



FREQUENTLY ASKED QUESTIONS – INTERNAL USE ONLY

EMPLOYEE MESSAGE

- ▶ Our initial focus is cultivating a safe, engaging, and rewarding culture and work environment for all employees where they enjoy their role with the company. We value everyone's contribution and want to retain employees in order to continue providing customers with the products and services they are accustomed to. Both organizations take a lot of pride in being the best and together there is no doubt, we will be the best. Your participation will assist in a smooth integration as we combine the two businesses and ultimately grow our combined business.
- ▶ We are committed to cultivating a positive work environment and being an employer you want to work for that provides:
 - A premium and well-respected brand with exceptional stability and future growth
 - A safe and invigorating culture and community
 - Opportunities for future advancement and personal growth locally and even globally
 - Competitive salaries and wages and great employee benefits
- ▶ We commit to frequent and transparent communications with each of you as our plans are developed and executed.
- ▶ We do not have all the answers to your questions yet and since we have not closed on the transaction there are still many topics we can't even discuss yet. As soon as we have those answers, we will find multiple ways to communicate to you. There will also be a forum for you to submit questions and everyone will be able to view all the questions and answers.
- ▶ Your role is to continue to work safely and ensure our focus stays on our customers. We ask that if you have questions, you seek answers and don't let rumors spoil what will be a great opportunity for all of us. Remain positive, our future is going to be promising, and we will truly be **better together**.

FREQUENTLY ASKED QUESTIONS

EMPLOYEES

Q: Will my pay, accrued vacation, 401(K), medical, and other benefits change?

A: There will not be any immediate changes to your wages paid time off, 401(K), medical and other benefits at this time. There will be a review of coverage and any changes will likely occur late in 2022 in preparation for the 2023 calendar and coverage year. The current plan is that our TexTrail team members will start on the improved Dexter benefit plan next year.

Q: I am scheduled to receive a promotion or raise (next week, month, etc.) Will that still be happening?

A: While there could be organizational changes in the future, the closing of the deal will not impact anyone's current position or salary unless otherwise notified.

Q: In the event I have more questions related to my benefits, who do I contact?

A: As previously mentioned, there will not be any immediate changes to your benefits, however, please contact your manager and they should channel those questions your supervisor and we will make sure they are well informed to answer your questions. You may also visit www.dexteraxle.com/welcome and look to see if your question has been answered and if not, submit a question by completing the form.



Q: Will my work schedule change?

A: At this time everyone's day-to-day role will remain the same, unless otherwise notified. Please contact your manager with any immediate concerns or questions.

Q: I currently work remote; will I continue to work remote?

A: At this time everyone's day-to-day role will remain the same, unless otherwise notified. Please contact your manager with any immediate concerns or questions.

Q: Do I have to reapply for my job?

A: No.

Q: How do we find out about job opportunities within Dexter?

A: Initially we will share opportunities manually and they will be posted as they do today. Eventually we will combine systems and internal opportunities will be shared through that system.

Q: Where is Dexter's HQ?

A: Dexter is headquartered in Elkhart, Indiana. Dexter operates 18 manufacturing locations and over 30 company-owned distribution locations – now to be over 60.

Q: How large is Dexter? DexKo?

A: DexKo Global is headquartered in Novi, MI and employs 7000+ people globally. Dexter employs over 3,800 people in the U.S. and Canada.

Q: When will the acquisition be finished? How long will it take?

A: We expect the acquisition to close in early Q4, however that could change.

Q: When do you expect to announce the go-forward network / branch locations?

A: There are several instances where branches are in close proximity to each other. We have not started the analysis to determine the best way to economically improve our customer experience and leverage all of the great talent we have. As soon as we have answers to those questions, we will share them.

Q: Will there be branch consolidations as part of the acquisition?

A: Our goal is to have a far superior coverage network for our customers. While that may entail consolidating in areas where we have significant overlap, putting our inventories under one roof to better serve customers, it does not necessarily equal a reduction in our team. Experience and customer service is everything in this industry and we intend to hold on to our combined talent, which now surpasses anything the industry has ever seen. In the event there must be a reduction in force, we will make every attempt to help those employees transition as smooth as possible.

