the new Location Number noted above. These new GTINs are loaded in the AGIIS directory.
 - Now that the BASF/Bayer transaction has closed, you will receive a communication from AgData with further information along with the material IDs and the name of your primary point of contact.
- Report sales, inventory, orders, ship notices, O2C/Order-to-cash transactions for ILeVO® Seed Treatment Brands:
 - Electronic communications for the divested Seed Treatment products need to be transmitted directly to BASF using the same transmission protocol that is used today for BASF Crop Protection.
 - BASF will issue new material IDs for these brands.

Now that the BASF/Bayer transaction has closed, you will receive a communication from your BASF EDI contact who will provide information along with the new material IDs for sales and inventory reporting. Independent retail customers will no longer be required to report inventory of Liberty, Rely or ILeVO. These inventory volumes will be collected by your local BASF field representative.

Customers should be prepared to provide this data to their local BASF field sales representative when requested.

How will I report sales of LibertyLink® seed in the future?

Traditional LibertyLink seed varieties should continue to be reported through normal reporting channels (AgData) until further communication is provided to customers.

How do I access my sales history that I currently get through the online ordering tool?

The legacy Bayer CropScience online ordering tool will no longer be available now that the BASF/Bayer transaction has closed. Sales history is available from your local BASF field sales representatives.



Where do I go to report my ending inventory?

Distributors will continue to report inventory as they normally would through traditional reporting channels (AgData). Now that the BASF/Bayer transaction has closed, independent customers will no longer be required to report inventory of Liberty®, Rely® and ILeVO® products. Inventory volumes will be collected by your local BASF field sales representative.

Customers should be prepared to provide this data to their BASF field sales representatives when requested.

BUSINESS TERMS & AGREEMENTS

Will I need a new agreement for seed production for LibertyLink® or Balance® GT?

Seed production agreements have transferred to BASF and no action is needed from the customer. If you have any questions please reach out to your local seed production representative.

Will I need a new commercial agreement for any of the acquired seed brands?

- Certain agreements transferred to BASF upon the closing of the BASF/Bayer transaction and are in effect.
 - Stoneville® and FiberMax® agency agreements transferred to BASF upon close of the BASF/Bayer transaction.
 - Retailer agreements related to Credenz® seed transferred to BASF.
- Distribution agreements related to InVigor® seed, Liberty, Rely and ILeVO did not transfer and BASF is working to establish new agreements. Strategic Account Managers will contact customers to arrange execution of a new agreement or amendment of an existing BASF agreement.

Where do I find the BASF terms and conditions of sale?

Standard BASF Terms and Conditions have been updated for the acquired products. These are available on our customer information portal and from your BASF field sales representative.

What do I do about repack agreements for Bulk?

Repack agreements issued by Bayer will be valid until the EPA issues BASF a registration number for Liberty. The transfer of federal registration from Bayer to BASF will commence a few months after closing. Once federal registration is complete, state approvals will follow. Upon receipt of the registration number, BASF will issue new repack agreements to all Liberty bulk locations.

We will continue to keep you up-to-date on timelines for Liberty, Rely and ILeVO federal and state registration transfer to BASF and its impact on repack agreements.

Do I need a new LibertyLink stewardship agreement?

No, you do not. Legacy Bayer CropScience stewardship agreements are transferring to BASF.

Where do I find (BGTA) Trait Stewardship agreements if I still need to sign?

LibertyLink Trait along with other acquired cotton, soybeans and canola trait agreements are being transitioned to BASF through the AgCelerate® tool. AgCelerate should continue to be used for the creation and management of trait agreements. If you have any questions about your AgCelerate account please call the AgCelerate Support Hotline at 866-784-4630 or visit the AgCelerate website at www.agcelerate.com.



CLAIMS/TECHNICAL

Who do I contact if I have a claim (product quality, performance, replant or shared risk)?

Contact your BASF Authorized Retailer, BASF Business Representative, Seed Advisor or Innovation Specialist regarding all product and seed claim questions.

What happens to a claim I made before the closing of the BASF/Bayer transaction? Who is responsible to make that payment?

All claims submitted and approved prior to the close of the BASF/Bayer transaction will be fulfilled by Bayer. Any claims in-process (submitted but not approved) will be transferred to BASF for approval and fulfillment. All new claims made after the closing will be processed, approved and fulfilled by BASF. A BASF field sales representative will contact you if there are any questions or actions needed regarding claims still in process.

Where can I find technical information about a product?

Technical product information is available from BASF field sales representatives and BASF websites.

Are the Bayer Liberty®, Rely®, ILeVO®, Poncho® and Poncho/VOTiVO® labels still valid now that the BASF/Bayer transaction has closed?

Yes, the US EPA has allowed for overlapping registrations while BASF works on submitting and receiving state registrations. BASF will communicate timelines for federal and state registrations as they become available to keep you up to date.

