Program Period

SFE Dealer Performance Bonus Enrollment Period
November 5, 2012 – December 7, 2012

SFE Consultant Performance Bonus Enrollment Period
November 5, 2012 – December 31, 2013

Program Headquarters
PO Box 1610
Minneapolis, MN 55440-1610
Phone: 1-800-368-1638
Fax: 1-800-784-7543
Web site: www.gmprograminfo.com

Eligibility
Retail and Business Elite Eligible Participants
GM Retail and Business Elite Sales Consultants enrolled by Dealers in the Consultant Performance Bonus Program and meeting all qualification requirements set forth in these rules are eligible (Dealer must be enrolled in the SFE Dealer Performance Bonus program to enroll Sales Consultants).

- Neither the Dealer Operator of the dealership, as defined in the Dealer Sales and Service Agreement, nor the Executive Manager is eligible to enroll or earn Bonus payouts in the 2013 Consultant Performance Bonus program.
- Sales Managers cannot be enrolled in, or earn Bonus payouts in, the 2013 Consultant Performance Bonus program.

Dealer Enrollment
- A dealership must be enrolled in the SFE Dealer Performance Bonus program in order to enroll Sales Consultants in the Consultant Performance Bonus program.
- Enrollment in the Consultant Performance Bonus program is accessible through the SFE Dealer Performance Bonus program web site at www.GMSPFLive.com from November 5 – December 7, 2012.
- A Dealer Operator and/or Executive Manager must enroll all of the dealership Retail or Business Elite Sales Consultants in the 2013 Consultant Performance Bonus program.
- Retail and Business Elite Sales Consultant enrollment in the 2013 Consultant Performance Bonus program is separate from enrollment in the 2013 Mark of Excellence Recognition program.
• Dealership enrollment rosters will be prepopulated with Sales Consultants who were enrolled in the 2012 Mark of Excellence Bonus program.

• Dealers will also have the option of enrolling brand new Sales Consultants in the program. Must confirm user profile in Global Connect has GMIN tied to a correct SSN at time of enrollment.

• Sales Consultants who are enrolled by January 31, 2013, will receive sales credit retroactive to January 3, 2013. Sales Consultants enrolled after January 31, 2013, will receive sales credit retroactive to the first day of the month in which they are enrolled.

• Sales Consultants can be enrolled or un-enrolled any time during the program year.

• Business Elite Sales Consultants must also be enrolled in the FCO Business Elite program in order for their eligible Business Elite sales to count toward Bonus program payout.

Sales Consultant Enrollment
To complete the enrollment process, Sales Consultants must provide required information upon first login for the program year at www.gmprograminfo.com.

• This step MUST be completed to earn bonus payout; participants will not receive retro pay for previous months if profile is not completed and confirmed in a timely manner.

Some Sales Consultants and Business Elite Sales Consultants have established more than one GMIN to their name. In order to receive a monthly payout, you must use the SAME GMIN for Center of Learning and the Consultant Performance Bonus program. Since the payout results in taxable earnings, you must also submit a SSN to this same GMIN.

• Confirm same GMIN as Center of Learning in Global Connect with an SSN.

• Confirm this same GMIN at first login for program year at gmprograminfo.com; click on Recognition; click on Consultant Performance Bonus program.

• Enter this same GMIN in Order Work Bench at time of each vehicle delivery.

These steps must be complete to earn bonus payout; participants will not receive retro pay for previous months if these steps are not completed and confirmed.

Retail Delivery Information
Eligible Deliveries
Retail new vehicle sales and lease deliveries of 2011, 2012, 2013 and 2014 General Motors vehicles (see “Eligible Delivery Types” and “Ineligible Delivery Types”) will count toward the delivery objective if:

• Eligible deliveries for enrolled Sales Consultants are determined by the Channels in which their dealership enrolled in the SFE Dealer Performance Bonus program. Any sales for Channels in which the Dealer is not enrolled for the SFE Dealer Performance Bonus program will not be eligible for payment in the Consultant Performance Bonus program.

• VINs delivered outside of the delivery dates in the grid below will not be eligible for program payout. However, monthly deliveries may be reported within two days following the end of the sales month to be eligible for monthly payout (with the exception of the Sales Calendar month of December where sales must be reported by month-end of January 2, 2014).

