Dot Foods is interested in learning if your organization offers a car program to employees.

Please take a moment to respond to the following questions:

- Do you have a car program or vehicle reimbursement program?
  - What job types are on this program?
  - Do you provide this program to those that don’t need a car for business (fly everywhere, not in the field anymore, etc)?
  - What is the structure and amount of this program?
  - Does the 5,000 mile IRS no tax mileage minimum come up as an issue for your drivers? If so, how do you handle this?

Kelly Oliver, Dot Foods, September 6, 2017

<table>
<thead>
<tr>
<th>COMPANY, CONTACT NAME</th>
<th>COMMENT</th>
</tr>
</thead>
<tbody>
<tr>
<td>Boston College</td>
<td>At this time Boston College does not offer a car program as outlined in the email. We do have a reimbursement for mileage when attending business meetings with very clear guidelines.</td>
</tr>
<tr>
<td>Patricia Lowe</td>
<td><a href="mailto:Patricia.lowe@bc.edu">Patricia.lowe@bc.edu</a></td>
</tr>
<tr>
<td>Prudential</td>
<td>Prudential does not offer a car program.</td>
</tr>
<tr>
<td>Maureen Corcoran</td>
<td><a href="mailto:maureen.corcoran@prudential.com">maureen.corcoran@prudential.com</a></td>
</tr>
<tr>
<td>Sodexo</td>
<td>I don’t have expertise in our company’s car program, and I wouldn’t want to answer your questions for fear of interpreting something incorrectly. Sodexo’s policy is attached.</td>
</tr>
<tr>
<td>Suzanne Greenlee</td>
<td><a href="mailto:Suzanne.Greenlee@sodexo.com">Suzanne.Greenlee@sodexo.com</a></td>
</tr>
<tr>
<td>Yale University</td>
<td>Yale does not offer a car program.</td>
</tr>
<tr>
<td>Susan Abramson</td>
<td><a href="mailto:susan.abramson@yale.edu">susan.abramson@yale.edu</a></td>
</tr>
</tbody>
</table>
POLICY

Sodexo (the “Company”) will provide the choice of a company leased car or a monthly car allowance with mileage reimbursement to employees identified by Sodexo as eligible for a company vehicle.

OF CONCERN TO

All drivers assigned a company vehicle, a vehicle allowance, or those using their personal vehicle for business use.

EFFECTIVE DATE

December 6, 2013

FORMS & OTHER RESOURCES TO BE USED

Forms:

Vehicle Order Form – contact your HR representative and you will receive the information you need to place a vehicle order online.

Company Car / Car Allowance Authorization – Form 022 *

Fixed Asset Transfer / Disposal Form, Form 516 *

Company Vehicle Agreement * (Eng. & Fr.)

Car Allowance Agreement * (Eng. & Fr.)

*Indicates forms that are posted to SodexoNet’s Forms Center and also linked from the Company Vehicles page on SodexoNet.

Other Resources:

Conduct a keyword search on “Company Vehicles” to find details on the following topics:

- Company Car Upgrade Program
- Contact info for GE Fleet Services
- Vehicle Photos & Specifications
- Mileage Reimbursement Rates
- What to do in case of an accident
- Personal Mileage Reporting
- Forms related to company vehicles
- Policies related to company vehicles (AF 299-03 and AF 299-04)
- Latest News & Reminders
ELIGIBILITY/BENEFIT PROVIDED
Sodexo establishes who may drive a company car. See the Sodexo Vehicle Policy (Appendix A-US or Appendix B-Canada) for eligibility criteria. All drivers assigned a company vehicle or provided a vehicle allowance, must meet these guidelines:

- Have a current, legal driver’s license
- Follow driver’s license restrictions
- Have a satisfactory driving record
- Receive and read this policy

US Drivers - refer to Sodexo Vehicle Policy (Appendix A)
Canadian Drivers - refer to Sodexo Vehicle Policy – Canada (Appendix B)

NOTE: THERE WILL BE NO EXCEPTIONS (AT ANY LEVEL) TO THE ELIGIBILITY AND BENEFIT PROVIDED AS OUTLINED IN APPENDICES A & B.

MONTHLY ALLOWANCE AMOUNTS, VEHICLE TYPE, AND VEHICLE OPTIONS ARE NON-NEGOTIABLE AT ALL LEVELS.

POLICY ADMINISTRATION (GENERAL)

COMPANY CAR/CAR ALLOWANCE APPROVAL PROCESS
The approval for all eligible employees to participate in the company car or car allowance program is given by the “Business Line” Human Resources Representative. “Business Line” is defined as any division within Sodexo, i.e., Campus Services, Health Care, Corporate Services, Laundry, School Services, Canada, Government Services, and Corporate Staff.

COMPENSATION VALUE FOR TAX
The Internal Revenue Service and Revenue Canada requires that compensation value be charged each employee who has a company car or car allowance. This taxable amount is included in the annual compensation reported to the IRS on Form W-2. Car allowance payments are ordinary W-2 income in the U.S. and ordinary T-4 income in Canada.

WITHDRAWAL OF COMPANY CAR OR CAR ALLOWANCE
Company cars and/or car allowances are not entitlements incident to employment. As business needs and/or employees’ duties and responsibilities change from time to time, withdrawal of company cars or car allowances, or substituting one for the other, may be appropriate. Erroneous verbal and/or written commitments of company car/allowance eligibility do not constitute a legitimate basis for granting the car/allowance benefit. This policy supersedes any and all verbal commitments made related to company cars or car allowances.

