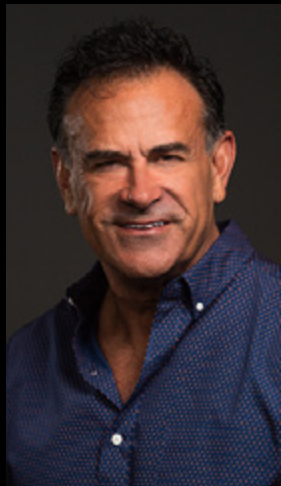




The Industry's First Instant Trade Platform

MESSAGE FROM THE FOUNDER + CEO



I've been in the automotive industry for 30 years. I've launched products, built products, led companies, founded a few, sold a couple, and learned what works and what doesn't based on what dealers want and need. Over the years, one issue stood out above all else: dealers needed a better, faster, and more profitable way to find, buy, and sell used vehicles.

That's why we created CarOffer.

We recognized that the wholesale industry had been overlooked in terms of innovation for decades. The traditional dealer-to-dealer transactions that served as the exclusive channel for used vehicle inventory management were stifling efficiency and profitability. We decided to turn one of the dealerships biggest offenders of margin compression into a hidden profitability hero.

CarOffer gives dealers an intuitive, powerful, instantaneous trading platform that gives unprecedented control over their inventory. When dealers have the vehicles they want, when they need it, at a price they want to pay, they are in a powerful position to compete, succeed, and thrive.

Since we entered the market last August, dealers have warmly welcomed CarOffer as a key component to their operations. We are thrilled to share CarOffer with you, and we are inspired to continue innovating our solution to help dealers combat margin compression issues. We aren't just helping to move vehicles – we're helping to move the industry forward.

A handwritten signature in black ink that reads "Bruce Thompson". The signature is written in a cursive, flowing style.

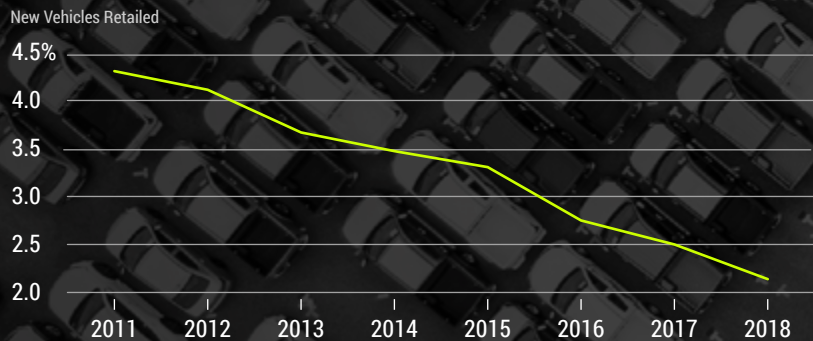
Bruce Thompson
Founder + CEO

THE NEED FOR A MARKET (R)EVOLUTION

To know where we're going, we need to know where we are.

Over the past decade, the profitability for pre-owned in the U.S. has collapsed. Why? It comes down to this: we are lacking diversity in sales strategies between pre-owned and new car markets. In fact, approximately 80% of pre-owned dealers in the U.S. employ the same methodologies as new car dealers.

Gross Margin as Percentage of Selling Price by Year *(excluding F&I)*



Source: NADA

See if this scenario sounds familiar:

- Pre-owned dealers are competing for the same vehicles in the auction lanes as the Manheim Price Value Index continues to set record highs month after month.
- Once the vehicle is acquired and available on the lot and online, dealers systematically lower the price 9-10% over the next 30 days, striving to be 3-8% lower than the competition's price for the same car.
- And, if the vehicle isn't sold within its first few days, the price reductions eradicate any hope of front-end margin.
- Making matters worse, if the vehicle hasn't been sold in 30-45 days, the dealer sends the vehicle back to auction paying more fees and starting the process all over again with another purchase.
- To top it all off, expenses associated with acquisition fees and transportation are at all-time highs.

THERE IS A BETTER WAY

CarOffer is the industry's first instant vehicle trading platform. With 24/7 automated buying power to over 1.4 million vehicles, dealers can cut auction fees, double appraisal close ratios, turn inventory faster, and eliminate costly subscription fees.

CarOffer gets dealers out of the race to the bottom, and onto the path to profitability, instantly.



