

Inventory Finance Solutions. Simplified.

It's time to shift ... the way you think about floor planning.

WELCOME TO THE NEXTGEAR CAPITAL FAMILY

I am extremely excited about what is next for our customers. Creating NextGear Capital is a visionary endeavor. We are building a completely independent floor plan company on the solid foundations of two great companies with strong cultures of customer focus and service.

As we blend together our "best" offerings, such as our business processes, technology, talent, products and services, you will have access to flexible pricing options, the latest technology (including mobile apps), and a greater variety of sources and types of inventory allowed on floor plan lines.

Our core customers are independent dealer operators like you, with used and pre-owned inventory as the basis for their portfolios. With tools such as our Online Account Management and our smartphone app, buying and selling inventory will be faster, simpler and ultimately more profitable.

We are dedicated to you and your NextGear of Success_™. By creating simple, streamlined business solutions, you have our commitment that good is never good enough. We will constantly look for ways to get you and your business to the next level.

At NextGear Capital, we show our appreciation for your business with the personal touch we're known for. Our local Account Executives and dedicated Customer Service Center representatives are ready to serve all your needs in a timely and efficient manner. We believe our innovative ideas will help you grow your business and that our outstanding service will exceed

Join us as we shift to the NextGear of Success,..!



your expectations.

Brian Geitner, President

FLOOR PLANNING

Universal Sources

OVER 1,000 UNIVERSAL SOURCES

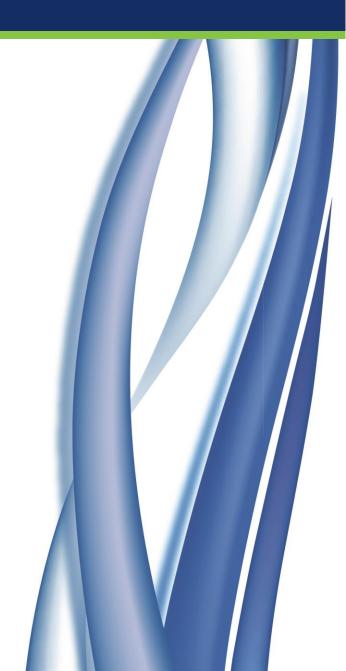
Sourcing inventory has never been easier. NextGear Capital is accepted at over 1,000 inventory sources in North America, including Manheim, ADESA, Insurance Auto Auction, ABC Auctions, and hundreds of independent auctions (Universal Auction Sources). Our network of Universal Auction Sources continues to expand as we strive to increase your buying power. For a current list of Universal Auction Sources, including online auctions, visit the dealer tab on our website at nextgearcapital.com.

HOW TO FLOOR PLAN UNIVERSAL SOURCES*

Floor planning at a Universal Source is as easy as 1, 2, 3!

- 1. To find out if an auction is a Universal Source, go online to nextgearcapital.com or ask your local NextGear Capital representative.
- 2. On the auction's sale day, tell the auction representative that you want to floor your purchase with NextGear Capital.
- 3. The auction representative will check your credit availability, floor your purchase transactions, and handle all of your paperwork.

*Certain conditions apply. Please contact your local NextGear Capital representative for more details.



FLOOR PLANNING

Specific Sources

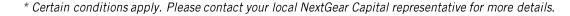
ADDITIONAL FLOORING SERVICES - SPECIFIC SOURCES*

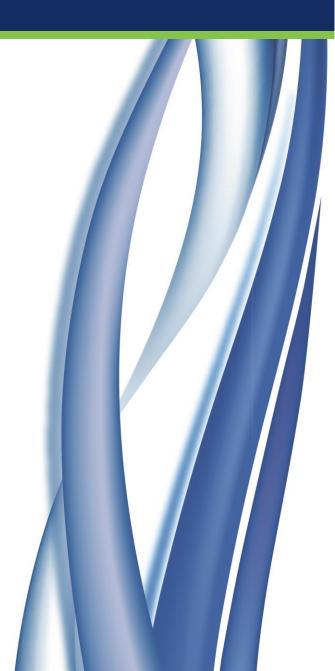
In an effort to provide you with multiple flooring options and remove the hassle of buying inventory, NextGear Capital offers floor planning through our Specific Source Network. Maximize your floor plan with these additional sourcing opportunities:

- Loan Payoffs
- Trade-Ins
- Off-Street Purchases
- Dealer Owned Inventory
- Rollovers from Other Lenders
- Dealer to Dealer Purchases

FOLLOW THESE SIMPLE STEPS FOR SPECIFIC SOURCE PURCHASES*

- 1. Submit the following documents via fax to 877.874.0721 or email to fundingservices@nextgearcapital.com
 - Copy of Bill of Sale
 - Copy of Front and Back of Title
 - Any Title Attachments
- 2. Send originals to NextGear Capital (overnight delivery recommended for tracking purposes)
 - Title and Bill of Sale
 - Send "Attention Funding Department"
 - Address: 1320 City Center Drive, Suite 100 Carmel, IN 46032
 - -888.969.3721
- 3. Barring special circumstances, funds will be disbursed the day the actual Title and Bill of Sale arrive at NextGear Capital.