What happens to EPA establishment numbers now that the closing of the BASF/Bayer transaction has taken place?

The EPA has allowed for continued use of the current EPA establishment numbers while BASF works through the regulatory process to obtain new establishment numbers.

FUTURE LAUNCHES

Are Balance® GT/GT27™, Balance GTLL/LibertyLink® GT27 and MGI part of the acquisition from Bayer?

Yes, they are included in the assets of Bayer's soybean/cotton seed and trait business that BASF acquired. BASF acquired all rights and obligations that result from Bayer's cooperation with MS Technologies™ on Balance GT/GT27 and Balance GTLL/LibertyLink GT27 soybeans that are currently being launched; and from cooperation with Syngenta on MGI soybeans that are in development.

Please visit the MS technology website for information on the launch of these two herbicide-tolerant systems in soybeans.

Balance GT/GT27 – www.gt27soybeans.com

Balance GTLL/LibertyLink GT27 – www.balancegllsoybeans.com

Will BASF launch Balance Bean herbicide?

BASF acquired the rights from Bayer to isoxaflutol-based herbicides for use on crops that are tolerant to isoxaflutol as a result of genetic modification. This includes the rights to Balance Bean. In the US, BASF intends to launch Balance Bean, an isoxaflutol herbicide specifically developed for use on Balance GT/GT27 and MGI soybeans, as soon as it receives US registration, which is expected sometime in 2018.



You mention Poncho®/VOTIVO® as an acquired brand. Does that also mean BASF acquired Poncho/VOTIVO 2.0?

Yes, BASF did acquire Poncho/VOTIVO 2.0. Please reach out to your BASF Seed Treatment Account Manager for more information on the launch or visit the product webpage at agriculture.basf.com/us/en.

PROGRAMS

What happens to programs now that the BASF/Bayer transaction has closed?

- In the majority of cases, there are very few differences between the core offer in the legacy Bayer programs and the newly launched BASF programs. Please be sure to read all newly launched 2018 marketing programs to familiarize yourself with the BASF terms and conditions. These have also been posted to the Data Dimensions website, www.yourdatadimensions.com, so you can access and download copies. Feel free to contact your BASF field sales representative any time with questions.
- Normally, the Market Year for BASF Marketing Programs runs October 1 through September 30. Please note that the newly launched 2018 marketing programs have effective dates from September 1, 2017, through September 30, 2018. This will allow BASF to launch the 2019 marketing programs with effective dates of October 1 through September 30 and align all marketing programs around a common 12-month period. This means that for the 2018 market year, calculations will include a thirteenth month of sales data.
- At closing, Bayer transferred accruals to BASF related to a number of previously launched Bayer marketing programs for the 2018 Bayer market year (September 1, 2017, through August 31, 2018). BASF is launching the following programs which are very similar in nature to the legacy Bayer programs.

Table 1:

Legacy Bayer Program Name	Target	BASF Program Name	Comments
Cottonseed Agent	Distributor	2018 Distributor Cotton Seed (Agent)	BASF to Pay Full Season
Cottonseed Sub-Agent	Retailer	2018 Retailer Cotton Seed (Sub-Agent)	BASF to Pay Full Season
Credenz® Retail	Retailer	2018 Retailer Credenz	BASF to Pay Full Season
2019 Credenz® Retail	Retailer	2019 Retailer Credenz	BASF to Pay Full Season
Innovation Plus™ Liberty®/LibertyLink® Grower Residual Program	Grower	2018 Grower LibertyLink Residual	BASF to Pay Full Season
InVigor® Distributor	Distributor	2018 InVigor Distributor	BASF to Pay Full Season
InVigor Early Book	Grower	2018 InVigor Early Book	BASF to Pay Full Season
InVigor Retail	Retailer	2018 Retailer InVigor	BASF to Pay Full Season
Liberty Early Stock Retail	Retailer/Distributor	2018 Retailer Liberty Early Stock	BASF to Pay Full Season
LibertyLink Soybean Marketing Program for LibertyLink Licensees	Seed Company	2018 LibertyLink Soybean Marketing for LibertyLink Licensees	BASF to Pay Full Season
National Distributor	Distributor	2018 Distributor National Program	BASF to Pay Full Season

- The new 2018 BASF marketing programs (see Table 1), will be paid by BASF and consider the full season of sales data. Bayer transferred all relevant historical data to BASF. Payments will be made on or before December 22, 2018. Any inquiries about these programs should be directed to your BASF field sales representative.
- Additionally, there are certain Bayer programs (see Table 2), where Bayer elected to calculate payments up to the closing date and disburse payment for that period. In these cases, BASF is launching the new program described in Table 2 (on next page) and earnings will be calculated from the closing date of the BASF/Bayer transaction to September 30, 2018. Payment will be on or before December 22, 2018. Any questions related to payments made by Bayer prior to closing date should be directed to Bayer. Any questions related to the newly launched programs or BASF payments should be directed to BASF.