SWITCHING TO AN ALLOWANCE
Employees currently assigned the standard company car cannot switch to a car allowance until the company car has reached the three year / 60,000 mile replacement criteria. An exception to this policy would be if the vehicle is deemed to be beyond repair as a result of an accident or a severe maintenance issue, i.e., engine replacement, transmission, etc. The latter issues would need to consider the remaining value of the vehicle after the repair and a decision to repair, replace or approve switch to allowance would be made collectively by the Fleet Administrator, Human Resource and Finance.

ACCOUNTABILITY - IMMEDIATE SUPERVISOR
- It is the responsibility of the immediate supervisor to request an electronic Vehicle Order Form from their Human Resources Department representative to initiate a new vehicle order.
• Prior to an employee being authorized for a company vehicle or allowance, the employee's immediate supervisor must ensure the employee has a valid driver's license. The supervisor should place a dated copy of the driver's license in the employee's personnel file at the time the employee becomes eligible.

HUMAN RESOURCES VICE PRESIDENT
The Human Resources Vice Presidents or their approved designates in conjunction with the Sodexo Fleet Department will be responsible for:

• Establishing a driver on the car allowance program and initiating removal of an employee from the allowance program.

• Approving standard company vehicle orders and standard company car upgrade orders for eligible employees.

• Coordinating the reporting of appropriate compensation value for IRS or Revenue Canada purposes with the Payroll Department. (Ensure employees are aware of year-end mileage log requirements)

• Submitting the Company Car/Car Allowance Authorization Form to the Sodexo Fleet Department with a copy of the employee's car insurance policy at the Buffalo Financial Service Center (FSC). The Sodexo Fleet Department will review for minimum Sodexo insurance coverage and maintain on file at the FSC.

• Ensuring a copy of the Company Car/Car Allowance Authorization Form is retained in the employee's personnel file at the regional office.

• Monitoring compliance with the Sodexo auto policy. The Senior Vice President, Human Resources (or designee) will be responsible for monitoring and ensuring the compliance of Sodexo headquarters staff with the auto policy.

• Ensuring all drivers assigned a company vehicle or on allowance signs the applicable agreement (Company Vehicle Agreement or Car Allowance Agreement).

• Notifying the Fleet Department at the FSC when an employee is no longer eligible for a company car or car allowance to ensure discontinuance of benefits.

• Notifying the Fleet Department at the FSC in writing when a vehicle is to be disposed and picked up for auction by GE.

• Collecting the GE/Weight Express gas card and the Drivers Guide (Drivers Guide) or the GE Services Card (Canada) upon the termination of employment of a Sodexo employee assigned a company car. This responsibility also applies to employees switching from a company vehicle to the car allowance program, or transferring to a position that does not require a company car. The gas card and the maintenance guide are to be kept with Human Resources until the vehicle is assigned to a new driver. If the vehicle will be disposed of, the gas card and maintenance guide (U.S.) or the GE Services Card (Canada) are to be cut in half and returned directly to GE for cancellation. The Sodexo Fleet Department should be advised when either occur. If the employee does not have the gas card or the maintenance guide and a diligent
search does not locate them, GE must be notified immediately. The telephone numbers to contact GE are:

United States: 1-800-328-0244
Canada: 1-888-833-9666 (English)
1-888-388-0444 (French)

The Sodexo Fleet Department also should be contacted. Sodexo is responsible for any and all charges made on a lost or stolen gas card.

ASSIGNED DRIVER

• Drivers and passengers in a company car must use seat belts at all times when vehicle is in operation.

• Provide the company with proof of a valid driver’s license. If on allowance, drivers must additionally provide proof of insurance on an annual basis. Drivers on the allowance program must forward a copy of their vehicle insurance policy to the Fleet Department at the FSC.

• Use the GE/Wright Express gas card and Driver Maintenance Guide or GE Services Card (Canada) for only the assigned company vehicle. These items cannot be used for tractors, lawn mowers, or rental vehicles.

• It is the responsibility of the Assigned Driver to transfer the GE/Wright Express gas card and Driver Maintenance Guide or GE Services Card (Canada) at the same time a company car is being transferred to another driver and/or unit. If the vehicle is being replaced, it is the Assigned Driver’s responsibility to cut the GE/Wright Express gas card or the GE Services Card in half and return with the Driver Maintenance Guide to GE to be canceled as soon as the Assigned Driver receives the new company car and new gas card and guide.

• Sodexo drivers assigned a company car are responsible for the timely maintenance and repairs of the vehicle in accordance with the manufacturer’s recommended maintenance guidelines, i.e., regular oil changes, brakes, tires, etc., as well as annual compliance with state inspections and vehicle re-registrations.

• All employees who drive a company vehicle or participate in the allowance program are required to sign an agreement composed by the Sodexo Legal Department in conjunction with the Sodexo Fleet Department (Company Vehicle Agreement and the Car Allowance Agreement).

• The federal government considers personal use of a company provided vehicle to be an economic benefit to the employee. Sodexo is required to measure the taxable benefit associated with the personal use of the vehicle provided. Sodexo has contracted with GE Fleet Services to manage the company car mileage reporting process.