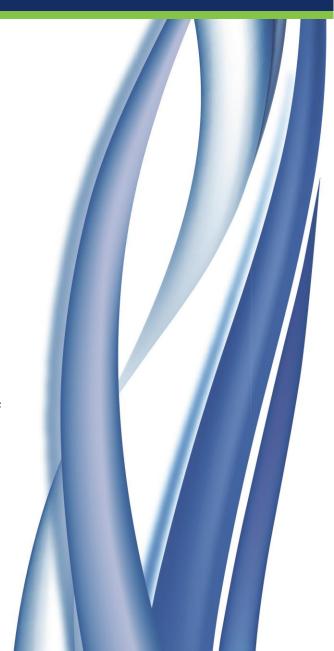
COLLATERAL AUDIT PROCESS/FIELD LOGIC AUDIT

WHAT TO EXPECT DURING YOUR ON SITE AUDIT

NextGear Capital performs periodic field inspections of all NextGear Capital financed inventory.

- All inventory must be physically verified by the auditor.*
- Dealer will be contacted to verify any vehicles the auditor could not physically verify at the time of audit.
- Timely verification of these units is required in order to avoid additional charges and/or interruption with your account.
- Dealer shall provide sale documentation for all sold units:
 - Sale documentation includes a valid bill of sale with sold dates and signatures of dealer and customer.
- Detailed location/disposition of the unit will be requested by the auditor if the unit is off site at the time of the audit:
 - Units audited by the auditor that are located more than 10 miles from the dealer's place of business will be assessed an additional collateral audit fee.

*NextGear Capital financed Inventory must be kept at dealer's place of business and shall not be removed from such place for more than 24 hours absent NextGear Capital's prior written approval. Dealer's inventory and other pledged collateral, records and sales information will be periodically audited by a NextGear Capital representative or third party contracted by NextGear Capital. Dealer is expected to work with such field auditors and reconciliation staff during the audit/reconciliation process and is responsible for all fees associated with such collateral audit process.



TITLE SERVICES AND RECORDS MANAGEMENT

RECORDS MANAGEMENT*

Every NextGear Capital customer has access to our best-in-class Records Management Services. NextGear Capital's Records Management Department:

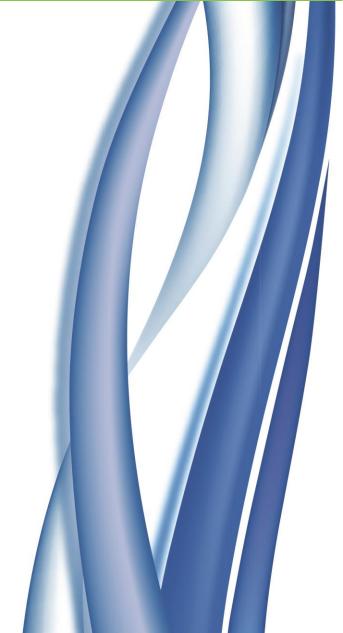
- Updates title status upon receipt of title:
 - Title images and status can be viewed in real-time with our Online Account Management Tools or NextGear Capital's smartphone app.
- Will ship titles to specified auctions on sale day at no additional cost.
- Stores all titles in a secure fireproof facility.
- Will overnight title to you upon payment in full.

TITLE SERVICES

 NextGear Capital provides additional title services in various markets around the country. Contact your local NextGear Capital representative for details.

SELLING NEXTGEAR CAPITAL FLOOR PLANNED UNITS AT AN AUCTION

- To sell a floor planned unit at auction, simply contact NextGear Capital's Customer Service Center and request the title be sent to the auction either prior to the sale or after confirmation of the unit being sold. The choice is yours; however, we strongly urge you to familiarize yourself with the auction's Title Attached procedures.
- If the unit does not sell, the auction will mail the title back to NextGear Capital.



















Introducing the most advanced account management application in automotive floor planning for computers, tablets and smartphones.

Login at nextgearcapital.com or download at App Store



















Put the Power of NextGear Capital at your Fingertips

Put the power of NextGear Capital at your fingertips. A dynamic new dashboard provides you with a complete account overview for more efficient floor plan management. Securely view inventory, titles and transactions in real time, submit new vehicle information for financing, make and schedule payments, and access your account analytics in a compact version of the NextGear Capital online account management tool.

