

Baker & Taylor

ENTERTAINMENT RETAILER SERVICES

- 46,000 DVD titles from more than 1,400 vendors
- The fastest growing DVD distributor in the industry
- 25 years experience in Video/DVD distribution
- 177 years in business as a privately-owned company
- Nationwide delivery of DVDs, Music, Video Games and Books
- FIVE state-of-the-art, strategically located distribution centers
- Delivery to 98% of U.S. customers within 48 hours
- On hand/on order inventory of 175,000 unique Compact Disc, DualDisc™, Super Audio and DVD-Audio titles
- Internet Retail Services with OneBox Solution



WELCOME TO BAKER & TAYLOR!

Selection!

Baker & Taylor is the only full-line wholesaler offering nationwide delivery of DVD, music, books and video games! We have a title database of more than 225,000 CD titles in all genres as well as over 46,000 DVD titles from more than 1,400 manufacturers, including both major and independent studios.

Well-established in the entertainment industry, Baker & Taylor is uniquely prepared to meet the needs of video specialty stores, music and internet retailers. In addition to competitive pricing on new release products and catalog titles, Baker & Taylor offers a menu of exclusive services and technologies designed to help our retail partners stay on top of an ever-changing marketplace. Furthermore, we are one of the largest distributors of entertainment products to Hispanic markets in the U.S. and Puerto Rico.

Let Baker & Taylor be your One-Stop Source for the products you need to meet your customers' requirements and keep them loyal to your store!

Service!

Baker & Taylor's five state-of-the-art distribution centers, strategically located throughout the country enable us to offer exceptional fill rates and fast delivery. Our reliable distribution systems allow us to ship product so that it arrives at your store within 24 - 48 hours.

As you work with Baker & Taylor, you'll be supported by a dedicated sales team of industry veterans who specialize in advising and supporting our DVD account customers. You won't find a customer care team more knowledgeable about the home video industry and the thousands of studios we distribute. They're here to advise you every step of the way - to maximize your profitability and streamline the ordering process - with the mix of products and services that's right for your business.

Success with Baker & Taylor!

Let Baker & Taylor design an inventory and service package that will allow you to reap the most from the explosive home entertainment market. From online title search and ordering capabilities, to automatic fulfillment programs and merchandising tools, this brochure will give you a tour of the products, services and technologies that make Baker & Taylor the supplier of choice for so many video retailers across the nation. We've been serving customers for more than 177 years – and we look forward to serving you!

PRODUCTS

DVD

With over 46,000 unique titles in stock and ready for shipment, our inventory of DVDs is among the most comprehensive and plentiful available to the entertainment retailer. If you are looking for quick delivery of DVDs - from new release and event titles to catalog product and specialized genres – we meet all of your selection and service needs. Among our diverse offering of DVD titles are:

New Releases/Event Titles

- Theatrical
- Direct-to-DVD

Catalog Product

- Discount/Value-Based
- Re-promotions
Seasonal/Themed
- Re-pricings
- Spanish

Specialized Genres

- Documentaries
- Foreign
- Children's
- Exercise

Music

Baker & Taylor can help you develop a comprehensive and inspired music collection for your store. Voted **2004 and 2005 Wholesaler of the Year** by the National Association of Recording Merchandisers (NARM), we are the music supplier of choice for retailers nationwide. We have a title base of more than 225,000 Compact Disc, DualDisc™, Super Audio and DVD-Audio titles in all genres, including:

- Hip Hop
- Rap
- Rock/Pop
- R&B
- Alternative
- Country
- Punk/Hardcore
- Metal
- Emo
- Bluegrass
- Christian/Gospel
- Children's
- Classical
- Jazz
- Techno/Dance
- World Music
- New Age
- Reggae

With our sophisticated distribution systems, fast, nationwide delivery and extensive title selection, Baker & Taylor is the obvious one-stop for indie music retailers, and for other retailers seeking to increase their bottom line by adding music titles to their inventory.