Auction	CarOffer
\$10,600	\$12,110

+\$1,510



Auction	CarOffer
\$18,200	\$20,308

+\$2,108



Auction	CarOffer
\$23,400	\$25,138

+\$1,738



Trade for twice as many vehicles per month



Get instant buy offers on trades at the point-of-appraisal



Automatically receive daily offers on all listed inventory



Guarantee your turn time and eliminate losses



Pre-order used cars at specified prices and options

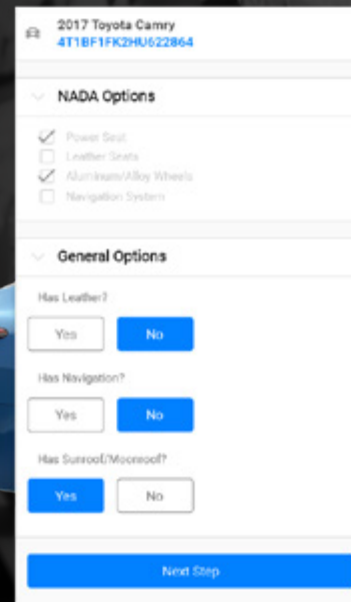
TradeGrade

A real-time, integrated “point of appraisal” bidding platform featuring 24/7 automated inventory offers, instant liquidation options, and an optional 45-Day Guaranteed sell offer. Premium offers are delivered in 2-5 seconds at point of appraisal, allowing dealers to trade twice as many cars every month.

- Stop customers from walking away - negotiate trades confidently
- Use national buyer offers to save the deal
- TradeGrade turns cars 100% faster, at 150% higher profitability
- CarOffer customers experience an average 103% MMR at point of trade

“CarOffer is the best tool we’ve seen in years –it’s powerful and simple to use. We have successfully bought and sold units on CarOffer, and the system has allowed us to trade for 20-25% more vehicles due to its real-time offers at point of appraisal. I encourage every dealer to look at CarOffer.”

-Chuck Kramer, COO, Foundation Auto Corp.



2017 Toyota Camry
4T1BF1FK2HU622864

NADA Options

- Power Seat
- Leather Seats
- Alloys/Wheel Covers
- Navigation System

General Options

Has Leather?

Has Navigation?

Has Sunroof/Moonroof?

Instant Offers






The average dealer loses \$350k per year on units over 45 days old. Our instant offers eliminate aged inventory – for good. Get automated daily offers on your frontline ready units. Vehicles are organized by age each morning, with millions of dollars of offers automatically waiting for their disposal. Have thousands of buyers bidding on your inventory every single day - an exit strategy you've never seen before.

Choose the Instant Offer that best fits your needs:

- **National Buyer Offer:** Receive premium offers from the largest used car operators in the U.S
- **Instant Buy Offer:** Real-time buy offers at the point of appraisal. Save more deals and create a bullet-proof exit strategy
- **45-Day Guarantee Offer:** Lock-in an offer 45 days in advance, and avoid the risk of aging inventory and depreciating costs

"I am excited about the unique ways to acquire trades. The instant offers will be the most impactful tool seen with CarOffer knowing that it is going to reduce costs and improve speed."

- Tim Pohanka, GM, Pohanka Auto Group

	1 hours ago 2018 BUICK REGAL S... (Avg Auction \$17,550)	National Buyer \$19,806 Select	Sell Today \$19,257 Select	45-Day Guarantee \$18,483 Select
	2 hours ago 2015 BUICK LACROSSE (Avg Auction \$14,750)	National Buyer \$17,845 Select	Sell Today \$17,225 Select	45-Day Guarantee \$16,940 Select
	2 hours ago 2015 GMC YUKON (Avg Auction \$32,500)	National Buyer \$34,370 Select	Sell Today \$34,070 Select	45-Day Guarantee \$33,074 Select
	4 hours ago 2010 CHEVROLET IMPALA (Avg Auction \$4,175)		Sell Today \$5,901 Select	45-Day Guarantee \$4,879 Select
	6 hours ago 2014 BUICK ENCLAVE (Avg Auction \$13,989)	National Buyer \$14,457 Select	Sell Today \$14,263 Select	45-Day Guarantee \$14,134 Select

Buying Matrix

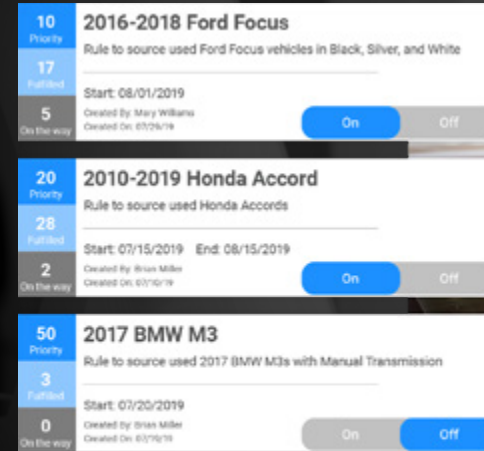
Set your inventory buying preferences and let the Matrix do the rest.

