

2021 Model Year Competitive Assistance Program

**GOODMAN,AMANA,DAIKIN
DEALERS/DISTRIBUTORS**

PROCESSING CODE: KJP
FAN: 434933

SUBMITTED BY: Cody Collins

PHONE: 972-213-4788

EMAIL: cody.collins@gm.com

APPROVED: June 02, 2020

VERSION: 1

DEAL NUMBER: 9025

SUBMITTED BY: Cody Collins

The following 2021 Model Year Competitive Assistance Program Agreement ("Agreement") sets forth the terms and conditions of the Competitive Assistance Program (the "Program" or "CAP") between General Motors LLC, Fleet and Commercial Operations ("General Motors" or "GM") and GOODMAN,AMANA,DAIKIN DEALERS/DISTRIBUTORS.

TERMS AND CONDITIONS OF COMPETITIVE ASSISTANCE PROGRAM

End-User FAN

434933

Customer Name

GOODMAN,AMANA,DAIKIN DEALERS/DISTRIBUTORS

Allowances and Eligible Vehicles

The following allowances are offered for the 2021 model year vehicles listed below (the "Eligible Vehicles"). Eligible Vehicles exclude models with trim designations 1SL (for GMC models only), 1SM, 1SV, 1VL, 1L0 or 2SA.

Model	Allowance
Spark	\$1,700
Malibu	\$4,300
Bolt	\$7,000
Camaro	\$1,400
CT4	\$2,200
CT5	\$3,200
Encore	\$3,800
Encore GX	\$1,700
Trax	\$3,400
Trailblazer (New)	\$1,200
Equinox	\$3,500
Terrain	\$4,400
Blazer	\$3,800
Envision (New)	\$2,600
Traverse	\$4,900

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Model	Allowance
Enclave	\$5,600
Acadia	\$4,600
Tahoe/Yukon (New)	\$3,400
Suburban/Yukon XL (excluding 3500 HD) (New)	\$3,900
Escalade/Escalade ESV (New)	\$4,200
XT4	\$4,700
XT5	\$6,700
XT6	\$5,600
Silverado/Sierra 1500 Regular Cab 2WD (1WT/1SA)	\$5,800
Silverado/Sierra 1500 Regular Cab 4WD (1WT/1SA)	\$5,900
Silverado/Sierra 1500 Double Cab 2WD (1WT/1CX/1SA/3SA/3SB)	\$6,500
Silverado/Sierra 1500 Double Cab 4WD (1WT/1CX/2CX/1SA/3SA/3SB)	\$6,700
Silverado/Sierra 1500 Double Cab 2WD (excluding 1WT/1CX/1SA/3SA/3SB)	\$7,000
Silverado/Sierra 1500 Double Cab 4WD (excluding 1WT/1CX/2CX/1SA/3SA/3SB)	\$7,200
Silverado/Sierra 1500 Crew Cab 2WD (1WT/1CX/1SA/3SA/3SB)	\$6,800
Silverado/Sierra 1500 Crew Cab 4WD (1WT/1CX/2CX/1SA/3SA/3SB)	\$7,000
Silverado/Sierra 1500 Crew Cab 2WD (excluding 1WT/1CX/1SA/3SA/3SB)	\$7,300
Silverado/Sierra 1500 Crew Cab 4WD (excluding 1WT/1CX/2CX/1SA/3SA/3SB)	\$7,500
Silverado/Sierra 2500/3500 Regular Cab 2WD (1WT/1CX/1SA/3SA)	\$5,600
Silverado/Sierra 2500/3500 Regular Cab 4WD (1WT/1CX/1SA/3SA)	\$5,800
Silverado/Sierra 2500/3500 Regular Cab 2WD (excluding 1WT/1CX/1SA/3SA)	\$6,000
Silverado/Sierra 2500/3500 Regular Cab 4WD (excluding 1WT/1CX/1SA/3SA)	\$6,200
Silverado/Sierra 2500/3500 Double Cab 2WD (1WT/1CX/1SA/3SA)	\$6,200
Silverado/Sierra 2500/3500 Double Cab 4WD (1WT/1CX/1SA/3SA)	\$6,400