Books

With over 4 million U.S. titles in our database, Baker & Taylor can supply virtually any American book in print. Baker & Taylor works with more publishers than any other U.S. wholesaler. We stock inventory from 37,000 imprints, with more than 875,000 unique titles on hand/on order at any given time. If we do not have the title you need in stock, we will order it from the publisher and supply it to you when we receive it. Our inventory includes a comprehensive selection of hard cover and paperback titles in all genres, including fiction, non-fiction, filmography, biography, graphic novels and manga. We also carry calendars and spoken word audio.

STATE-OF-THE-ART SERVICES & TECHNOLOGIES

Online Ordering

As a Baker & Taylor customer you will have FREE online access to price, discount and inventory information on over 4 million book, CD and DVD titles through **Title Source 3**. **Title Source 3** provides expanded search capabilities, real-time inventory and price checking, numerous box art images and synopses, expanded DVD and music title information and order confirmation. You can search our database in a number of ways, build shopping carts, transmit orders, and receive an online title-by-title confirmation of your order.

To make pre-booking easy and to help you take advantage of deep discounts on new releases, electronic lists (E-Lists) of forthcoming DVD, music and book titles are available on **Title Source 3**.

To register for **Title Source 3**, click the Register Today tab on the home page of **www.btol.com** and complete the online form or call Product Support at **1-800-775-3700**.

Online Customer Support (OCS)

Online Customer Support (OCS) is Baker & Taylor's FREE web-based account management system. Baker & Taylor customers can access our OCS system 24 hours a day, 7 days a week to search and view information related to their accounts, orders and invoices with Baker & Taylor.

The sophisticated search options available in OCS include the ability to query by Purchase Order, Baker & Taylor Order Number, Order Date Range and more. The OCS data is updated three times a day to reflect the latest order and invoice status as well as up to six months of history. You can also view detailed information, including order and account status, warehouse location, quantities and prices, and shipping details.

OCS also helps with shipping information. If the shipping carrier has external tracking capabilities, a link in the OCS system will take you directly to the carrier's website where you can retrieve additional information on your shipment's status. You also can print invoices and order details for your records.

Internet Retail Services

For retailers that meet specific EDI and volume requirements, Baker & Taylor can drop ship orders the retailer receives via the Internet directly to the end consumer. From concept through implementation, Baker & Taylor offers a full range of fulfillment services and support options for your business. With our OneBox solution, we can ship DVDs, music, books and video games in one package.

Baker & Taylor has five strategically located distribution centers with dedicated fulfillment lines and state-of-the-art technology in support of drop ship orders. We offer behind-the-scenes, back room operations such as inventory management, warehousing, account management, order processing and product fulfillment to complement your store's front-end sales and marketing presence. We even offer customized packing slips, gift cards personalized with your customer's message and gift-wrapping services.

For more information on how to maximize your business potential with fulfillment services, contact us today at **btfulfill@btol.com** or call **1-800-775-1800**.

STATE-OF-THE-ART SERVICES & TECHNOLOGIES

E-Lists

Baker & Taylor's E-Lists are selection lists that have been developed by our professional staff to help reduce the time and effort you spend seeking the titles that most interest you. Within **Title Source 3**, you'll have access at your fingertips to E-Lists of new, forthcoming and award-winning titles. E-Lists are organized into useful categories to help you browse easily the topics that interest you.

Get Started:

To begin using E-Lists, simply log on to **Title Source 3** and click on the E-Lists tab. If you are not yet registered for **Title Source 3**, see instructions for registration in the **Title Source 3** description on page four.

Co-Op Advertising and MDF (*Market Development Funds*)*

Baker & Taylor offers DVD retailers ongoing opportunities to benefit from vendor-supported consumer advertising. Our Co-op Advertising staff will administer all aspects of the advertising on your behalf, and monitor your account every step of the way, to ensure that you are getting every dollar earned through co-operative advertising efforts.

We will run co-op accrual reports, provide advertising artwork if needed, solicit ad approval from studios on your behalf and submit paperwork to the studios for reimbursement. Baker & Taylor will also solicit MDF from participating DVD vendors and handle administration of the funds on your behalf.