• Mileage logs will be maintained by the individual employee (driver) assigned a company vehicle for personal tax purposes. An employee assigned a company vehicle in the US is required to declare business mileage for purposes of computation of personal tax liability on a monthly basis.
Mileage to and from the employees' home office should be considered to be "personal mileage" as opposed to business mileage.

**IMPORTANT NOTE:** If you are a US driver it is required that you report these readings on a monthly basis to GE Fleet Services. You have the option of reporting via the phone or via the GE website at [www.gefleet.com](http://www.gefleet.com). Complete details (including benefits of monthly reporting) are posted to SodexoNet's Personal Mileage Reporting page (home page > Finance > Personal Mileage Reporting Quick Link).

Based upon the information provided by the driver, our vendor (GE Fleet) will calculate the taxable benefit and forward this information to our Payroll Tax Department for year end W-2 inclusion.

- Use of Cellular Phones – Driver should pull off the road and park your car before phoning/texting; this is the safest way to use a cellular phone. Driver should know the laws of the state they are in. Some cities, states and municipalities now have laws that require "driver to be hands free" if using the phones while driving. Any fines incurred are the responsibility of the driver.

- Drivers must lock a company vehicle when left unattended.

**SODEXO SENIOR MANAGEMENT**

- Changes to reimbursement/expense reporting procedures, insurance issues, determination of a standard vehicle, selection of a fleet management firm, taxation considerations, procedural issues with the Fleet Administrator and retirement of company vehicles are the responsibility of the Sodexo Senior Vice President and Chief Financial Officer or their designee (primarily the Sodexo Fleet Department).

- Changes to eligibility, competitive level of the benefit and program philosophy are the responsibility of the Sodexo Senior Vice President, Human Resources or designee.

- Each Market will identify a member of senior management responsible for the authorization of vehicle orders and/or allowances.

**SODEXO FLEET DEPARTMENT/GE**

- It is the responsibility of GE Fleet to forward an electronic Vehicle Order to a driver or unit when it is time to replace a company vehicle due to mileage on the vehicle, vehicle age or the vehicle has become inoperative. Generally, vehicles become eligible for replacement after three years in service or 60,000 miles whichever comes sooner.

- Coordinating the disposition of retired company vehicles.

- It is the responsibility of the Sodexo Fleet Department at the FSC, in conjunction with GE Fleet Services, to ensure proper approvals have been obtained via the GE Fleet Services web ordering process prior to ordering a company car.

- The Fleet Department in conjunction with GE Fleet Services is to identify problems requiring special settlements with vehicle manufacturers. The Fleet Department will provide specific instructions as necessary.
- The Fleet Department at the FSC will review and approve all major repair expenditures over $1,000 as a result of mechanical breakdown. GE will notify the Sodexo Fleet Department of these repairs. The Fleet Department will advise Sodexo drivers of major repair expenditures.

- Review annually a copy of driver's vehicle insurance policy for all drivers participating in the car allowance program. The Fleet Department will contact the driver if the minimum required insurance is not adequate.

- It is the responsibility of the Fleet Department to mail an asset tag for newly purchased company vehicles to the driver. Upon receipt of the asset tag, the driver should attach the tag to the inside of the glove compartment.

- Coordinating with the Sodexo Risk Management department adequate Fleet insurance coverage.

- Coordinating the distribution of vehicle insurance identification cards to all drivers of company vehicles.

- Coordinate with the Payroll Department payroll deduction authorizations for employees participating in the “Company Car Upgrade” program. (refer to pages 6 and 7)

VEHICLE DISPOSALS - TRANSFER/TERMINATION

The Fleet Department must be notified as soon as possible by the Market Human Resource representative when an employee assigned a company vehicle changes vehicle, is transferred or terminated. If an employee assigned a company car is terminated and the car is to be disposed the Division Human Resources representative must notify the Fleet Department in writing that the vehicle will be disposed. The Fleet Department at the FSC will contact GE to have the vehicle picked up for sale at auction. After the sale is complete, GE will either forward the proceeds or issue an invoice to Sodexo. The notification to dispose of the vehicle from the Division Human Resources representative and the sale information from GE will be attached to a Fixed Asset Transfer/Disposal Form 516. Section 4 of the form is to be completed in its entirety by the Fleet Department and processed.

Vehicle disposals for vehicles being replaced due to the three year 60,000 mile criteria. The Fleet Administrator will coordinate and approve all vehicle disposals for vehicles that are being replaced because they met the three year/60,000 mile criteria. Upon receipt of the proceeds, the Fleet Administrator will approve and process a Fixed Asset Transfer/Disposal Form to dispose of the vehicle.

Vehicle Disposals for vehicles damaged due to accident/major maintenance repair or severe weather: The Fleet Administrator will coordinate and approve all vehicle disposals for vehicles that are damaged beyond repair due to an accident, major maintenance repair, or severe weather. The Fleet Administrator will obtain the applicable repair estimates and determine if the vehicle should be repaired based on the value of the vehicle prior to the damage. Generally, if the repair cost exceeds 60% of the value prior to the damage, the vehicle will not be repaired and will be salvaged by GE. Upon receipt of the sale settlement, the Fleet Administrator will approve
and process a Fixed Asset Transfer/Disposal Form to dispose of the vehicle. The repair estimates from GE will be attached the Fixed Asset Transfer/Disposal form as support.

NOTE: A VEHICLE CANNOT BE REMOVED FROM THE FIXED ASSET INVENTORY RECORDS WITHOUT A COMPLETED AND APPROVED FIXED ASSET TRANSFER/DISPOSAL FORM.