Table 2:

Legacy Bayer Program Name	Target	BASF Program Name	Comments
Cotton Shared Risk – East	Grower	2018 Cotton Shared Risk – East	BASF to Pay Closing to Season End
Cotton Shared Risk – West	Grower	2018 Cotton Shared Risk – West	BASF to Pay Closing to Season End
Credenz® Replant – Northern & Western	Grower	2018 Credenz Replant Program – Northern & Western	BASF to Pay Closing to Season End
Credenz Replant – Southern	Grower	2018 Credenz Replant Program – Southern	BASF to Pay Closing to Season End
Downstream Seed Growth & Infurrow Replant Program	Grower	Downstream Seed Solutions Replant Program	BASF to Pay Closing to Season End
Innovation Plus™ Grower Finance	Grower	2018 Grower Finance	BASF to Pay Closing to Season End
InVigor® Replant	Grower	2018 InVigor Replant	BASF to Pay Closing to Season End
Liberty® Weed Control Guarantee	Grower	2018 Liberty Weed Control Guarantee	BASF to Pay Closing to Season End
National Retail	Retailer	2018 Retailer National Program	BASF to Pay Closing to Season End Will only include Liberty loyalty component

- There are also certain Bayer programs involving portfolio offers that include divested and non-divested brands. These are listed in Table 3, with an explanation of how they will be jointly fulfilled with two separate check payments, one from BASF and one from Bayer, for the respective earnings attributed to the divested and non-divested brands.

Table 3:

Legacy Bayer Program Name	Target	BASF Program Name	Comments
Innovation Plus – Southern Row Crop Portfolio	Grower	2018 Grower Southern Row Crop	BASF to pay Liberty, Stoneville®, FiberMax®, and Credenz portion of Portfolio Opportunity and LibertyLink® System Bonus

- Finally, there are additional Bayer programs involving portfolio offers that include divested and non-divested brands, where Bayer will continue to offer the program and will own final payment. BASF will provide relevant sales data to allow for calculation and fulfillment of these offers as it relates to the conveying brands. A single payment will be made by Bayer and any questions regarding payment on these offers should be directed to Bayer (see Table 4).

Table 4:

Legacy Bayer Program Name	Target	BASF Program Name	Comments
Innovation Plus – Autumn Super	Grower	N/A	Bayer to pay based on data provided by BASF
Innovation Plus – Proline® Match-up	Grower	N/A	Bayer to pay based on data provided by BASF

- Bayer has transferred information regarding any customized or unpublished distributor, retail and grower offers to BASF, as well as the appropriate accruals at closing. Your BASF field sales representative will advise of the details of any such offers that were transferred. BASF intends to honor and fulfill these commitments where accruals were transferred, subject to legal review and approval.
- Any 2018 market year programs for ILeVO® products will be paid out by Bayer based on 2018 market year beginning inventory plus in-season purchases, through the divestment date. Any questions regarding those payments should be directed to Bayer. Details on BASF 2019 programs related to seed treatment will be released and begin effective October 1st, 2018. For BASF sales to distributors from closing to September 30, 2018, BASF will be launching an interim marketing program to allow purchases during that time period to realize program rebates. Details will be released shortly.



■ Below is an overall summary of all programs affected by the acquisition of the relevant brands.