**Please note that studio co-op programs are subject to change according to designated program and title guidelines.*

Point of Purchase Promotional Items

Baker & Taylor makes every effort possible to provide you with a complete assortment of merchandising support materials for new releases. Poster Packs for in-store advertising are available at no charge and distributed at regular intervals. We'll also offer other value-added promotional items, such as T-shirts, stickers, buttons, etc., when studios make them available.

Ongoing Catalog Programs

We work with our studio vendors to consistently present increased margin opportunities on key catalog titles.

Give your DVD Account Manager a call at 1-800-775-2600 (Eastern Territory) or 1-800-775-3300 (Western Territory) to sign up for or to inquire further about any of these valuable services.

BAKER & TAYLOR ENTERTAINMENT PUBLICATIONS

As the world's leading DVD, music, video game and book wholesaler, Baker & Taylor produces publications that provide crucial information for making purchasing decisions. Most are available in hard copy or online. Below is a listing of the Baker & Taylor publications specifically tailored to the Entertainment retailer and designed to keep you (or your customers) up-to-date on the latest releases and forthcoming DVD titles.

Marquee

Baker & Taylor's leading entertainment publication, **Marquee** is published bi-weekly and provides up-to-the-minute DVD product information. Whether it's new release product, seasonal titles or exclusive catalog sales, **Marquee** has you covered. On-going features include our monthly *Title Listing Calendar* (TLC) and TLC Update with complete ordering information.

Title Listing Calendar

Baker & Taylor's exclusive *Title Listing Calendar* (TLC), included once a month with **Marquee**, line-lists the newest DVD releases for the upcoming month. The TLC features a "Recommended Title Section" that lists those "Must Have New Releases" and includes a complete title listing of all DVD titles being released that month. The TLC provides you with pre-order and street dates, cost and list pricing, as well as a quantity ordered column, to make your ordering easy.

At Home Entertainment

Baker & Taylor's monthly consumer publication, **At Home Entertainment** (formerly **Tape Talk**) is your in-store marketing vehicle, alerting your customers to the latest in new release products. Digest in size, **At Home Entertainment** is available for a nominal subscription fee. You will also receive, free of charge, a full-color, theatrical-size new release poster to hang in your store.

In addition, a new release DVD trailer loop is available to you for an additional fee. This promotional tool is perfect for playing throughout your store and you can bet it will create excitement with your customers! To learn more about this advertising vehicle, or to receive a free sample, please contact your Baker & Taylor Sales Representative.

The Alert™

Baker & Taylor's comprehensive, monthly media reference source for information on coming attractions; bestsellers; eclectic, niche-oriented titles; and new releases on DVD. Here you will find sections (complete with synopses) on new release product, foreign releases, documentaries, health & fitness, and gay & lesbian titles, to name a few.

As an added bonus, you'll find listings for the latest music video on DVD titles and a listing of "Musica Español" – new release Latin CD titles.

Español

Finding the right Spanish language titles can be a time-consuming, difficult and often frustrating task. In the publication **Español**, we collect information on Spanish titles in an easy-to-use format for our customers. Published three times per year, **Español** gathers information on Baker & Taylor's comprehensive selection of Spanish language and Latin American materials in an easy-to-use format for our customers. This newly expanded publication highlights a collection of recent releases and bestsellers, including DVD and music titles in Spanish, as well as book titles.

For a comprehensive list of Baker & Taylor publications, or to order a publication visit www.btol.com or ask your Field Territory Manager or DVD Account Manager. If you are not currently a Baker & Taylor customer, you will receive a three-month trial subscription, absolutely free simply by calling 1-800-775-2600.