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Model	Allowance
Silverado/Sierra 2500/3500 Double Cab 2WD (excluding 1WT/1CX/1SA/3SA)	\$6,600
Silverado/Sierra 2500/3500 Double Cab 4WD (excluding 1WT/1CX/1SA/3SA)	\$6,800
Silverado/Sierra 2500/3500 Crew Cab 2WD (1WT/1CX/1SA/3SA)	\$6,900
Silverado/Sierra 2500/3500 Crew Cab 4WD (1WT/1CX/1SA/3SA)	\$7,100
Silverado/Sierra 2500/3500 Crew Cab 2WD (excluding 1WT/1CX/1SA/3SA)	\$7,300
Silverado/Sierra 2500/3500 Crew Cab 4WD (excluding 1WT/1CX/1SA/3SA)	\$7,500
Medium Duty Low Cab Forward 4500 - Gas	\$4,300
Medium Duty Low Cab Forward 4500 - Diesel	\$5,800
Medium Duty Low Cab Forward 5500 - Diesel	\$5,600
Medium Duty Low Cab Forward 6500 - Diesel	\$5,800
Silverado Medium Duty 4500	\$4,750
Silverado Medium Duty 5500	\$6,250
Silverado Medium Duty 6500	\$6,750
Express/Savana 2500 Cargo	\$8,700
Express/Savana 3500 Cargo	\$9,700
Express/Savana Cutaway	\$7,900
Express/Savana Passenger	\$7,800
Colorado/Canyon Extended Cab 2WD	\$3,700
Colorado/Canyon Extended Cab 4WD	\$4,100
Colorado/Canyon Crew Cab 2WD	\$4,000
Colorado/Canyon Crew Cab 4WD	\$4,300

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Payment by Invoice Credit

Competitive Assistance is payable as an **invoice credit** at the amounts listed in the table above. Vehicles receiving allowances under the GM Business Choice, Fleet Out-of-Stock, or Retail Alternative Programs are not eligible to receive Competitive Assistance.

Out of Stock Purchase/Leases

Eligible Vehicles purchased or leased from a General Motors dealer's retail inventory (out-of-stock) will qualify for Competitive Assistance (unless otherwise specified) only once the attached "CAP Out of Stock Purchase Agreement" form is completed by the applicable dealer and GOODMAN,AMANA,DAIKIN DEALERS/DISTRIBUTORS (or its authorized Fleet Management Company).

GOODMAN,AMANA,DAIKIN DEALERS/DISTRIBUTORS's purchases/leases of out-of-stock General Motors vehicles using retail or other fleet incentives will not be eligible for Competitive Assistance, but such purchases/leases of those out-of-stock General Motors vehicles will still count toward attainment of the volume requirement provided that GOODMAN,AMANA,DAIKIN DEALERS/DISTRIBUTORS complies with all other terms of the Agreement. Such purchases/leases must be reported as fleet deliveries even if retail incentives are claimed. Eligible Vehicles ordered with processing code KJP cannot be converted to out-of-stock purchases/leases and are not eligible for retail or other fleet incentives.

Price Protection

General Motors will provide GOODMAN,AMANA,DAIKIN DEALERS/DISTRIBUTORS with price protection for 2021 model year Eligible Vehicles at introductory prices. Price protection pertains to ordered and dealer stock units. The price protection offered by General Motors applies to price increases based on economics and destination and freight charges. The price protection offered by General Motors excludes vehicle price increases made necessary due to equipment adjustments, government-mandated equipment and emission changes, optional equipment made standard, mid-cycle enhancements, and vehicle design changes, all as defined and valued by General Motors.

Vehicle Pricing

If the dealer invoice price of a comparably equipped Eligible Vehicle is reduced during the term of this Agreement, General Motors reserves the right to reduce Competitive Assistance allowances by the amount of the dealer invoice price reduction.

Powertrain Warranty

Chevrolet/GMC vehicles purchased under this Agreement with Delivery Types: 014 Fleet Leasing Company Purchase or 035 Business Organization Fleet Purchase are covered by a Limited Powertrain Warranty of 5 years or 100,000 miles, whichever comes first.

Buick vehicles purchased under this Agreement with Delivery Types: 014 Fleet Leasing Company Purchase or 035 Business Organization Fleet Purchase are covered by a Limited Powertrain Warranty of 5 years or 60,000 miles, whichever comes first.

Cadillac vehicles purchased under this Agreement with Delivery Types: 014 Fleet Leasing Company Purchase or 035 Business Organization Fleet Purchase are covered by a Limited Powertrain Warranty of 6 years or 70,000 miles, whichever comes first.

Please refer to the vehicle Warranty Booklet or contact your GM Fleet Account Executive for important details and limitations.

