

1.0 Statement of Purpose

DSW, Inc. ("Company") recognizes the important role our vendors play in achieving our goal of being the retailer of choice for branded footwear by satisfying customer expectations concerning selection, convenience and value. We believe building strong partnerships with our vendors allows us to ensure customer expectations and/or requirements are met for the success of our vendors and our company.

In addition to maintaining strong vendor partnerships, our Company utilizes current supply chain technology to improve merchandise flow from point of origin to sales floor. This provides our customer with the typical sale price found at specialty retailers and department stores. With an emphasis on technology, it is more important than ever that we work together with our vendors.

For these reasons, we have developed the DSW, Inc. Footwear & Accessories Vendor Logistics Guide ("Guide") to outline policies and procedures which vendors need to understand and follow in order to work with the Company. The Guide is a comprehensive reference source for merchandise which provides the vendor with the basic policies and procedures for conducting business with the Company. The intent of this document is to assist our vendors in successfully meeting the Company's standards governing business transactions.

The Guide outlines the following policies and procedures; purchase order ("PO") information, merchandise preparation, packaging, shipping, and electronic data interchange ("EDI") requirements. Each vendor is expected to satisfy all of the requirements outlined in the Guide when shipping merchandise to the company's distribution center. Merchandise deliveries will be audited to ensure Guide requirements are being met. Any non-compliance discovered by the Company may result in vendor chargebacks to recover the additional costs associated with excessive handling and/or processing of merchandise.

This Guide contains new material and supersedes any information you may have received under separate cover. When changes are made to any of the requirements contained within the Guide, you will be notified in advance of the new expectation and compliance deadline. **Your receipt of the Guide in its entirety or any components, via electronic or manual method, implies your acknowledgement and acceptance of the Company's requirements contained therewith in.**

1.0 Statement of Purpose (cont'd)

The success of these policies and procedures depends upon mutual and regular communications between the Company and vendor. We encourage you to work closely with the Company to develop a thorough and expeditious plan to comply with these policies and procedures. If after consulting the Guide you have questions regarding the requirements, please contact the Company's Vendor Relations team (see Section 10). Additional copies of the Guide can be accessed via the Internet at: <http://www.dswinc.com/vendors.jsp>.