Get the experience now on your computer at nextgearcapital.com or download the app for your tablet and smartphone.





















Put the Power of NextGear Capital at your Fingertips

- Log in to your account using existing NextGear Capital online account management credentials
- Visit the dashboard for credit availability, payments due, and a complete account overview
- Floor plan vehicles in minutes right from your phone or web site
- Enter a VIN and mileage to receive real time NextGear Capital book values
- View floor planned vehicles and search by VIN, Stock #, Make, or Model
- Make and schedule future payments on the go
- View custom account analytics including average turn time, aging units, and auction statistics
- View images of titles held by NextGear Capital
- Access custom market analytics including top-selling cars in your zip code using NextGear Capital's proprietary database of over 17,000 dealers
- Receive push notifications regarding payments, flooring, and titles from your phone or request e-mails from the web site





















Mobile Login

If you are logging in for the first time, you will use your 10-digit telephone number as your password. User ID will be your NextGear Capital number and initials. User ID and Password can be reset in 'My Settings.'

Need help?

customerservice@nextgearcapital.com



















Desktop Login

Need help? customerservice@nextgearcapital.com

At the Login screen enter your Username and Password and select Log In. Username and password information will be provided to you by your local NextGear Capital representative upon contract signing or activation of your account.

NEXT EAR		
	Sign In	
	Username: Your User ID	
	Password:	
	The user account has been locked out.	
	Forgot your username or password?	















Desktop Login

Need help? customerservice@nextgearcapital.com

Enter your email address that NextGear Capital has on file for you and answer 3 security questions. These questions and answers will be documented in your account information.

Welcome	
Welcome to Ne	xtGear!
Since this is your first login to	o NextGear Capital, please do the following:
	on file for you to verify your account. ons before you enter the site.
Email	Your E-Mail Address
Security Question #1	In what city did you meet your spouse/significant other? ▼
Answer	Indidanpolis
Security Question #2	What street did you live on in third grade?

COLLATERAL PROTECTION PROGRAM

NEXTGEAR CAPITAL'S COLLATERAL PROTECTION PROGRAM (CPP) COVERS PHYSICAL DAMAGE TO NEXTGEAR CAPITAL FINANCED INVENTORY UP TO THE TOTAL AMOUNT OWED*

PHYSICAL DAMAGE RESULTING FROM:

- Flood, Earthquake, Windstorm
- Hail, Theft, Vandalism, Fire, Lightning
- Collision (Including Upset or Overturn)

Principal Exclusions Include:**

- Vehicle under rental or lease agreement
- Property rented, leased or sold to conditional buyer
- Bodily injury, loss or damage to vehicles or property of others
- Acid rain, rust or other corrosive action or pollutants
- Financial loss resulting from delay or depreciation
- Mechanical wear or tear
- Governmental seizure

- Salvage vehicles
- Employee dishonesty
- War or Military action
- Nuclear events
- False pretense
- Prospective Profit

INTERESTED IN MORE INFO?

If you are not currently enrolled and would like more information about the CPP, please contact the NextGear Capital CPP department.

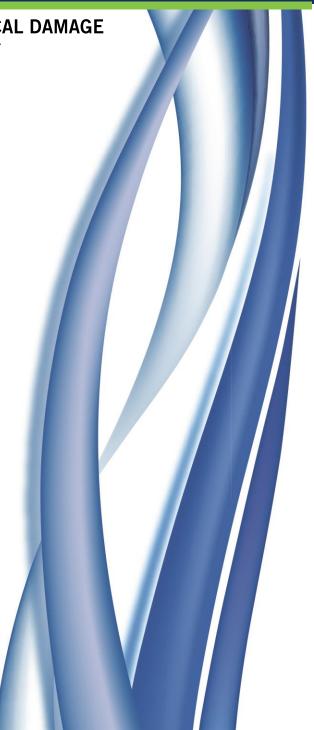
Phone: 800.815.8280 • Fax: 866.924.4525 • Email: collateralprotection@nextgearcapital.com

IF YOU ARE NOT PARTICIPATING*

If you are not participating in the CPP, you must submit evidence of physical damage insurance in a form satisfactory to NextGear Capital which meets the following minimum requirements:

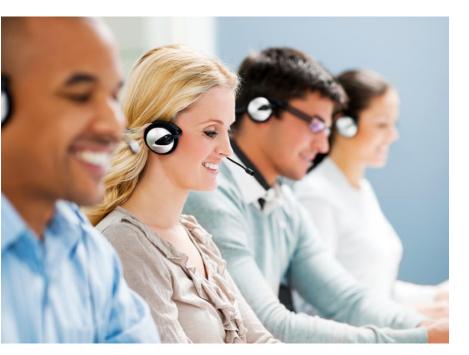
- 66% of your Credit Line Covered
- NextGear Capital listed as Loss Payee 11799 N College Ave Ste 150 Carmel, IN 46032

* Certain limitations apply. Contact your NextGear Capital CPP representative at collateralprotection@nextgearcapital.com for complete details, terms and conditions. **This list is not all-inclusive. Please see the NextGear Capital CPP rules and guidelines for a complete list of exclusions.