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Ownership Requirements

All vehicles under this Program must be titled, licensed, and registered in the name of GOODMAN,AMANA,DAIKIN DEALERS/DISTRIBUTORS, the eligible Dealer / Distributor, or its Fleet Management Company and retained by GOODMAN,AMANA,DAIKIN DEALERS/DISTRIBUTORS, or the eligible Dealer / Distributor for business use principally in the United States for a minimum of 6 months from the date of delivery. GOODMAN,AMANA,DAIKIN DEALERS/DISTRIBUTORS, or eligible Dealer / Distributor will not knowingly sell, export, sell for export, or principally use the Eligible Vehicles outside of the United States at any time.

Dealers / Distributors Eligibility and Documentation Requirements

Dealers / Distributors of GOODMAN,AMANA,DAIKIN DEALERS/DISTRIBUTORS are eligible for the Competitive Assistance included in this agreement. To qualify, a Dealer / Distributor must provide business and relationship documentation to the selling dealer / Fleet Management company. The selling dealer / Fleet Management company must maintain a copy of substantiating documentation in the deal jacket for audit purposes. **Titles and Registrations must be in a business name, no exceptions.**

Required Business Documentation: (One Required)

- Valid GM Fleet Account number
- Commercial business tax ID
- Sales tax license
- State occupational / trade license
- Prior year Schedule C from 1040

Relationship Documentation: (One Required)

- Dealer / Distributor agreement
- Dealer / Distributor certificate
- Official letter from GOODMAN,AMANA,DAIKIN DEALERS/DISTRIBUTORS documenting relationship

Compliance Requirements

In performing its obligations under this Agreement, each party warrants and agrees to comply fully with, and to cause its directors, officers, employees, and agents to comply fully with, all applicable laws and regulations of all appropriate jurisdictions, including without limitation: the U.S. Foreign Corrupt Practices Act; all applicable anti-corruption laws and U.S. federal, state and local laws, regulations and guidelines, including without limitation campaign finance laws, ethics laws, pay to play rules, and any applicable lobbying registration and disclosure laws; export control laws and regulations of the United States and other applicable countries; and U.S. sanctions, embargoes, and prohibitions on transactions with restricted parties, countries, and regions. General Motors has the right to review the vehicle registration records of GOODMAN,AMANA,DAIKIN DEALERS/DISTRIBUTORS to ensure compliance with this Agreement.

GOODMAN,AMANA,DAIKIN DEALERS/DISTRIBUTORS's failure to comply with this Agreement may result in General Motors immediately terminating this Agreement and/or passing to GOODMAN,AMANA,DAIKIN DEALERS/DISTRIBUTORS penalties imposed on General Motors by certain countries for unauthorized export/import of General Motors vehicles.

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VEHICLE ORDERING REQUIREMENTS

PROCESSING CODE: KJP

FAN: 434933

For all brands listed in the agreement that are eligible to receive competitive assistance allowances:

- It is mandatory that the Processing Code and FAN appear on every order request placed via GM Order Workbench.
- The FAN is required on all delivery reporting entries via GM Order Workbench.

GENERAL PROVISIONS

The following general provisions apply:

Agreement

This Agreement (i) contains the entire understanding of the parties relating to the subjects hereto, (ii) supersedes all prior statements, representations, and agreements, and (iii) cannot be amended except by written instrument signed by both parties. The parties represent and agree that, in entering into this Agreement, they have not relied upon any oral or written agreements, representations, statements, or promises, express or implied, not specifically set forth or otherwise referenced in this Agreement. The parties expressly waive application of any law, statute, or judicial decision allowing oral modifications, amendments, or additions to this Agreement notwithstanding this express written provision requiring a writing signed by the parties.

Confidentiality

This Agreement and the terms hereof are intended solely for the use of General Motors and GOODMAN,AMANA,DAIKIN DEALERS/DISTRIBUTORS. This Agreement is to be disclosed on a "need to know" basis solely within GOODMAN,AMANA,DAIKIN DEALERS/DISTRIBUTORS or to the dealer/fleet management company chosen by GOODMAN,AMANA,DAIKIN DEALERS/DISTRIBUTORS to quote the purchase/lease of Eligible Vehicles, not to other dealers or General Motors competitors.

Choice of Law

This Agreement shall be governed by and construed in accordance with the laws of the State of Michigan as if entirely performed therein, without regard to the conflicts of law and principles thereof.

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VEHICLE ORDERING AND DELIVERY INSTRUCTIONS

To ensure the accurate tracking of orders and timely payment of Competitive Assistance Program (CAP) allowances, **use of the assigned CAP Processing Code and the GM Fleet Account Number (FAN) is required on all vehicle order requests and delivery reporting data** for models specified in the agreement as eligible for Competitive Assistance.