FIXED ASSET TRANSFER/DISPOSAL FORM INSTRUCTIONS
Please include the following information on the Vehicle Transfer/Disposal Form):

1. Transfer from unit, number and name.
2. Transfer to unit, number and name.
3. If the vehicle is being disposed, indicate the unit number it is assigned to.
4. Vehicle Year.
5. Vehicle Make.
6. Model.
7. State and License Plate Number.
8. Last nine digits of Vehicle ID number (VIN).
10. Assigned Driver Name.
11. Driver's Employee ID Number.
12. Date Vehicle was assigned.
13. Odometer Reading.
14. Indicate reason for transfer and/or disposal.
15. Approval completed by the Fleet Department with support documentation from the Division Human Resources Representative and GE.

COMPANY VEHICLES

STANDARD COMPANY CAR
Standard cars will be designated by the Sodexo Purchasing Department and leased by Sodexo from GE Fleet Services to maximize the company's fleet buying power. The standard company car may change from model year to model year. Model selection is negotiated by Sodexo Purchasing Department with the vehicle manufacturer. Notification of the standard company car will be issued at the beginning of each model year by the Sodexo Fleet Department.

- Specifications and accessories that will typically be included in the Sodexo "Standard Company Car". Sodexo Senior Management reserves the right to modify the options package as it deems appropriate for each model year including but not limited to the following options:

<table>
<thead>
<tr>
<th>6-Cylinder Engine</th>
<th>Keyless Entry</th>
</tr>
</thead>
<tbody>
<tr>
<td>Power Driver Seat w/Lumber</td>
<td>Front/Rear Floor Mats</td>
</tr>
<tr>
<td>Automatic Transmission</td>
<td>AM/FM Radio with six disk stereo CD player</td>
</tr>
<tr>
<td>Air Conditioning</td>
<td>Four wheel disk brakes</td>
</tr>
<tr>
<td>Power Anti Lock Brakes</td>
<td>Alloy wheels</td>
</tr>
<tr>
<td>Power Steering</td>
<td>Power exterior mirrors</td>
</tr>
<tr>
<td>Rear Window Defroster</td>
<td>Power Windows</td>
</tr>
</tbody>
</table>
Air Bags - Driver's and Passenger Side, Side Impact and overhead curtain  
Factory Tinted Glass  
Day Time Running Lights  
Power Door Locks  
Cruise Control  
Audio Input iPod Jack  
Fixed 60/40 Split Rear seat  
Cloth front bucket seats

Accessories required by a local or state law in which the vehicle will be titled are also included.

- Personal modifications to a company vehicle must be discussed with the Fleet Department prior to such modifications being made.

New employees and employees who have become company car eligible can request an electronic vehicle order form from GE Fleet Services. The electronic vehicle order form will be issued by email to the eligible company car driver. The employee will be given a password by GE Fleet Services and instructed to go to the GE Fleet web link. The driver should make any necessary changes and release the order. Once the order is released it will be electronically forwarded to the division VP of Finance or Human Resources representative for approval. The approved order will be electronically forwarded to GE Fleet Services for processing.

**STANDARD COMPANY CAR UPGRADE**
Sodexo employees eligible for a company car will have a choice to upgrade from the standard company car at their expense. The additional cost to the employee will be the difference between the monthly lease payment charged by GE Fleet Services for the standard company car and the selected company car upgrade. For current Company Car Upgrade Options, visit SodexoNet > Finance > Company Vehicles Quick Link.

GE Fleet Services will invoice Sodexo for the full lease amount on a monthly basis for all standard company car upgrades.

An employee electing to upgrade their company car will have a deduction processed bi-weekly through their paycheck in amount of the difference between the monthly lease payment for the standard company car and the monthly lease payment of the upgraded vehicle. This deduction will be processed as a credit to the “Vehicle Lease” account number 6286.7310 to the employee’s home unit number. An employee participating in the vehicle upgrade program will be required to complete a “Vehicle Upgrade Payroll Deduction Authorization” form at the time the employee orders the vehicle on-line. This form will be included in the GE Fleet Services web ordering process. This deduction will continue until the employee is either terminated, the vehicle is disposed, or the employee becomes non-vehicle eligible.

Eligible employees participating in the vehicle upgrade program need to be aware of the following:

1. The bi-weekly payroll deduction will continue even if the vehicle is in a repair shop for an extended period of time due to an accident or major repairs, i.e., engine, transmission, etc.

2. The employee will have no vested interest in the upgraded vehicle, i.e., when the vehicle is sold the employee will not receive a prorated share of the proceeds from the sale of the vehicle.

3. An employee on Leave of Absence (LOA) will have their upgrade deduction held in arrears until the employee returns and receives a regular paycheck. The first paycheck will deduct the full amount owed to Sodexo.
4. The standard options for all company car upgrades will be similar to those of the standard company car. Any additional options will be paid by the employee as a personal expense at the time of order.

5. Employees should consult with their tax professional regarding personal tax implications of participating in this program.

6. Vehicle for transferred or terminated employees will be evaluated for deployment on a case by case basis with the Fleet Department and the HR Market representative. If the vehicle is sold the employee will not receive a prorated share of the proceeds.