CarOffer's Buying Matrix keeps your inventory stocked with the vehicles you want, when you want them, at a price you control. Inventory predictability means dealer profitability.

- The most efficient way to source inventory
- Save time and money by avoiding auction fees and lines
- Vehicles are pre-inspected and matched to dealers' buying criteria
- Change your inventory preferences anytime, from anywhere

"We've primarily used CarOffer to acquire inventory. We've purchased over 70 units through the platform in the last couple of months and found it to be a fantastic new way to source upstream vehicles. It's allowing us to continue double-digit year-over-year pre-owned sales increase."

-Mike Miskus, UCM, Team Toyota

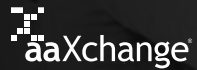


10 Priority	2016-2018 Ford Focus
17 Fulfilled	Rule to source used Ford Focus vehicles in Black, Silver, and White
5 On the way	Start: 08/01/2019 Created By: Mary Williams Created On: 07/24/19
	<input checked="" type="checkbox"/> On <input type="checkbox"/> Off
20 Priority	2010-2019 Honda Accord
28 Fulfilled	Rule to source used Honda Accords
2 On the way	Start: 07/15/2019 End: 08/15/2019 Created By: Brian Miller Created On: 07/10/19
	<input checked="" type="checkbox"/> On <input type="checkbox"/> Off
50 Priority	2017 BMW M3
3 Fulfilled	Rule to source used 2017 BMW M3s with Manual Transmission
0 On the way	Start: 07/20/2019 Created By: Brian Miller Created On: 07/16/19
	<input type="checkbox"/> On <input checked="" type="checkbox"/> Off

INNOVATORS IMPROVING THE INDUSTRY

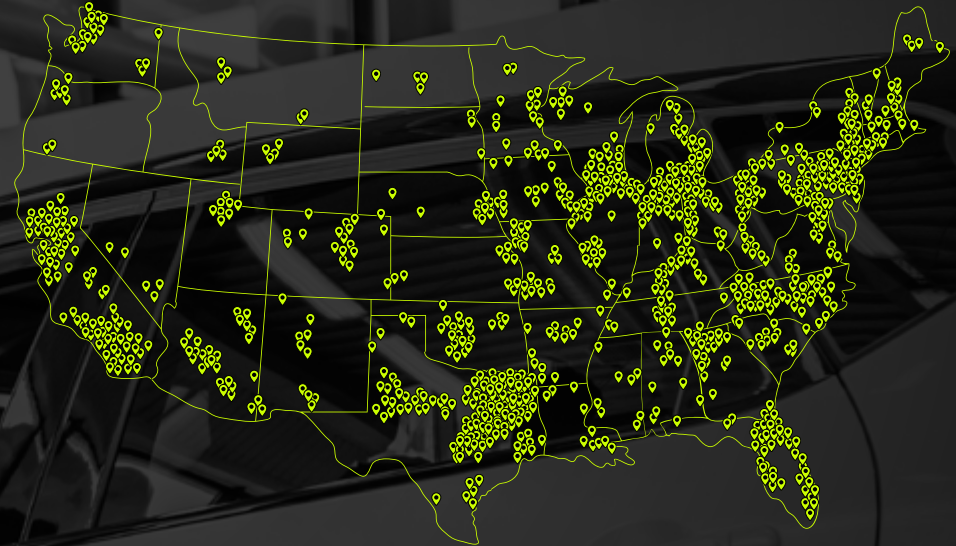
For the last 20 years, our team of seasoned and passionate automotive industry professionals have been driven to innovate by thinking “outside of the box.”

As the creators of American Auto Exchange, Redbumper and Pearl360, we are no strangers to disrupting a market. CarOffer is an entirely new approach to buying and selling pre-owned inventory. Let us be your partner in bringing profitability back to your dealership.



See why over 250 dealers per month are joining the CarOffer network

Schedule a demo today at caroffer.com





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