

2023 Model Year Competitive Assistance Program

AMERICAN STANDARD HEATING/AIR COND DEALERS & DIST	FAE NAME: Kenneth Kelley	APPROVED: April 28, 2022 VERSION: 2
	PHONE: 713-253-8353	DEAL NUMBER: 3073
PROCESSING CODE: 3XK FAN: 984653	EMAIL: kenneth.l.kelley@gm.com	SUBMITTED BY: Kenneth Kelley

The following 2023 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 AMERICAN STANDARD HEATING/AIR COND DEALERS & DIST.

TERMS AND CONDITIONS OF COMPETITIVE ASSISTANCE PROGRAM

End-User FAN	Customer Name
984653	AMERICAN STANDARD HEATING/AIR COND DEALERS & DIST

Allowances and Eligible Vehicles

The following allowances are offered for the 2023 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
Malibu	\$1,500
Bolt EV	\$0
Bolt EUV	\$0
Camaro	\$0
LYRIQ (New)	\$0
CT4	\$1,000
CT5	\$2,000
Encore GX	\$1,200
Trailblazer	\$1,000
Equinox	\$1,500
Terrain	\$1,800
Blazer	\$1,500
Envision	\$1,000
Traverse	\$1,500
Enclave	\$1,800

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Model	Allowance
Acadia	\$1,600
Tahoe/Yukon	\$700
Suburban/Yukon XL	\$900
Escalade/Escalade ESV	\$1,000
XT4	\$1,000
XT5	\$2,000
XT6	\$2,500
HUMMER EV Pickup (New)	\$0
Silverado/Sierra 1500 Regular Cab	\$1,700
Silverado/Sierra 1500 Double/Crew Cab	\$2,000
Silverado/Sierra 2500/3500 Regular Cab	\$1,500
Silverado/Sierra 2500/3500 Double/Crew Cab	\$1,800
Medium Duty Low Cab Forward 3500/4500 - Gas	\$2,100
Medium Duty Low Cab Forward 4500/5500/6500/7500 - Diesel	\$5,800
Silverado Medium Duty 4500	\$3,250
Silverado Medium Duty 5500	\$5,250
Silverado Medium Duty 6500	\$5,750
Express/Savana Cargo	\$5,000
Express/Savana Cutaway	\$4,800
Express/Savana Passenger	\$4,700

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.

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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 AMERICAN STANDARD HEATING/AIR COND DEALERS & DIST (or its authorized Fleet Management Company).

AMERICAN STANDARD HEATING/AIR COND DEALERS & DIST'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 AMERICAN STANDARD HEATING/AIR COND DEALERS & DIST 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 3XK 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 AMERICAN STANDARD HEATING/AIR COND DEALERS & DIST with price protection for 2023 model year Eligible Vehicles at prices effective as of order date for vehicles ordered. The price protection offered by General Motors applies to price increases based on economics and destination and freight charges that occur post-order date for vehicles ordered. 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. Price protection does not apply to units purchased out of dealer stock.

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.



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Special OnStar Service Subscription Options

Eligible new OnStar equipped vehicles (**UE1**) purchased through this Competitive Assistance Agreement can take advantage of the RPO based **OnStar Business Solutions** service offers (see below). Visit onstar.com/businesssolutions

Adding a select plan to a new vehicle is easy and can be done at the time of order. Just have your ordering entity add the RPO of the service that you select from the chart below to each vehicle order.

OnStar Assurance*

Service includes Stolen Vehicle Assistance, Automatic Crash Response, Emergency Services and Advisor Door Unlock. Total service duration on eligible new vehicles includes a 3-month trial.

1. Option Code **P1R** – Total service duration of 12 months at \$90/vehicle
2. Option Code **P1S** – Total service duration of 24 months at \$210/vehicle
3. Option Code **P1T** – Total service duration of 36 months at \$330/vehicle
4. Option Code **P1U** – Total service duration of 48 months at \$450/vehicle
5. Option Code **R7Z** – Total service duration of 60 months at \$570/vehicle

OnStar Vehicle Insights**

Fleet management tool that provides services such as vehicle location, driver performance, custom alerts, and vehicle health. For new accounts, the total service duration will include an additional two month trial. Visit onstarvehicleinsights.com to create an account and/or add vehicles.