**DRIVER PAID OPTIONS**
Vehicle eligible drivers, upon ordering a new vehicle, will be permitted to purchase driver paid options at personal expense. Available options will be announced at the beginning of each new model year. Drivers will be charged the cost negotiated by Procurement with the manufacturer with no mark up. Options must be paid for via personal check or credit card at the time the driver places the vehicle order. Options may not be paid for via installments or payroll deductions. Under no circumstances will drivers receive a pro rata return for driver paid options when the vehicle is sold/disposed.

**APPROVALS**
All vehicle orders require the Market President or Human Resources VP or Human Resources designate or the Business Line VP of Finance or designate as minimum approval. The applicable division designate will approve the vehicle order by “releasing” the on-line order to GE Fleet Services.

******IMPORTANT******

**CONDITIONS OF OPERATING A COMPANY VEHICLE**
Sodexo employees who are entrusted with company cars should take necessary caution to ensure that the company does not incur losses associated with their operation of a company car. For this reason, company cars should not be driven by non-employees, and under no circumstances should company cars be driven by anyone under age 18. However, a spouse or domestic partner of the authorized driver who possesses a valid driver’s license may operate the vehicle, but it is strongly discouraged. All other family members are prohibited from using the vehicle. Accidents resulting from gross negligence or by violation of this policy in the use of company cars may result in disciplinary action against the employee assigned the company car.

Examples of gross negligence or policy violation include, but are not limited to, operation of the company car while under the influence of alcohol or drugs, operation of the car by a minor, major traffic violations, etc. The severity of the incident will determine the disciplinary action to be taken which may include revocation of the right to a company car, reimbursement by the employee of the loss to the company, termination of employment, and legal action for damages.

Payment of all citations (fines) are the responsibility of the Assigned Driver. Negligence in ignoring payment is a policy violation. Such policy violation results in excessive accrual of
penalties, disruption of business because of denial by several states of all Sodexo registration renewals pending.

Drivers operating a Sodexo owned or leased vehicle must also comply with Sodexo’s Corporate Policy CP 126 Smoking/Tobacco Use. Smoking is prohibited in all vehicles owned or leased by the Company.

REPLACEMENT OF COMPANY CARS

GE Fleet Services will issue an electronic vehicle order form by email to the eligible company car driver upon request. The driver will be given a password by GE Fleet and instructed to go to the GE Fleet web link. The driver should make any necessary changes and release the order. Once the order is released it will be electronically forwarded to the division VP of Finance or Human Resources representative for approval. The approved order will be electronically forwarded to GE Fleet for processing.

NOTE: IF COMPETITIVE NEEDS OR BUSINESS CONDITIONS REQUIRE AN ALTERNATIVE VEHICLE RETIREMENT POLICY BE ESTABLISHED, INDIVIDUAL BUSINESS LINES MAY DO SO WITH THE APPROVAL OF THE BUSINESS LINE PRESIDENT.

The new vehicle delivering dealer is assigned by GE within a 30 mile radius from the driver’s address noted on the vehicle order.

NOTE: A driver cannot order a new replacement vehicle unless the above replacement criteria is met. Reassignment of a vehicle less than three years old and less than 60,000 miles to another employee for the purpose of ordering a new vehicle is strictly prohibited.

The Product Line in conjunction with the Sodexo Fleet Department and GE Fleet Services is responsible for selling the old cars at most favorable prices. When an employee is interested in purchasing a retired company car, they may do so at the quoted wholesale fair market value as provided by GE Fleet.

Retirement of all company vehicles, including driver’s purchases, should be coordinated with the Fleet Department.

NOTE: SINCE SODEXO IS NOT LICENSED AS A VEHICLE DEALER, RETIRED COMPANY VEHICLES CAN BE SOLD LEGALLY ONLY TO SODEXO EMPLOYEES OR AT AUCTION. RETIRED COMPANY VEHICLES MAY NOT BE SOLD TO SODEXO EMPLOYEE FAMILY MEMBERS.

THE COMPANY DOES NOT RECOMMEND THE SELLING OF VEHICLES TO EMPLOYEES LEAVING THE COMPANY. HOWEVER, ON A CASE BY CASE BASIS, THE INDIVIDUAL BUSINESS LINES MAY USE THEIR OWN DISCRETION REGARDING THIS MATTER.
The Business Line Human Resources representative must approve the disposition of any vehicle which has not reached the 60,000 mile or three year retirement criteria or applicable Business Line criteria.

PERSONAL USE
Company cars may be used for personal reasons on a limited basis. It is recognized that occasional personal use is unavoidable within the employee's local area.

NOTE: DRIVERS USING THEIR ASSIGNED COMPANY VEHICLE FOR PERSONAL USE OUTSIDE THEIR LOCAL COMMUNITY, i.e., VACATION, ARE REQUIRED TO PAY FOR GASOLINE PURCHASES WITH THEIR OWN PERSONAL FUNDS.

INSURANCE (COMPANY VEHICLES)
Sodexo company cars are essentially self-insured. Losses for physical damage, fire and theft of the company vehicle are, therefore, a company expense. Each company vehicle is charged an insurance premium to cover these losses.

Losses or theft of employee's personal property from a company car are not covered by Sodexo insurance. Such losses are the personal responsibility of the employee. Losses for theft of passenger's personal property from a company car are the personal responsibility of each individual passenger. If a company vehicle is broken into, take the following steps:

- Report the loss to the Fleet Administrator at the FSC immediately.
- Report the loss to the local police, and secure a copy of the police report. A copy should be sent to the Fleet Administrator.
- Employee should notify their homeowners' insurance company of the loss of any personal property. Your policy should be pursued for reimbursement of loss of any personal property. Sodexo will not reimburse the employee for the loss of personal articles.