DEDICATED CUSTOMER SERVICE CENTER

Still have questions? We're here to help!



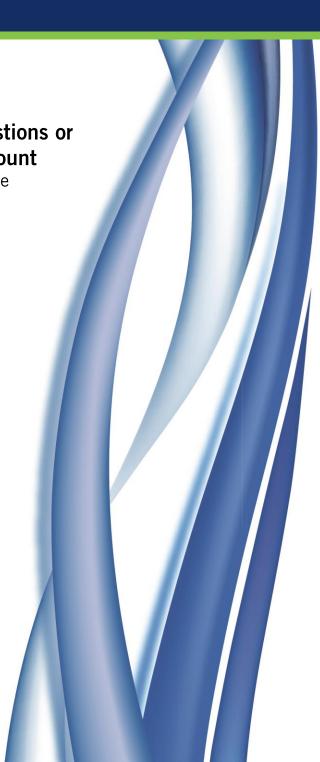
We can assist you with questions or services related to your account

- Account management assistance
- Payment assistance
- Reporting questions
- · Title questions
- · Audit reconciliation
- Other questions related to your NextGear Capital line of credit

customerservice@nextgearcapital.com Phone: 888.969.3721

Fax: 877.874.0721

Hours of Operation 8am to 6pm *your local time*



ACCOUNT EXECUTIVE

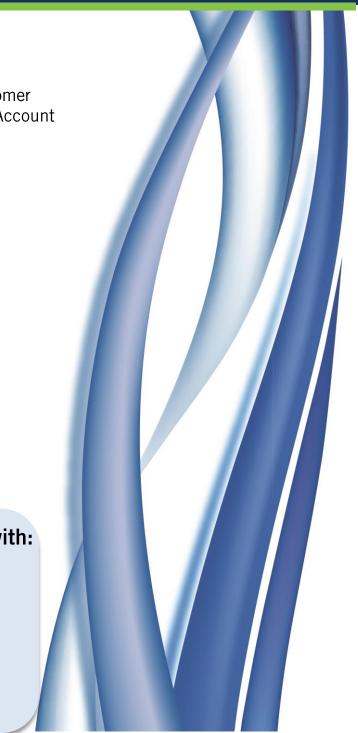


ACCOUNT EXECUTIVE

In addition to our Dedicated Customer Service Center, NextGear Capital Account Executives are available to visit you at your place of business.

Contact your local NextGear Capital Account Executive for assistance with:

- Applying for a line of credit
- Line increases
- · Term modifications
- · Payment assistance
- · Audit reconciliation
- Reporting questions





Get a \$50 Reward

when you refer a dealer

Contact your local NextGear Capital representative or visit nextgearcapital.com

Official Rules: By submitting the information above, the referring dealer is authorizing NextGear Capital, Inc. ("NextGear") to contact the referred dealer must be approved by NextGear, contracted by NextGear regarding the referrial. Eligible recipients will receive a \$50 superCertificate redeemable at providing the referral and at the time eligible for receipt of a reward certificate. The SuperCertificates redeemable at www.GiftCertificates.com for certain merchant gift cards and certificates only. All merchant gift cards are subject to all terms and conditions of the issuing merchant. The SuperCertificates redeemable for American Express® Gift Cheques or GiftCertificates.com™ MasterCard® Gift Cards. The SuperCertificate® reward does not expire, is not redeemable for cash except as required by law, and cannot be used with certain promotions. SuperCertificates only. All merchants are subject to change. For full product features, conditions, and a complete listing of participating merchants. Merchants are subject to change. For full product features, conditions, and a complete listing of participating merchants, please enter the SuperCertificate® number at www.GiftCertificates.com/Reward only 1800.773.7368. The referring dealer must register and provide their NextGear Dealership iD number and address for participation. In order to qualify, the referred dealer must be a new dealer to NextGear and its predecessors, Dealer Services Corporation (DSC) and Manheim Automotive Financial Services (MAFS). Limit one \$50 reward certificate per referred dealer. Limit 12 referrals per calendar year per referring dealer is responsible for all applicable taxes. All reward certificates will be mailed to the referring dealer is responsible for all applicable taxes. All reward certificates will be mailed to the referring dealer saddress provided along with the submission of the referral. Void where prohibited by law. Promotion open to U.S. residents over the age of 18 only. Reward certificate program is administered by GiftCertifi