• The delivery is reported via OWB with a proper Sales Person ID (GMIN) at time of delivery.

• The delivery is reported as a first delivery.

• The delivery has an eligible CDR delivery type.

<table>
<thead>
<tr>
<th>Month</th>
<th>Sales Calendar Dates</th>
</tr>
</thead>
<tbody>
<tr>
<td>January</td>
<td>January 3 - 31</td>
</tr>
<tr>
<td>February</td>
<td>February 1 - 28</td>
</tr>
<tr>
<td>March</td>
<td>March 1 - April 1</td>
</tr>
<tr>
<td>April</td>
<td>April 2 - 30</td>
</tr>
<tr>
<td>May</td>
<td>May 1 - 31</td>
</tr>
<tr>
<td>June</td>
<td>June 1 - July 1</td>
</tr>
<tr>
<td>July</td>
<td>July 2 - 31</td>
</tr>
<tr>
<td>August</td>
<td>August 1 - September 3</td>
</tr>
<tr>
<td>September</td>
<td>September 4 - 30</td>
</tr>
<tr>
<td>October</td>
<td>October 1 - 31</td>
</tr>
<tr>
<td>November</td>
<td>November 1 - December 2</td>
</tr>
<tr>
<td>December</td>
<td>December 3 – January 2</td>
</tr>
</tbody>
</table>
## Eligible Delivery Types

### 2013 SFE Eligible Delivery Types

<table>
<thead>
<tr>
<th>CDR DELIVERY TYPE</th>
<th>DESCRIPTION</th>
<th>YES/NO</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>A. RETAIL SALES</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10</td>
<td>Individual</td>
<td>Yes</td>
</tr>
<tr>
<td>11</td>
<td>Dealer-Owned Company Vehicle</td>
<td>No</td>
</tr>
<tr>
<td>16</td>
<td>GM Supplier</td>
<td>Yes</td>
</tr>
<tr>
<td>17</td>
<td>Scrapped Unit</td>
<td>No</td>
</tr>
<tr>
<td>18</td>
<td>Business / Organization</td>
<td>Yes</td>
</tr>
<tr>
<td>21</td>
<td>GM Employee Stock (GMS)</td>
<td>Yes</td>
</tr>
<tr>
<td>22</td>
<td>GM Employee PEP (GMU)</td>
<td>Yes</td>
</tr>
<tr>
<td>23</td>
<td>GM Dealer Employee</td>
<td>Yes</td>
</tr>
<tr>
<td>24</td>
<td>Dealer Daily Rental</td>
<td>No</td>
</tr>
<tr>
<td>25</td>
<td>Driver Education**</td>
<td>No</td>
</tr>
<tr>
<td><strong>B. FLEET SALES</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>14</td>
<td>Leasing Company</td>
<td>Yes/No*</td>
</tr>
<tr>
<td>20</td>
<td>Daily Rental</td>
<td>No</td>
</tr>
<tr>
<td>35</td>
<td>Business Organization</td>
<td>Yes/No*</td>
</tr>
<tr>
<td>36</td>
<td>Non-Federal Government without Bid Assistance</td>
<td>Yes/No*</td>
</tr>
</tbody>
</table>

*014/035/036 Deliveries with the following Incentive codes are INELIGIBLE:

<table>
<thead>
<tr>
<th>INELIGIBLE INCENTIVE CODES</th>
<th>DESCRIPTION</th>
</tr>
</thead>
<tbody>
<tr>
<td>R6D, PBS, PBP</td>
<td>GM Bid Assistance</td>
</tr>
<tr>
<td>VNL</td>
<td>Commercial Repurchase Program</td>
</tr>
<tr>
<td>CAP, FYP, ST0, ST1, ST2, ST3</td>
<td>Competitive Assistance Program (CAP)</td>
</tr>
<tr>
<td>ANC, B3D, R6H, YF2, YF7, YF1, (R6J Chevy Only)</td>
<td>Special Option Codes</td>
</tr>
</tbody>
</table>

| 38                | Bid Center Support Unit | No |
| 40                | Federal Government | No |
| **C. RETAIL LEASE (GMAC/FINANCIAL INSTITUTION)** |             |        |
| 15                | Retail Lease – Individual | Yes |
| 29                | Retail Lease – Business / Organization | Yes |
| 32                | Retail Lease – GM Employee Stock (GMS) | Yes |
| 33                | Retail Lease – GM PEP (GMU) | Yes |
| 34                | Retail Lease – GM Dealer Employee | Yes |
| 37                | Retail Lease – GM Supplier | Yes |
| **D. OTHER (REPORTED DELIVERY TYPE MUST ALSO BE ELIGIBLE)** |             |        |
| Export Units (Except Tourist Policy Sales) | No |
| Resale Units | No |
| Units Purchased from GM for Non-GM Employee | No |
| Dealer Demo | No |
| Medium-Duty Vehicles | No |
| No mileage restriction for SFE-eligible VINs | |

**GMAC RAC (025) units are not eligible for SFE until taken out of service and delivered as an SFE-eligible retail sale.**

*014/035/036 Delivery Types ordered and reported via Secondary Dealer code are not SFE-eligible*

**NOTE:** Special Event vehicles are only eligible for SFE if delivered as a Retail Sale.
**Retail Deliveries Defined**

- Only those new vehicle transactions representing a bona fide delivery of a specific new vehicle to a specific customer are to be reported as a delivery and included in GM’s sales reports.
- A vehicle cannot be considered delivered by a Dealer unless there has been a preceding or simultaneous wholesale transaction from GM to the Dealer.
- A new vehicle delivery by a Dealer generally occurs, for reporting purposes, when there is a bona fide transfer of title to or lease of a VIN specific vehicle to a specific consumer identified by name and address. Each new vehicle delivery must be supported by a completed delivery record which includes the foregoing information, the identity of selling Dealer and vehicle delivery date.
- In special circumstances where GM sells directly to the final customer (such as the federal government), delivery will be counted when there is a VIN specific bona fide transfer of ownership from GM to the customer. In these cases, an invoice will have been issued and the transaction will generally be supported by a contract for purchase of the specific vehicles.
- This program will not be extended because of any failure or error by the dealership in submitting deliveries in an accurate and timely manner.
- Eligible deliveries must be reported in the same name as the individual paid on the dealership’s commission voucher.
- All General Motors general guidelines and definitions of terms relative to incentive programs that were supplied to your dealership apply to this program. Refer to the GM Dealer Sales Allowance and Incentive Manual.

**Dealer Billing**

- Participation in the Consultant Performance Bonus program requires additional dealership financial participation. Dealerships electing to participate in the Consultant Performance Bonus program will be billed a $30 contribution amount for each eligible vehicle delivery for all enrolled Sales Consultants. These contributions will be billed to the Dealer’s Open Account monthly, beginning the month after the web registration is completed.
- Eligible VINs will not be billed for participants who do not meet monthly sales minimums. For the final month of each quarter, eligible VINs will not be billed for participants who do not meet monthly sales minimums or quarterly program criteria.
- If an eligible vehicle is reported sold and delivered, and is subsequently returned to Dealer stock after the Dealer has been billed for the contribution, GM will credit the amount previously billed for the month when the vehicle is reported returned. When resold, the vehicle will again be billed accordingly.
- During the first month following the First, Second and Third Quarters of 2013, Dealer Operators will receive a refund to the Dealer’s Open Account of any Consultant Performance Bonus Program Dealer contributions for Sales Consultants who are un-enrolled during the previous months. For un-enrollments that take place during the Fourth Quarter of 2013, credits will be issued during the First Quarter of 2014.

  Example: Dealer “A” pays $30 per vehicle for 10 vehicles sold and delivered by Sales Consultant #1. Subsequently, Consultant #1 leaves the dealership and is un-enrolled. The $300 (10 vehicles x $30) is never earned and will be credited to the Dealer’s Open Account in the month following the end of the quarter in which the Sales Consultant is un-enrolled.

**CDR Cancellations/Changes**

- CDR cancellations/CDR record changes may affect the payout calculation and possible tier level charge-backs resulting in debits against Sales Consultant future earnings.
Returns to Stock

- Returns to stock will be credited back to the original dealer and billed to the new dealer if the VIN is transferred to a new dealer.
- Eligible VINs that are returned to stock and resold during the month, prior to that month’s final bonus payout, will be removed from the original Sales Consultant’s eligible delivery count and applied to the eligible delivery count for the Sales Consultant who re-delivered the vehicle. The Sales Consultant who re-delivered the vehicle will be eligible for the entire VIN payment (provided they meet individual qualifiers and the VIN is not returned to stock).
- Eligible VINs that are returned to stock but were paid for a previous month and re-delivered in a subsequent month will:
  o Be removed from the original Sales Consultant's eligible delivery count and debited from future earnings.
  o Be added to the eligible delivery count for the Sales Consultant who re-delivered the vehicle and paid out during that month's payout process.

  Example: Sales Consultant "A" sells a vehicle in January and receives the $100 Bonus payout for that delivery. In April, that vehicle is returned to stock and re-delivered by Sales Consultant "B". Sales Consultant "A" will be debited the Bonus payout of $100 in future earnings. Sales Consultant "B" will be eligible for the $100 Bonus payout for that delivery, provided he/she meets the program qualifiers.

- Debits due to returns to stock will include the total payout for the VIN as well as difference in per VIN earnings for other VINs if the removal of the VIN Returned to Stock changes the payout tier.

  Example: Sales Consultant "A" sells 10 Chevrolet vehicles in January and receives the $200/VIN Bonus payout. In April, one vehicle is returned to stock and re-delivered by another Sales Consultant. Because the sales tier changed from 10+ ($200/VIN) to 5-9 ($100/VIN), the overall payout calculation changes. Sales Consultant "A" will be debited the Bonus payout of $200 for that VIN PLUS $900 for the other VINs for a total of $1,100 debited from future earnings.

- Returns to stock that are transferred to and re-delivered by another dealership or that cross GM Sales Calendar years fall under the same Bonus payout rules described above.

5 or More Fleet Rule

- Deliveries of 5 or more units to a single customer during the calendar year are considered Fleet deliveries and will not count toward meeting the Sales Objective.

  Example: Sales Consultant “A” sells 4 vehicles in January to the same customer and receives a $100/VIN Bonus payout for those deliveries. In April, Sales Consultant “A” delivers 2 more vehicles to the same customer. Due to the 5 or More Fleet Rule, none of the 6 VINs are eligible for payment and the participant will be debited the Bonus payout (from the first 4 VINs) of $400 from future earnings.

- Debits due to the 5 or More Fleet rule can affect previous earnings.
- Debits will include the total payout for the VIN(s) as well as the difference in earnings if there are changes the payout tier for other VINs removed due to the 5 or More Fleet rule.
- Debits will be held from future earnings.

Bonus Qualifiers

Retail CSI Qualifier

To be eligible for any bonus under this program, the Sales Consultant must meet or exceed a Target CSI established by GM. New Sales Consultants will receive a 6-month CSI grace period (CSI Grace matches the Center of Learning grace period).

- The Target CSI measurement will be 3.50 for the GM Overall 3-month OR 12-month Index score for PDS Question #10, “Overall Satisfaction with Sales Consultants.”, whichever is greater.
Example: Sales Person “A” sells 18 eligible VINs (5 in January, 7 in February and 6 in March) and also meets the Quarter 1 Center of Learning qualifier of 25%. However, his Quarter 1 CSI (defined as the April CSI report) is 3.20 for the 3-month index score and 3.41 for the 12-month index score. Because both scores are below the 3.50 CSI Target, Sales Person “A” will not receive payout for any of his January, February or March VINs.

Monthly reports can be used to track CSI progress at www.gmprograminfo.com.

Retail Center of Learning Certification Qualifier
Sales Consultants must complete applicable 2013 Center of Learning Sales Consultant (Retail and/or Business Elite) Certification requirements to earn a payout in the Consultant Performance Bonus program. New Sales Consultants will receive a 6-month Center of Learning grace period (determined by their date of enrollment in Center of Learning as a Sales Consultant).

Center of Learning Sales Consultant Certification requirements for the 2013 calendar year will include professional development courses (or test-outs) and product knowledge testing. Center of Learning will provide detailed information to all GM Dealers about these requirements separately.

In order to be eligible for the Sales Consultant monthly payout for the Consultant Performance Bonus program, enrolled Sales Consultants must meet the quarterly training requirements as outlined below. These requirements are posted on their Center of Learning reports as well as the Consultant Performance Bonus program reporting.

- January, February, March = 25% non-technical courses required complete
- April, May, June = 50% non-technical courses required complete
- July, August, September = 75% non-technical courses required complete
- October, November, December = 100% non-technical courses required complete

Example: Sales Person “A” sells 18 eligible VINs (5 in January, 7 in February and 6 in March) and also meets the Quarter 1 CSI qualifier, however, his Quarter 1 Center of Learning percentage is 20%. Because his training percentage does not meet the 25% minimum requirement, Sales Person “A” will not receive payout for any of his January, February or March VINs.

Business Elite Sales Consultants who sell both Retail and Business Elite eligible vehicles must complete BOTH the Retail and Business Central Sales Consultant training.

Please be sure to verify your employee profile at the Center of Learning web site, www.centerlearning.com under MENU / Profiles / Edit Your Profile, for complete and accurate reporting.

For more information about Center of Learning, see your dealership’s on-staff Training Site Coordinator or a member of your Zone Team. You can also visit www.centerlearning.com, use the “Contact Us” feature to send an email or call the Center of Learning Help Desk at 1-888-748-2687.

Consultant Performance Bonus Payout

Bonus Selection
Retail and Business Elite Sales Consultants who are enrolled in the Consultant Performance Bonus program, have met the Channel minimum sales qualifier (notated below under the Channel grids) and all other qualifiers set forth in these rules, will earn a Bonus payout per eligible VIN sold and delivered during the Monthly payout period (see monthly delivery date calendar under Eligible Deliveries above) retroactive to the first unit sold. Sales Consultants must be employed at the enrolling dealership at the time of the bonus distribution or they forfeit all payouts.

Dealers must select a payout option during the program enrollment period. Dealers may choose either the flat $100 per VIN payout for Consultants or the Channel payout grid (see grids below). The selected method of payout will apply to all enrolled Consultants at the dealership. Once enrollment is complete, Dealers cannot change their payout selection for the program year.
GM reserves the right to temporarily alter, increase or otherwise modify the Sales Consultant Performance grids or flat payout option based on business needs. This could result in available Sales Consultant Performance Bonuses above the regular monthly grids or flat payout amount.

**Bonus Payout**

The Consultant Performance Bonus is paid monthly starting with Quarter 2, 2013. For example, January 2013 eligible sales will be paid out in April 2013 provided program qualifiers are met. Please refer to the calendar below for the payout processing timeline.

Sales Consultants will receive a monthly payout for the Consultant Performance Bonus program if:

- Their Channel monthly minimum eligible vehicle deliveries is met (see grids above), **AND**
- They have met their CSI Qualifier as outlined above, **AND**
- They have met the quarterly training requirement as defined on their Center of Learning reports as outlined above.

The Monthly Bonus payout will be based on the Channel monthly sales minimum and payment amount related to the Channel sales range. Payout is retroactive to the first unit sold if the Channel sales minimum is met.

**Example if Dealer is enrolled in both Chevrolet and Cadillac SFE Dealer Performance Bonus program:** Participant “A” sells 15 eligible Chevrolet VINs and 2 eligible Cadillac VINs in January, 2013 and has met the other program criteria. Based on the Channel grids on the previous page, Participant “A” will receive $3,200 total (15 Chevrolet VINs @ $200 each + 2 Cadillac VINs @ $100 each = $3,200) in April 2013.

<table>
<thead>
<tr>
<th>Month</th>
<th>CSI</th>
<th>Training</th>
<th>earnPOWER payout</th>
</tr>
</thead>
<tbody>
<tr>
<td>January 3 - 31</td>
<td>April 3 or 12 month</td>
<td>Q1</td>
<td>Last week April Last week May Last week June</td>
</tr>
<tr>
<td>February 1 - 28</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>March 1 - April 1</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>April 2 - 30</td>
<td>July 3 or 12 month</td>
<td>Q2</td>
<td>Last week July Last week Aug Last week Sept</td>
</tr>
<tr>
<td>May 1 - 31</td>
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<td>June 1 - July 1</td>
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<tr>
<td>July 2 - 31</td>
<td>Oct 3 or 12 month</td>
<td>Q3</td>
<td>Last week Oct Last week Nov Last week Dec</td>
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<td>August 1 - September 3</td>
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<td>September 4 - 30</td>
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</tr>
<tr>
<td>October 1 - 31</td>
<td>Jan 3 or 12 month (2014)</td>
<td>Q4</td>
<td>Last week Jan (14) Last week Feb (14) Last week Mar (14)</td>
</tr>
<tr>
<td>November 1 - December 2</td>
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<td></td>
</tr>
<tr>
<td>December 3 - January 2</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Example if same Dealer selected Flat $100/VIN Payout:
Participant “A” sells 15 eligible Chevrolet VINs and 2 eligible Cadillac VINs in January, 2013 and has met the other program criteria. Participant “A” will receive $1,700 total (15 Chevrolet VINs @ $100 each + 2 Cadillac VINs @ $100 each = $1,700) in April 2013.

New for 2013, there will no longer be a Bonus Confirmation process prior to payment processing. Payments will be calculated based on month-end sales results, as well as other program qualifiers. It is the responsibility of Dealers and Sales Consultants to review their reports frequently for accuracy and contact Program Headquarters regarding any discrepancy.

All Consultant Performance Bonus program payouts will be issued to the Sales Consultant and will be deposited into a GM earnPOWER account. Then they will have three options: (1) transfer their earnings to a Visa® Mark of Excellence debit card; (2) transfer their earnings to their checking/savings account via an ACH transfer; or (3) shop in the exclusively yours® rewards collection online catalog.
GENERAL CONSULTANT PERFORMANCE BONUS PROGRAM RULES

Reporting
Access your personalized statement at the Consultant Performance Bonus website located at www.gmprograminfo.com. Reports will not be available until your Dealer Operator has enrolled you in the program and you have provided the required profile information upon your first login at the Consultant Performance Bonus program website.

Monthly Sales Consultant Report — Sales Consultants, Sales Managers and Dealer Operators can view the Sales Consultant Report, which includes sales volume level, VIN detail, CSI and Training information. Once the payments are processed, reports will reflect current Consultant Performance Bonus earned.

Monthly Financial Statement — The Dealer may access a monthly financial statement that includes, by Channel, units sold and payout amounts, month and year-to-date.

Terminations/Transfers
• Sales Consultants must be employed at the enrolling dealership at the time of the bonus distribution or they forfeit all payouts.
• Sales Consultants will forfeit all bonus payouts if they are terminated from or, voluntarily leave, a dealership prior to bonus payout.
• Bonus payouts are not transferable if a Sales Consultant moves from one dealership to another. A Sales Consultant who changes dealerships will forfeit bonus payout at the dealership they left and will start over at the dealership they move to, provided the new dealership enrolls them in the Consultant Performance Bonus program.

Appeals Process
• 2013 program rules will be strictly adhered to. Thus the Sales Consultant must establish one GMIN to their SSN which is used for the sales reporting, CSI and Center of Learning.
  o No exceptions will be made for sales delivered outside established monthly program dates.
  o No exceptions will be made for VINs reported under the SSN where downstream CSI and Training qualification is affected by failure to use the GMIN
  o No exceptions will be made when the Sales Consultant continues to use more than 1 GMIN.
  o No exceptions will be made for late training completions.
  o No exceptions will be made for failure to meet CSI requirement.
• If an exception still needs consideration, a Sales Consultant can appeal their results.
• Sales Consultants can appeal their individual program results for review with GM and Program Headquarters through the online Consultant Performance Bonus program Appeals process.
  o The Sales Consultant Appeal Process is accessible on the Consultant Performance Bonus website under the Appeals tab on the top navigation. Please review the online tutorial for additional information.
  o Sales Consultants will be required to submit required documentation electronically via the website.