When property loss to a company vehicle occurs, a $350 deductible per occurrence is charged directly to the unit to which the car is assigned. The Company also may incur losses for liability claims associated with bodily injury and property damage to other parties. Losses resulting from liability claims will be paid by the Casualty Claims Department, whether such losses occur during business use or authorized personal use of the car.

NOTE: Medical expenses associated with injuries to employees (whether driver or passenger) are covered by Worker's Compensation if the accident occurs while on company business. Medical expenses for injuries to employees driving on personal business are the responsibility of the employee.

Accordingly, it is recommended that employees with company cars carry medical insurance. Medical expenses for passengers injured in a company car are the personal responsibility of each individual passenger.
ACCIDENT REPORTING
Each operator of a company vehicle is responsible for reporting accidents involving bodily injury or physical damage to company vehicles or to the property of others to the Claims Reporting (1-888-872-5676) and GE Fleet Services within 24 hours, 1-800-231-1044 in the US and Canada.

ACCIDENT REPAIR COSTS/RENTAL
The cost of accident repairs for company vehicles will be paid by GE. GE will invoice Sodexo and process the invoice through the Sodexo Accounts Payable system. The unit where the vehicle is assigned will be charged up to $350 for the deductible portion of the repair cost. If a rental vehicle will be required while the vehicle is being repaired for accident and/or mechanical repairs, please contact GE directly to make arrangements.

ACCIDENT WITH A RENTAL VEHICLE
When renting cars while a company car is being serviced, employees should use the authorized rental agencies, as assigned by GE.

Business travel using an approved rental car company automatically provides adequate car insurance coverage and travelers need not purchase any optional coverage. ALL OPTIONAL INSURANCE SHOULD BE DECLINED, INCLUDING ANY COLLISION DAMAGE INSURANCE. Travelers using unapproved rental car companies expose Sodexo to uninsured risk and liability.

If an accident should occur while in the rental car, the traveler must contact the rental car agency immediately. If there is damage to the rental car, please contact the Sodexo Fleet Department at the Financial Service Center at 1-800-828-7762 option 1, 6. If the accident results in serious bodily injury or property damages to another party, Claims Reporting, 1-888-872-5676 should be contacted by the traveler’s manager.

If personal property is damaged as a result of the accident the Company will reimburse the employee up to replacement value of the property. Original receipts and a copy of the accident report must be submitted with the expense report.

GASOLINE PURCHASES
All drivers of a company owned vehicle are issued a GE/Em Wright Express gas credit card by GE Fleet Services or a GE Services Card (Canada) to be used to purchase gasoline. The gas card is permanently assigned to the vehicle. If the vehicle is transferred to another driver, the gas card goes with the vehicle. These credit cards are accepted at all the national gas outlets. It is recommended that the driver utilize self-service gas stations whenever possible. The gas station invoices GE for all gas purchases and GE invoices Sodexo. The driver should keep a copy of the charge slip to compare to the Weekly A/P Invoice Register and/or the GE Unit Purchase Record as a means of verifying expenses charged to their unit. The company provided GE fleet fuel card has preset limits. The card may only be used up to 3 times per day for a total daily limit of $150.

NOTE: LOST OR STOLEN MAINTENANCE ID AND/OR GASOLINE CREDIT CARDS SHOULD BE REPORTED TO GE IMMEDIATELY.
PERSONAL IDENTIFICATION NUMBER (PIN) – APPLIES TO THE GAS CARDS IN THE UNITED STATES ONLY

Sodexo drivers responsible for driving and refueling a company vehicle will be issued a Personal Identification Number (PIN). This number is to be kept confidential and used only by the employee it is assigned to for making fuel purchases.

NOTE: THE DRIVER SHOULD NOT KEEP THE GE/WRIGHT EXPRESS GAS CREDIT CARD AND PIN NUMBER TOGETHER.

Driver must contact GE Fleet Services to request a new PIN number or to delete/cancel a PIN number. PIN numbers must be cancelled for any employee (driver) who no longer has responsibility to refuel a company vehicle or has been terminated.

Fuel costs represent the single largest operating expense for the Sodexo Fleet. It is the company policy that all gasoline powered vehicles be fueled with regular unleaded gasoline, i.e., an octane rating no higher than 87.

VEHICLE LOAD LIMITS
- Company vehicles have limits for number of passengers and total weight. The driver is responsible to know and follow vehicle limits. Sodexo prohibits the use or attachment of trailer hitches, towing of a car or trailer or any other device or use of the company car for other than basic transportation.

PERSONAL EXPENSES
Reimbursement
- Record all company vehicle expenses paid via personal credit card or cash in the Concur System. All items must be supported by a receipt. Also, record the asset number assigned to the vehicle and the odometer reading in the appropriate area.

- Record miles in whole numbers, DO NOT RECORD TENTHS. Vehicle asset numbers are noted on the GE/Wright Express gas credit card and the GE Maintenance Management Drivers Guide following the GE account number 6976 in US, and number 5935 in Canada.