OPENING AN ACCOUNT

To establish a Baker & Taylor entertainment account, please call 1-800-775-1800 or complete the **New Account and Confidential Credit Application** found in this sales package or on our website, and return the completed forms to us in either of the following ways:

Fax completed application to 1-800-998-3316 or

Mail the completed forms to:

BAKER & TAYLOR
ATTN: New Accounts
2550 West Tyvola Rd.
Suite 300
Charlotte, NC 28217

Account Terms and Payment Requirements

- Net 10 Days – Payment due 10 days from date of invoice
- Net 30 Days – Payment due 30 days from date of invoice
- Prepaid - Payment due prior to shipment
- Credit Card - Payment due via major credit card or debit card at time of shipment*

In order to pay by Debit or Credit Card, you must also complete a **Credit Card Payment Application, available for download from our website. For more information, please contact Information Services at 1-800-775-1800.*

You must provide a copy of your valid **Sales Tax Resale Certificate** along with your signed **New Account and Confidential Credit Application**. You must complete ALL **shaded** areas of the **New Account and Confidential Credit Application** and sign both pages of the Terms and Conditions and the personal Guaranty page.

Customers requesting a credit limit of \$10,000 or greater will be asked to provide a current financial statement and/or tax return along with a UCC-1 and security agreement.

If you have questions about the setup or terms of your account, please don't hesitate to call our Customer Financial Services department at 1-800-340-5370 or email DL-CFS_Retail@btol.com. Our CFS department is available Monday through Friday 8:00a.m. – 5:00p.m. EST.

Ordering DVD Products

After establishing a Baker & Taylor account, you may order by phone, e-mail, fax or through Title Source 3 at **www.btol.com**.

Online Ordering: Once you have registered for Title Source 3, you may use this service at any time by visiting **www.btol.com**.

Fax: You can fax your DVD orders to 1-412-787-0368. Once your order is received, you will receive a faxed response confirmation, usually the same day.

Email: orderentry@btol.com

Phone: Eastern Territory Customers call 1-800-775-2600 to place DVD orders.

Western Territory Customers call 1-800-775-3300 to place DVD orders (AZ, AK, CA, CO, HI, ID, NM, NV, OR, UT, WA WY).

You will receive instant stock and order confirmation.

BAKER & TAYLOR CONTACT GUIDE

When you open an Entertainment Account with Baker & Taylor you will be assigned a customer care team that will include a DVD Account Manager and Customer Financial Services Representative. They will be your primary contacts and will work closely with you on your account, but you may also find it necessary to contact other members of the Baker & Taylor team from time to time.

Please use the chart below as a handy reference guide for contacting us.

FOR:	CONTACT	PHONE	FAX	E-mail
<ul style="list-style-type: none"> Baker & Taylor account opening procedures New or expanded store services Information on policies and services 	Field Territory Manager	1-800-775-7930 + extension	1-800-998-3316	<i>btinfo@btol.com</i>
<ul style="list-style-type: none"> Find out more about our products and services Sign up for Baker & Taylor programs & services Place a phone order Inquire about an order or product availability Obtain delivery information and order deadlines for Next Day delivery Modify your account profile and/or backordering profile 	DVD Account Manager	1-800-775-2600 (East Coast) 1-800-775-3300 (West Coast)	1-412-787-0368	<i>orderentry@btol.com</i>
<ul style="list-style-type: none"> Account opening procedures Obtaining security codes (PIC or PIN #) Request a <i>Credit Card Payment Application</i> Subscribe to Baker & Taylor publications and E-communications Other general inquiries 	Information Services	1-800-775-1800	1-800-998-3316	<i>btinfo@btol.com</i>
<ul style="list-style-type: none"> Invoice and statement inquiries Proof of delivery for payment Line of credit information 	Customer Financial Services	1-800-340-5370	1-704-998-3314	<i>DL-CFS_Retail@btol.com</i>
<ul style="list-style-type: none"> Questions about returns and credits 	Customer Service	1-800-775-1200	1-877-775-5100	<i>servicetrd@btol.com</i>
<ul style="list-style-type: none"> Title Source 3 registration & technical support Point of Sale interface information Online Customer Service (OCS) registration & technical support 	Product Support	1-800-775-3700	1-908-541-7852	<i>electser@btol.com</i>
<ul style="list-style-type: none"> Questions about DVD, CD and video game returns 	AV Returns Department	1-800-775-2600 ext. 2500	1-412-787-0368	<i>CS_AV@btol.com</i>

See page 7 for instructions on how to order from Baker & Taylor.
For any other inquiries or additional information, please call Information Services at 1-800-775-1800.



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