



APRIL 2016

Business Separation Questions & Answers

On February 16, 2016, Element Financial Corporation (“Element”) announced its intention to separate into two independent publicly traded companies: Fleet Management and Commercial Finance.

1. How will the transition to two separate companies take place?

- The current Board of Directors, governance and management regime will remain in place pending the completion of the separation transaction
- On closing of the separation transaction, the Fleet Management company and the Commercial Finance company will be established as separate public companies with independent boards and separate management teams

2. How will the process of the separation be managed?

- An oversight committee of Element’s Board of Directors has been established and will receive regular monthly updates from management on the separation process
- The oversight committee board members include Bill Lovatt, Richard Venn, and Pierre Lortie
- The Board of Directors will receive updates on the separation process

3. What is the proposed structure and composition of the Board of Directors of each of the separate companies?

- Bill Lovatt, who currently serves as Element’s Chairman, will serve as the Chairman of the Commercial Finance business
- Richard Venn, who currently serves as Element’s Vice-Chairman, will serve as the Chairman of the Fleet Management business

4. What is the composition of the Commercial Finance business’s Senior Management team?

- Steven Hudson will become CEO of the Commercial Finance business and will be supported by the following leadership team:
 - David McKerroll – President (Aviation & Rail)
 - Don Campbell – President (Vendor)
 - Jim Nikopoulos – Sr. Vice President & General Counsel
 - Bruce Ells – Chief Credit Officer (Aviation & Rail)
 - Steve Sands – Chief Credit Officer (Vendor)
 - Steve Grosso – Chief Operating Officer (US)
 - Todd Hudson – Chief Operating Officer (Canada)
- A Transition Services Agreement between the two companies will ensure that corporate services are maintained during the transition period.

5. What is the composition of the Fleet Management business’s Senior Management team?

- Bradley Nullmeyer will become CEO of the Fleet Management business and will be supported by the following leadership team:
 - Michel Beland – Chief Financial Officer
 - Daniel Jauernig – President
 - Kristi Webb – Chief Executive Officer (North America Fleet)
 - Jim Halliday – Chief Operating Officer (International)
 - Katherine Parkinson – Chief Credit Officer
 - Karen Martin – Treasurer