TITLE & LICENSE REGISTRATION/REREGISTRATION AND PROPERTY TAX

The initial licensing of all company vehicles will be handled by the delivering dealer. Future licensing and renewal of license plates will be coordinated by GE Fleet Services using the GE "Rapid Tag" program. Under this program, GE will handle all re-registrations for all Sodexo-owned vehicles and vehicles leased through GE. GE will charge a nominal fee for each re-registration for a GE leased vehicle and a nominal fee for a Sodexo-owned vehicle, in addition to the state re-registration fees. This fee will be charged to the unit to which the vehicle is assigned. The “GE Rapid Tag” re-registration process does not apply to Sodexo drivers assigned a leased vehicle from any other leasing company.

Vehicles should be addressed to the client's address at the unit where the vehicle is assigned or the Regional office address. Vehicles assigned to Headquarters' employees should be addressed to Sodexo Headquarters address and Department Name. Approximately one month prior to the expiration of company vehicle license plates, the driver will receive notification that GE is processing the registration renewal or GE will request additional information from the driver in
order to renew the registration. Property or similar taxes for Sodexo owned vehicles will be paid by the Sodexo Tax Department located at the Financial Service Center. For leased vehicles, property or similar taxes will be paid by the leasing company. **IF A DRIVER DOES NOT RECEIVE THE NECESSARY PAPERS, PLEASE CONTACT GE FLEET SERVICES.**

**NOTE:** Vanity license plates should not be ordered for company cars as this is not an allowable business expense.

Sodexo employees assigned a company passenger vehicle are personally responsible for the timely renewal of license plates, safety/emissions inspections, etc. Any penalty or citation resulting from failure to do so will be at the employee’s **personal** expense.

**NOTE:** In Arizona, Massachusetts, North Carolina, Rhode Island, Connecticut, Nebraska, and Virginia it is necessary to turn used vehicle license plates into the motor vehicle bureau. A receipt for these plates **must** be sent to the Fleet Department at the Financial Service Center to verify tax status. Failure to surrender the plates will result in additional tax levies even though the vehicle has been relocated or disposed.

**TRAFFIC VIOLATIONS**
It is the responsibility of the driver (employee) to settle any traffic or parking violations with the appropriate municipality.

Failure to settle in a timely matter impedes the vehicle re-registration process not only for the employee who committed the infraction, but also for other Sodexo employees in the state that may have to re-register their assigned company vehicle. **IF SETTLEMENT IS NOT MADE BY THE EMPLOYEE DIRECTLY WITH THE MUNICIPALITY, SODEXO WILL SETTLE VIA A PAYROLL DEDUCTION FROM THE EMPLOYEE’S PAY CHECK.**

**CAR ALLOWANCES (REFER TO ATTACHMENTS A & B FOR ELIGIBILITY):**

**DESCRIPTION**
The car allowance program is designed to provide reasonable compensation with a mileage reimbursement for employees who do not qualify for a vehicle on a perquisite basis but regularly use their personal vehicle to carryout their job duties. Additionally, it is designed for perquisite-eligible employees who elect an allowance in lieu of a company-provided vehicle. Employees receiving weekly car allowances will pay all expenses for acquisition, ownership, insurance, maintenance, and operation of such personally owned cars and will be reimbursed at the current approved Sodexo rate per mile for use of the car while on company business. For payroll administration purposes, weekly allowances are determined by multiplying the monthly allowance by 12 and dividing the total by 52. Mileage reimbursement will change as IRS regulations are modified. Car allowances will be discontinued as of the date an employee is no longer authorized or eligible for a car allowance or, if an employee has been on allowance program for at least two years and elects to switch to a company vehicle, as of the date the vehicle is received by the employee. Under no circumstances should an employee whose car allowance has been discontinued receive a salary adjustment to compensate for loss of the allowance.

**NOTE:** Each Market Human Resources Departments are responsible for conducting annual audits to ascertain that company mileage requirements are met. Company cars or car allowances may be discontinued as a result of this audit.
The Market Human Resources Departments are responsible for coordinating changes, as a result of their audit, with Payroll Accounting Services and the Fleet Department.

In cases where the company vehicle benefit is discontinued, the employee may be permitted to purchase the company car assigned to him/her if the car cannot “reasonably” be reassigned within the division. The price will be the quoted wholesale fair market value as provided by GE Fleet. Cars not purchased by the employee to whom assigned will be turned over to the Fleet Department for disposition.

**IMPORTANT RESTRICTION**

**NOTE: AN EMPLOYEE WHO ELECTS TO PARTICIPATE IN THE ALLOWANCE PROGRAM MAY NOT SWITCH TO A COMPANY VEHICLE FOR A PERIOD OF TWO YEARS.**

**BUSINESS USE OF PERSONAL VEHICLE**

**REIMBURSEMENT FOR BUSINESS USE OF PERSONAL CARS**

Employees who are required to use their personal cars from time to time in the efficient performance of their duties will be reimbursed at the current IRS approved rate per mile for use of their car while on company business. Mileage reimbursement will fluctuate as IRS regulations are modified. Current mileage reimbursement is posted to SodexoNet > Finance > Company Vehicles **Quick Link**.

The approved rate is calculated to cover all related vehicle expenses, i.e., fuel, repair and maintenance, vehicle insurance. The company is not liable for any additional vehicle costs beyond the approved mileage reimbursement.

**INSURANCE REQUIREMENTS (EMPLOYEES USING THEIR PERSONAL VEHICLE FOR OCCASIONAL USE)**

All employees who use their personal car on company business for any reason, (however incidental the use) **MUST** have general liability insurance in effect at the time of such use; otherwise business use of a personal car is specifically prohibited. Managers who request employees to use their personal car for company business should ascertain that such employees have general liability coverage.

