

Daimler Truck Financial CONQUESTMiles - Program Parameters and Rules

The following Program Parameters and Rules, effective as of April 1, 2010 ("Program Rules"), apply to the Truck Financial business unit of DCFS USA LLC ("DTF") CONQUESTMiles Program ("Program"). Enrolled participants of the Program shall be referred to as "Participant(s)".

Program overview: CONQUESTMiles is a new sales program which utilizes the existing VocationMiles Program, but is designed to reward Dealers who provide DTF with new business (i.e., customers for which DTF has no prior funding history). Dealers participating in the Program can earn CONQUESTMiles for qualifying funded business at a rate which is double that of the standard VocationMiles Program. For complete information and rules regarding the VocationMiles Program, please review the DTF marketing notice published February 2009 located in the "Notices" section of F&I Pro (www.fandipro.com).

CONQUESTMiles Calculation:

The amount financed (or Adjusted Cap Cost) of each funded eligible transaction will be multiplied by the factor of .28 to determine the CONQUESTMiles earned. [Example: amount financed = \$50,000 (50,000 X .28) = 14,000 CONQUESTMiles].

Program effective dates: The Program will begin April 1, 2010 and will run through December 31, 2010. Business eligible for the Program must be funded no earlier than April 1, 2010 and no later than December 31, 2010. Dealers will be able to submit CONQUESTMiles Allocation Forms to DTF until January 31, 2011. Any Allocation Forms received by DTF after this date will not be honored.

Qualifying business: To be eligible for CONQUESTMiles, the transaction must be considered "Conquest Business" and meet each of the following requirements:

- "Conquest Business" is defined as a customer with no history of funded transactions with DTF prior to April 1, 2010, as determined by DTF, in its sole discretion.
- Open to all fleet, vocational, and municipal business, as determined by DTF, in its sole discretion.
- New Daimler Trucks North America product.

Limitations, exclusions, and requirements:

- Transactions may not earn both VocationMiles (under the VocationMiles Program) and CONQUESTMiles.
- No used units or non-DTNA products will qualify for the Program.
- For transactions with mixed products, CONQUESTMiles will only be awarded for the qualifying products. [Example: A transaction contains both a qualified new DTNA product and a used truck/tractor or a trailer(s). CONQUESTMiles will only be awarded for the transaction amount covering the qualified new product.]
- New customers that have affiliates or related entities who have previously funded transactions with DTF will be ineligible for CONQUESTMiles, as determined by DTF, in its sole discretion.
- CONQUESTMiles Allocation Forms must be submitted to DTF for processing within 30 days of transaction funding. Allocation Forms submitted after this 30 day period will be ineligible for CONQUESTMiles. Allocation Forms should be submitted with funding documents and blank Allocation Forms may be obtained at either the F&I Pro or F&I Source websites (www.fandipro.com or www.fandisource.com)
- Transaction amounts will be limited to \$10,000,000 annually per customer. No monthly maximum applies.
- There is no limit on the number of CONQUESTMiles a Participant may earn.
- Dealerships must utilize the VocationMiles / CONQUESTMiles Allocation Form (form TFFF2239 4/1/2010) when requesting CONQUESTMiles rewards. Requests made on previous versions of the form will not be processed.
- Unredeemed CONQUESTMiles expire after 12 months of account inactivity.
- CONQUESTMiles [rewards] are not transferable and may be used only by the Participant listed on the Allocation Form.

Program Enrollment and Reward Tracking: Dealership employees already enrolled in the current VocationMiles Program are already eligible to participate in the CONQUESTMiles Program. Dealers wishing to enroll may do so by completing and submitting the standard VocationMiles enrollment form. Enrollment forms may be obtained at either the F&I Pro or F&I Source websites (www.fandipro.com or www.fandisource.com). Enrollment forms may be submitted via fax to the number located on the form. Tracking Your CONQUESTMiles -- Each Participant will be assigned a unique User ID# and Password combination that allows access to the VocationMiles website. First, go to www.fandipro.com or www.fandisource.com and then click the VocationMiles link. You will be prompted to login. Once inside, Participants can track their progress throughout the Program period. Accounts will be updated online monthly, and each Participant will receive a monthly statement through the mail. Please allow up to 30 business days for Allocation Forms to be processed, approved and posted.

Online Redemptions - Provided you have accumulated the necessary VocationMiles / CONQUESTMiles, Participants may redeem their CONQUESTMiles online at any time during the Program by logging onto the VocationMiles website using their User ID# and Password. First, go to www.fandipro.com, then click the VocationMiles icon. You will be prompted to login. Once inside, you can then select the Award Category of choice. Each Award Category has a redemption chart at the bottom of the page. In most cases, awards will be delivered within 2 to 4 weeks of receipt of the redemption request. A minimum of 3 weeks advance notice must be allowed for any travel awards. Please contact Client Services at Award Headquarters at 800.343.4034, ext. 266 for any questions regarding awards.

Tax Requirements: Any liability for Federal, State, or local income taxes imposed on an award received from this Program will be the sole responsibility of the Participant receiving the award and not DTF or any of its agents. An IRS 1099 form will be issued to each Participant who redeems CONQUESTMiles for merchandise. All awards have zero cash value.

Disclosures: DTF reserves the right to the final interpretation and enforcement of these Program Rules and the right to amend, change or terminate this Program or any portion thereof at any time for any reason with notice provided to Dealers. DTF also reserves the right to withdraw awarded CONQUESTMiles from Participants for business that does not meet the above criteria. A grace period for redemption will be offered to Participants should the Program be terminated for any reason. DTF is not responsible or liable for any failure of a vendor/supplier to provide the award. These Program Rules supersede and replace any and all Program Rules previously distributed or communicated by DTF with respect to the CONQUESTMiles Program.