It is imperative that you communicate the Processing Code and FAN to your dealer and/or leasing company.

CUSTOMER NAME: GOODMAN,AMANA,DAIKIN
DEALERS/DISTRIBUTORS

PROCESSING CODE: KJP

FAN: 434933

**THIS DOCUMENT MUST BE
PRESENTED TO YOUR DEALER
AND/OR LEASING COMPANY**

ORDERING CAP UNITS

Requirements for Standard Vehicle Order

- The assigned CAP Processing Code identified above must be included on the order.
- Do not use the CAP Processing Code on units that are taken out of stock that will receive the retail alternative. These units will still require a fleet delivery type.
- One of the fleet order types listed below must be included in the order.

Order Types

FLEET ORDER TYPE: FLS - Fleet Lease

Requires Primary Leasing Company FAN and End-User FAN

FLEET ORDER TYPE: FNR - Fleet Commercial

Requires End-User FAN

End-User FAN

Customer Name

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DELIVERY REPORTING OF CAP UNITS

Ordered and Out-of-Stock CAP Units

All deliveries to customers with a valid General Motors Fleet Account Number (FAN), which includes all CAP customers, **must be reported as fleet deliveries** regardless of order type.

Deliveries to FAN holders using retail delivery type "018 Business Organization" or any other retail delivery type are not allowed and any incentives paid will be subject to a charge back.

Vehicles delivered incorrectly (i.e. retail) will not be eligible for payment of any Competitive Assistance.

Fleet Delivery Types

The delivery type or types for this customer is listed below.*

DELIVERY TYPE: 014 - Leasing Company

Requires Primary Leasing Company FAN and End-User FAN

DELIVERY TYPE: 035 - Business Organization

Requires End-User FAN

**2020 Daily Rental is not applicable to CAP accounts (National Rental Accounts only)*

ADDITIONAL TERMS AND CONDITIONS

Commercial Upfit Programs

Allowances offered in the GM Business Choice Program are **not compatible** with brands covered by this agreement as eligible to receive Competitive Assistance.

Fleet Out-of-Stock and Retail Incentives

Allowances offered under Fleet Out-of-Stock and Retail Alternative Programs are **not compatible** with brands covered by this agreement as eligible to receive Competitive Assistance.

End-User FAN

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Customer Name

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CAP Out-Of-Stock Purchase Agreement

**THIS FORM MUST BE COMPLETED FOR ALL
OUT-OF-STOCK TRANSACTIONS WITH CAP
CUSTOMERS**

Part 1

The intent of this agreement and process is to provide the selling dealer an invoice credit to their open account for the CAP amount

Adjustment invoice credits will be posted to the dealer open account statement and settled based on current process.

GOODMAN,AMANA,DAIKIN
DEALERS/DISTRIBUTORS

Customer Name

434933

Customer FAN

KJP

CAP Code

Fleet Management Company, if applicable

Part 2 (TO BE COMPLETED BY DEALER ONLINE)

Dealer Code

Dealership Name

City, State

The named dealer agrees to sell the above referenced customer the VIN(s) below and will comply with this agreement. The ultimate consumer/end user acknowledges receipt of a private offer from General Motors. The consumer and dealer understand that this private offer is NOT compatible* with any additional retail or dealer incentives/rebates (i.e. business choice, dealer cash, pull boards, etc.). By signing this agreement, the above-mentioned dealership is releasing General Motors from any future claim or obligation for incentive(s) on units purchased with CAP incentives. In addition, the above-mentioned dealership is authorizing GM to debit his/her open account for any incentive monies that have been erroneously paid to his/her dealership in reference to this transaction.

List units included in this transaction below. Please indicate by VIN if a dealer trade is involved and if the dealer trade transaction has been completed by the original dealer in Order Workbench, Deliver Vehicle tab. Attach a spreadsheet for additional VINs.

-- VINs must be delivered Fleet in Order Workbench, Deliver Vehicle tab --

VIN	OnStar RPO	Extended Service	Dealer Trade	Transaction Completed
			<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
			<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
			<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No

Print Name of Authorized Dealer Representative

Phone Number

Signature of Authorized Dealer Representative

Date

Dealer Note: This document is required as supporting documentation for all CAP out-of-stock purchase transactions and must be available in the Deal File.

* Always check program guidelines for compatibility.

Please contact 1-800-FleetOP (1-800-353-3867) with any questions. Complete the online application located on gmfleet.com to have the invoice adjusted and CAP code added.