Employees operating their personal vehicle on company business who are involved in an accident should report the accident to their private insurance carrier and their supervisor immediately.

**INSURANCE REQUIREMENTS (EMPLOYEES ON ALLOWANCE)**

Employees authorized for weekly car allowances must maintain in-effect policies providing for a minimum amount of $100,000/$300,000 personal injury per accident and $50,000 property damage or $300,000 single limit each occurrence. For employees participating in the allowance program, evidence of such insurance **MUST** be provided to the Fleet Department at the FSC and verified no less than annually. Human Resource Managers should initiate the **Company Car/Car Allowance Authorization Form** and **MUST** forward to the Fleet Department with a copy of the driver’s insurance policy. The Fleet Department will follow-up annually with all driver’s on
allowance to ensure a current copy of the driver’s insurance policy is on file with the Fleet Department and insurance coverage is adequate.

**FINANCIAL REPORTING – VEHICLE COSTS**

Vehicle charges will appear on Sodexo financial statements to the following accounts:

<table>
<thead>
<tr>
<th>Account Number</th>
<th>Description</th>
<th>Financial Statement Number</th>
</tr>
</thead>
<tbody>
<tr>
<td>6256 0200</td>
<td>Vehicle Allowance Cost</td>
<td>4430</td>
</tr>
<tr>
<td>6256 0300</td>
<td>Vehicle Operating Cost</td>
<td>4430</td>
</tr>
<tr>
<td>6256 0500</td>
<td>Comprehensive and Collision Deductible</td>
<td>4430</td>
</tr>
<tr>
<td>6256 0600</td>
<td>Vehicle Allowance - Other</td>
<td>4430</td>
</tr>
<tr>
<td>6163 4500</td>
<td>Vehicle Insurance</td>
<td>4540</td>
</tr>
</tbody>
</table>

**PLEASE VIEW THE FOLLOWING APPENDICES FOR THIS TOPIC:**

APPENDIX A – SODEXO VEHICLE POLICY (US)

APPENDIX B – SODEXO VEHICLE POLICY (CANADA)

**APPENDIX A – SODEXO VEHICLE POLICY (US)**

<table>
<thead>
<tr>
<th>ELIGIBILITY/LEVEL</th>
<th>BENEFIT PROVIDED: ELIGIBILITY</th>
<th>BENEFIT PROVIDED</th>
</tr>
</thead>
</table>
| I                 | • President and Chief Executive Officer (CEO)  
• Market Presidents  
• Business Line Presidents  
• Vice Presidents and Above | • Choice of the standard company car or a company car upgrade (includes maintenance/operating expenses and Insurance) OR  
• Allowance of $700/month (taxable) with mileage reimbursement for business travel at the current approved rate posted to SodexoNet > Finance > Company Vehicles Quick Link. |
II
- District Managers
- Sales Managers
- National Client Executives
- All other management employees who drive 15,000 miles or more per year on company business (excluding commuting)
- Choice of the standard company car or a company car upgrade (includes maintenance/operating expenses and insurance)
  OR
- Allowance of $500.00 (taxable) per month plus mileage reimbursement for business travel at the current approved rate posted to SodexoNet > Finance > Company Vehicles Quick Link.

III
- Any management employee (not included in the above level) who is required to use their personal vehicle for business
- Mileage reimbursement at the current rate for the use of a personal vehicle on company business as posted to SodexoNet > Finance > Company Vehicles Quick Link.

Note: Business Segment Senior Vice President or Functional Head will be responsible for distribution, approval and management of the policy. Effective Date: 1/1/07

APPENDIX B -- SODEXO VEHICLE POLICY -- CANADA

<table>
<thead>
<tr>
<th>ELIGIBILITY LEVEL</th>
<th>BENEFIT PROVIDED: ELIGIBILITY</th>
<th>BENEFIT PROVIDED</th>
</tr>
</thead>
<tbody>
<tr>
<td>I</td>
<td>President Executive Vice President</td>
<td>An allowance of $700/month with mileage reimbursement for business travel at the current approved rate posted to SodexoNet &gt; Finance &gt; Company Vehicles Quick Link.</td>
</tr>
<tr>
<td>II</td>
<td>Vice President Director of Operations</td>
<td>An allowance of $615/month with mileage reimbursement for business travel at the current approved rate posted to SodexoNet &gt; Finance &gt; Company Vehicles Quick Link.</td>
</tr>
<tr>
<td>III</td>
<td>Director Sales District Manager</td>
<td>An allowance of $525/month with mileage reimbursement for business travel at the current</td>
</tr>
</tbody>
</table>
| IV | • Resident District Manager  
• Any employee (not included in the categories above) who is required to use their personal car in the efficient performance of their job duties. | approved rate posted to SodexoNet > Finance > Company Vehicles Quick Link.  
• Reimbursement for the use of the car on company business at the current approved rate posted to SodexoNet > Finance > Company Vehicles Quick Link. |

0) All dollar amounts are Canadian dollar amounts.

To be able to receive an allowance, all others would be required to drive 24,000 km on business annually. All present company cars will remain in service until lease expires or vehicle reaches 120,000 km.

Note: Canadian tax implications should be directed to the Human Resources Vice President at the Burlington, Ontario office or discussed with your tax advisor.

Effective Date: 1/1/06