Crop	Legacy Bayer Program Name	Target	BASF Program Name	Comments
Cotton	Cotton Shared Risk – East	Grower	2018 Cotton Shared Risk – East	BASF to Pay Closing to Season End
Cotton	Cotton Shared Risk – West	Grower	2018 Cotton Shared Risk – West	BASF to Pay Closing to Season End
Cotton	Cottonseed Agent	Distributor	2018 Distributor Cotton Seed (Agent)	BASF to Pay Full Season
Cotton	Cottonseed Sub-Agent	Retailer	2018 Retailer Cotton Seed (Sub-Agent)	BASF to Pay Full Season
Soybean	Credenz® Replant – Northern & Western	Grower	2018 Credenz Replant Program – Northern & Western	BASF to Pay Closing to Season End
Soybean	Credenz Replant – Southern	Grower	2018 Credenz Replant Program – Southern	BASF to Pay Closing to Season End
Soybean	Downstream Seed Growth & Infurrow Replant Program	Grower	Downstream Seed Solutions Replant Program	BASF to Pay Closing to Season End
Soybean	Credenz Retail	Retailer	2018 Retailer Credenz	BASF to Pay Full Season
Soybean	2019 Credenz Retail	Retailer	2019 Retailer Credenz	BASF to Pay Full Season
N/A	Innovation Plus™ – Autumn Super	Grower	N/A	Bayer to Pay Based on Data Provided by BASF
N/A	Innovation Plus – Proline® Match-up	Grower	N/A	Bayer to Pay Based on Data Provided by BASF
N/A	Innovation Plus Grower Finance	Grower	2018 Grower Finance	BASF to Pay Closing to Season End
Liberty®	Innovation Plus Liberty/ LibertyLink® Grower Residual Program	Grower	2018 Grower LibertyLink Residual	BASF to Pay Full Season
Canola	InVigor® Distributor	Distributor	2018 InVigor Distributor	BASF to Pay Full Season
Canola	InVigor Early Book	Grower	2018 InVigor Early Book	BASF to Pay Full Season
Canola	InVigor Replant	Grower	2018 InVigor Replant	BASF to Pay Closing to Season End
Canola	InVigor Retail	Retailer	2018 Retailer InVigor	BASF to Pay Full Season
Liberty	Liberty Early Stock Retail	Retailer/ Distributor	2018 Retailer Liberty Early Stock	BASF to Pay Full Season
Liberty	Liberty Weed Control Guarantee	Grower	2018 Liberty Weed Control Guarantee	BASF to Pay Closing to Season End
Liberty	LibertyLink Soybean Marketing Program for LibertyLink Licensees	Seed Company	2018 LibertyLink Soybean Marketing for LibertyLink Licensees	BASF to Pay Full Season
Multiple	Innovation Plus – Southern Row Crop Portfolio	Grower	2018 Grower Southern Row Crop	BASF to pay Liberty, Stoneville®, FiberMax®, and Credenz portion of Portfolio Opportunity and LibertyLink® System Bonus
Multiple	National Distributor	Distributor	2018 Distributor National Program	BASF to Pay Full Season
Multiple	National Retail	Retailer	2018 Retailer National Program	BASF to Pay Closing to Season End; Will only Include Liberty Loyalty Component

When will BASF pay marketing program rebates?

BASF will pay all marketing program rebates related to the acquired brands on or before December 22, 2018.

What dates will BASF be using for its program year?

Bayer and BASF operated different season dates in their respective programs. As described on page 10, the BASF 2018 season for programs, including the conveying brands, will be September 1, 2017, to September 30, 2018. Transactions during this period will be considered for program calculations. For the 2019 season, BASF will be operating all programs on October 1, 2018, to September 30, 2019, dates.



Who will handle 2018 program reconciliation for seed?

Reconciliation for acquired seed brands will be handled by BASF for the 2018 season.

Will BASF know about the specific customer offers, or what CCO offers have been made in the past?

Bayer has provided details of any specific customer offers (except Distributor Market Support Offers) and your local BASF field sales representative will be following up to confirm offer details that were shared by Bayer.

Will Bayer's published programs be modified as a result of this divestment?

Any questions regarding Bayer programs not covered in this document should be directed to Bayer.

Will my Innovation Plus™ Grower Reward Points transfer to BASF?

Questions regarding Innovation Plus points earned should be directed to Bayer. As described in this document, the legacy Bayer Innovation Plus Southern Row Crop Program has been split and components related to the acquired brands will participate in a new 2018 BASF Grower Southern Row Crop Program. Accrual values have been transferred to BASF and payout will be made in the form of a check as opposed to earned Innovation Plus points.

Will BASF offer financing of the acquired brands?

BASF is launching finance offers with both John Deere Financial and Rabo AgriFinance for eligible purchases from the closing date till the end of the 2018 season – see program terms and conditions for details. All BASF programs can be found at the Data Dimensions website at www.yourdatadimensions.com.

How will Inventory Protection be managed for Liberty®, Rely® and ILeVO®?

BASF added Liberty, Rely and ILeVO to the 2018 BASF Inventory Protection Program. Distributors should refer to the program document for full terms and conditions.

When will BASF launch the 2019 programs?

BASF intends to launch Credenz® programs for the 2019 season soon after closing, which will be similar in nature to the 2019 Bayer Credenz program. Programs for InVigor®, FiberMax®, Stoneville®, Liberty, Rely and ILeVO will be launched at the end of September 2018. All programs will go into effect for transactions taking place from October 1, 2018, to September 30, 2019.

Where can I find the BASF programs?

BASF programs can be found at the Data Dimensions website, www.yourdatadimensions.com. Your BASF field sales representative will also share copies of the BASF programs.

Will Liberty count towards the retail sales minimum qualification in any 2018 BASF programs?

Yes, Liberty and Rely will count towards the retail sales minimum in BASF programs for the 2018 season.

What happened to the Liberty Loyalty criteria in the Bayer National Retail Program?

BASF has launched the 2018 Retail National Program – it includes a loyalty component related to Liberty. Full details are available in the program document which can be found at www.yourdatadimensions.com.

Always read and follow label directions.

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