- CONFIDENTIAL - LETTER OF GUARANTEE

To The J. M. Smucker Company:

The undersigned (“Seller”) hereby warrants and guarantees to The J.M. Smucker Company, its affiliates and subsidiaries (collectively, “Smucker”), that each and every article contained in each shipment or other delivery hereafter made to, or on the order of, Smucker meets the limits and requirements of the article’s specification; as verified by tests performed by Smucker.

In addition, the undersigned Seller warrants and guarantees that each and every article contained in each shipment or other delivery hereafter made to, or on the order of, Smucker is not (1) adulterated or misbranded within the meaning of the Federal Food, Drug & Cosmetic Act, nor an article which may not, under the provisions of Section 404 or 505 of the Act, be introduced into interstate commerce; (2) adulterated or misbranded within the meaning of the Federal Insecticide, Fungicide and Rodenticide Act, the Federal Caustic Poison Act, state Pure Food Acts or any other applicable federal, state, or local laws; and not an article which cannot be legally transported or sold under the provisions of any federal, state, or local laws; nor (3) misbranded within the meaning of any federal, state or local law, including California Proposition 65.

Seller further warrants and guarantees, if the article covered by this written guarantee is a flavor designated by Seller as containing no artificial flavor, that said flavor, to the best of Seller's knowledge and belief, does not contain any artificial flavor and that Seller has added no artificial flavor to it.

Seller agrees to save Smucker harmless from all liability and expenses, including expenses of investigation of complaints and counsel fees, arising out of any breach of the guarantee set forth above.

This Letter of Guarantee shall become effective when signed, and shall continue in effect until it is revoked by giving ten (10) days’ written notice to Smucker.

Product:

(Company Name of Seller)

(Seller’s address)

By:

Name

in print:

Title:

Date: