

TrueCar Write-Off Policy (Effective September 1, 2013)

TrueCar Is Different

Deep-In-Funnel Prospective Customers, Fully Accountable, Not Lead Generation

- **Deep-In-Funnel Prospective Customers:** Users of TrueCar sites go through multiple steps before contacting a participating Dealer, resulting in deep-in-funnel prospective customers. Steps include:
 - **Brand Recommended:** TrueCar powers the auto buying sites for Consumer Reports, USAA, PenFed, AAA, GEICO, Capital One, American Express, TrueCar.com, US News and hundreds of other leading brands whose members, customers and employees rely upon these brands' recommendations.
 - **Registered / Logged-In:** Users must register on non-membership-based sites or log-in to membership-based sites in order to contact participating Dealers.
 - **Price Informed:** Unlike other services in which users contact Dealers just to obtain a price, users of TrueCar sites achieve significant price discovery by knowing what others paid for similarly-equipped vehicles through TrueCar Price Reports and seeing the Estimated TrueCar Dealer Price.
 - **Dealer Informed:** TrueCar displays each participating Dealer's distance, tenure and cumulative sales on the TrueCar service and "why buy here" benefits.
- **Fully Accountable Billing Model:** In states in which TrueCar operates a Pay Per Sale billing model, TrueCar only invoices participating Dealers when a user of a TrueCar-powered site purchases or leases a vehicle at the Dealer. A Pay Per Sale billing model shifts all risk in the partnership to TrueCar which is why TrueCar must be paid when a prospective customer purchases or leases a vehicle from a participating Dealer.
- **Not Lead Generation:** TrueCar is not a lead generation provider. Lead generation providers charge Dealers fees for leads and attempt to maximize revenue by coaxing users into providing their contact information and/or selling the same lead to as many Dealers as possible. This combination of "top-of-funnel" prospecting and "lead shot gunning" results in low quality leads and shifts expenses to Dealers.
- **"First Lead In" Policy Is Not Applicable:** Lead generation providers' business practices have prompted many Dealers to adopt a policy in which only the "first lead in" is paid. TrueCar understands and respects that policy; however, given its deep-in-funnel prospective customers and fully accountable billing model, the "first lead in" policy is not applicable to TrueCar.

Mutually-Beneficial Partnership

Both Parties Earn a Profit

TrueCar seeks long-term mutually beneficial partnerships with its thousands of Dealer partners in which both parties are making money and acting in good faith. TrueCar understands there are situations in which write-offs for Dealers on a Pay Per Sale billing model may be warranted and those situations are described below.

Situations In Which TrueCar May Provide Full Write-Offs

Bad Match, Unwind

- **Bad Match:** TrueCar has generated an invoice for a Dealer on a Pay Per Sale billing model in which the customer contact submission information and a matched sale were not affiliated.
- **Unwind:** TrueCar has generated an invoice for a Dealer on a Pay Per Sale billing model in which the vehicle transaction was verified to be unwound or cancelled.

Situations In Which TrueCar May Provide Partial Write-Offs

Same-Day Walk-In, Dealer or OEM Website Predates By 7 Days or Less, Up to \$100

- **Attribution Is Difficult to Prove:** It is understood that there may be specific situations in which it is difficult for a Dealer or TrueCar to prove which marketing channel should receive attribution credit. To acknowledge this difficulty, as well as streamline the write-off process, TrueCar may provide Dealers a partial goodwill write-off, subject to the specific conditions below.
- **Same-Day Walk-In:** If (i) the user in-person visited a participating Dealer, (ii) the Dealer documented such visit into a recognized CRM system AND (iii) the documented date and time of such visit is the same date with a prior time to when the same user submitted his/her contact information to the Dealer via any TrueCar-powered site, then TrueCar may provide a partial write-off.
- **Dealer or OEM Website Predates By 7 Days or Less:** If (i) the user submitted his/her contact information to a participating Dealer via the Dealer's website and/or Manufacturer's website AND (ii) the documented date and time when such event occurred predates by 7 days or less when the same user submitted his/her contact information to the Dealer via any TrueCar-powered site, then TrueCar may provide a partial write-off.
- **Partial Write-Off Maximum Amount Up to \$100:** In any situation in which a partial write-off credit is processed, the maximum amount that TrueCar will provide to any Dealer is up to \$100.
- **Write-Off Requests Must Be Properly Submitted Within 30 Days of Invoice Date:** If the Dealer's initial invoice dispute notification is more than 30 days from the invoice date and/or the Dealer does not use the proper TrueCar write-off submission form(s), then TrueCar will not write off any amount of the TrueCar service fee.
- **Valid CRM Documentation:** Acceptable documentation includes CRM snapshot that displays the original create date time stamp, full user activity and notes history from the Dealer's and/or Manufacturer's website. Handwritten or altered documentation will not be accepted.

Situations In Which TrueCar Will Not Provide Write-Offs

Any Other Source, Phone-Ups, Prior Relationship With Customer, Subscription Billing

- **Any Other Source:** Other services such as search engines, classified sites and content sites typically attract "top-of-funnel" browsers. The user experience for TrueCar-powered sites is significantly different, typically resulting in deep-in-funnel committed buyers. This is why if the user submitted his/her contact information to a participating Dealer via any other source other than specifically described above and the same user submitted his/her contact information to the Dealer via any TrueCar-powered site, then TrueCar will not write off any amount of the TrueCar service fee. TrueCar will not write off any amount of the TrueCar service fee for phone-ups.
- **Prior Relationship With Customer But Customer Has Not Taken Verifiable Action:** It is understood that the customer and/or someone from the customer's family may have done business with a participating Dealer in the past. However, if there is no verifiable action that the user has recently engaged with the Dealer and the same user has submitted his/her contact information to the Dealer via any TrueCar-powered site, the user has voluntarily indicated his/her preference to use the TrueCar service, which is why TrueCar will not write off any amount of the TrueCar service fee.
- **Subscription Billing Model:** For participating Dealers on a subscription billing model, including with any TrueCar guarantees, no write-offs will be provided, including in the above situations in which write-offs may be permitted for Dealers on a Pay Per Sale billing model.