1. Option Code **P0V** – Total service duration of 12 months at \$183/vehicle
2. Option Code **P0W** – Total service duration of 24 months at \$360/vehicle
3. Option Code **P0X** – Total service duration of 36 months at \$522/vehicle
4. Option Code **P0Y** – Total service duration of 48 months at \$672/vehicle
5. Option Code **P0Z** – Total service duration of 60 months at \$810/vehicle

These options apply only to those specific vehicles identified as all models receiving Competitive Assistance.

An applicable charge for this option will appear on the factory invoice. The unused portion of an OnStar subscription is non-refundable, but it may be transferred with the vehicle to the new owner.

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If any vehicles are purchased Out of Stock from a General Motors dealer, the dealer would need to email the GM Fleet Action Center FLOS@gm.com and request to add the selected RPO code(s) to the vehicle invoice.

Disclosures:

* OnStar plan, working electrical system, cell reception and GPS signal required. OnStar links to emergency services. See onstar.com/businesssolutions for details and limitations. **Automatic Crash Response:** Not all vehicles may transmit all crash data. **Stolen Vehicle Assistance** requires armed GM factory-installed theft deterrent system, contact method on file and enrollment to receive alerts. Additional messaging and data rates may apply. Services are intended to assist with vehicle recovery and do not prevent theft or protect against damage or loss.

** Terms Apply. Available on select properly equipped 2015 model year and newer GM vehicles excludes Volt, Low Cab Forward Trucks and GM vehicles built without OnStar Hardware, which includes but is not limited to select base Chevrolet and GMC trucks. Requires an active connected vehicle services plan. Fees, services, and availability subject to change without notice. Applicable taxes not included. Does not include emergency or security services. Diagnostics capabilities vary by vehicle model. Not all issues will deliver alerts. See onstarvehicleinsights.com for details and limitations.

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.

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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Ownership Requirements

All vehicles under this Program must be titled, licensed, and registered in the name of AMERICAN STANDARD HEATING/AIR COND DEALERS & DIST or its Fleet Management Company and retained by AMERICAN STANDARD HEATING/AIR COND DEALERS & DIST for business use principally in the United States for a minimum of 6 months from the date of delivery. AMERICAN STANDARD HEATING/AIR COND DEALERS & DIST 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 AMERICAN STANDARD HEATING/AIR COND DEALERS & DIST 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 dealer/Fleet Management company must maintain a copy of substantiating documentation in the deal jacket for audit purposes.

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 AMERICAN STANDARD HEATING/AIR COND DEALERS & DIST 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 AMERICAN STANDARD HEATING/AIR COND DEALERS & DIST to ensure compliance with this Agreement. AMERICAN STANDARD HEATING/AIR COND DEALERS & DIST's failure to comply with this Agreement may result in General Motors immediately terminating this Agreement and/or passing to AMERICAN STANDARD HEATING/AIR COND DEALERS & DIST penalties imposed on General Motors by certain countries for unauthorized export/import of General Motors vehicles.

VEHICLE ORDERING REQUIREMENTS

PROCESSING CODE: 3XK

FAN: 984653

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.

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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:	AMERICAN STANDARD HEATING/AIR COND DEALERS & DIST
PROCESSING CODE:	3XK
FAN:	984653

**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
984653	AMERICAN STANDARD HEATING/AIR COND DEALERS & DIST

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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

**020 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

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

If you would like to complete this process online or with the assistance of one of our Fleet Action Center support team members, please visit www.gmfleet.com/fleet-tools and sign-in using your GM Certified credentials, or call 1-800-353-3867 to speak to one of our Fleet Action Center Advisors.

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.

AMERICAN STANDARD HEATING/AIR
COND DEALERS & DIST

Customer Name

984653

Customer FAN

3XK

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 --

Extended Service

VIN	OnStar RPO	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

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.