Dealership Credits
During the first month following the First, Second and Third Quarters of 2013, Dealer Operators will receive a refund to the Dealer’s Open Account of any Consultant Performance Bonus Program Dealer contributions for Sales Consultants who are un-enrolled during that quarter or for Sales Consultants who do not meet the monthly qualifiers. For un-enrolled or non-qualified Sales Consultants that take place during the Fourth Quarter of 2013, credits will be issued during the First Quarter of 2014.
**Buy/Sell, Termination or Change in Channel Alignment**

**Buy/Sell**
- In the case of a buy/sell, neither the Dealer nor the Sales Consultant will need to take action as enrollment will transfer to the new dealership.
- Eligible VINs will transfer to the new dealership.
- Training follows the Sales Consultant regardless of their dealership enrollment.
- CSI scores do not carry over to the new dealership.
- The new Dealer must remain in the program in which the selling Dealer was enrolled (This applies to each channel in which the selling Dealer was enrolled and the GM SFE Multi-Line Program).
- The new Dealer must retain the Channel or Flat payment grid selected by the selling Dealer.

**Realigning/Adding/Deleting Channels — Chevrolet, Buick, Cadillac, and GMC**
- Sales Consultants at dealerships that enter into or terminate a GM Dealer Sales and Service Agreement to sell motor vehicles for any eligible GM Channel after the SFE Dealer Performance program enrollment period are not eligible to participate in the program.
- Sales Consultants at dealerships that experience a realignment of eligible channels, add any eligible channels, can participate as long as the Dealer enrolls that channel and enrolls the Sales Consultant.
- For Dealers that delete any channels during the program period, Sales Consultants will not be eligible for the program bonus payout for that channel.

**Terminations**
- If the dealership terminates or goes out of business (BAC terminates), the Sales Consultants will not earn any Bonus payouts. Payments are made only to Sales Consultants that are at active and operating dealerships at the time of payment. Funds collected from the Dealer under the Consultant Performance Bonus program, if any, will be paid to the Dealer within 90 days after the termination is effective via the GMDID data transmission.

**Bonus Payout Eligibility**
Bonus payouts are non-transferable; the individual earning the Bonus payout must accept the payout or forfeit. Sales Consultants must be employed at the enrolling dealership at the time of the Bonus distribution or they forfeit all Bonus payouts. Exceptions include:
- **Retirement** - Once a Sales Consultant’s retirement status has been approved, payment will be made according to program guidelines within 90 days of receipt of a request for payment from the dealership provided the Sales Consultant has met or exceeded all criteria to win. Once retired, Sales Consultants cannot participate in Consultant Performance Bonus program.
- **Death** - Once a request is approved due to the death of a Sales Consultant, payment will be made to the estate within 90 days of approval (mailed to the address as required by the estate’s executor). A copy of the Death Certificate and proof of the executor of the estate are required.
- **In all cases, claimants must have met the criteria to win to qualify for and receive any payouts.**
- All requests for exception based on these events must be completed via the Exception System through your GM Zone Manager. Requests must be signed by the Dealer Operator and the GM Zone Manager and submitted to Program Headquarters before they will be considered by GM.

**Tax Provisions**
- Liability for federal, state or other taxes imposed upon a Bonus payout is the sole responsibility of the reward winner, not General Motors. Program Headquarters will report all payouts to the appropriate taxing authorities if appropriate. If applicable, a Form 1099 from General Motors will be issued to the reward winner’s Social Security number at the end of the calendar year reflecting all bonus payouts and gifts earned during that tax year.

**Auditing**
- General Motors reserves the right to audit all Dealer records supporting any vehicle delivery and to disqualify participants in the event of any irregularity. Sufficient dealership records must be kept to evidence the sale or lease of all vehicle deliveries. GM reserves the right to debit the Dealer’s Open Account for any Bonus payouts improperly credited to the Dealer or its personnel.
- GM will audit all deliveries of eligible units as reported by the dealership via CDR.
**Interpretation of Rules**

- General Motors reserves the right in its sole business discretion to cancel, suspend, amend or revoke this activity, in whole or in part, if General Motors determines that such action is necessary for any reason including, but not limited to, the occurrence of circumstances beyond its control.

**Address Updates**

- It is the sole responsibility of the reward winner to update their mailing address with Program Headquarters. Program Headquarters will not be responsible for GM earnPOWER cards that are shipped to an incorrect address.