Q: What will the organizational structure look like? Will there be any changes that impact me?

A: As part of the integration process, we will be reviewing the structure and all functions of business and will communicate any changes and effective dates. For the present time, it is safe to assume business per usual, unless notified otherwise.

Q: Am I allowed to talk to my counterpart or other people at Dexter now?

A: You can certainly speak with people at each company. Please remember until we close, we remain competitors so you should not discuss anything you would not normally share with a competitor. Examples of that would be the price you pay or sell a product for.



Q: Will there be on-going communications or updates regarding integration?

A: Yes, there will be on-going communications. There are on-going meetings with leaders from both organizations working on next steps. As we have concrete plans, they will be shared as soon as practical. These meetings will serve as smaller forums to integrate individual departments, provide direction, and address situations as they arise.

For general communications and Q&As, visit www.dexteraxle.com/welcome.

Q: What should I do if I get a call from the media or press?

A: Employees are not permitted to make comments to the news media. Please refer all media questions and requests to Stacey Miller, Director of Marketing, Dexter (574-296-7228 or smiller@dexteraxle.com).

Q: What should I do if a supplier calls me with questions related to the acquisition?

A: Our vendor relations are critical to the success of our business. Please escalate these questions through the logical channels including your supervisor. In the near term, it will be important to operate under the premise of business-as-usual with our suppliers and avoid any speculations. Matthew Warrelman, Dexter's VP of Procurement (574-296-7253 or mlwarrelman@dexteraxle.com) and Rob Saper will be reaching out to our supply chain partners and will also make themselves available to answer and assist with any questions related to our suppliers and their relationships with us moving forward.

Q: Who do I contact if I have an issue that has not been previously addressed?

A: Please contact your manager and they should channel those questions to Dexter management and/or Tim Mansfield, VP of Integration (574 621-0380 or tsmansfield@dexteraxle.com) for resolution. You may also visit www.dexteraxle.com/welcome and look to see if your question has been answered and if not, submit a question by completing the form. **Your question will be answered within 24 hours.**

EMPLOYEES – SALES/CSRs

Q: What are the benefits to customers?

A: The combined resources of TexTrail with Dexter's distribution business will give our customers access to the best quality products, inventory and people in the industry. These benefits will allow for sustainable relationships and opportunities for growth. Our scale will increase our ability to get the best pricing we can for our customers. More importantly we can pool resources and talent to invest in ways to help our customers grow their business.

Q: What will be the impact on our customers? What should customers expect?

A: Both organizations will operate as business-as-usual until after we close. If a case should arise where we can help service a customer better, please discuss with your manager. We are very excited about the future for our customers and as we have more concrete plans, we will share specifics and timing.

Q: How will we notify our customers? Will there be a press release sent out to the industry?

A: Yes, a customer letter will be sent to customers, key accounts will be called directly and there will also be a press release sent out to notify the industry. You should feel free to contact your customers and help them get excited about the future.



Q: When customers ask us about the acquisition, what do/can I say?

A: This acquisition is expected to close in 4Q 2022. There will be additional updates when the close is complete.

Q: If a customer is upset by this news, how should I ease their concerns?

A: Please remind the customer that we remain committed in providing customers with quality products and service. The combined resources of TexTrail and Dexter's distribution business will give our customers access to the best quality products, inventory and people in the industry.

If a customer continues to remain concerned and press issues you cannot answer or do not feel comfortable answering, please escalate those to your immediate supervisor/manager.

Q: How will the sales force be combined? How will customers' territories be determined?

A: For the present, we will continue to operate as "business-as-usual". Customers will continue to work with their current sales and customer service contacts. Post-closing, our combined teams will begin working together to integrate businesses. As we combine the teams, we will adopt each other's best practices to improve customer service and communication.

Q: How do we anticipate the market to respond, specifically other distributors and manufacturers?

A: Other distributors and other manufacturers may see this acquisition as a threat to their market share. **We will continue to partner and maintain relationships with our committed 3rd party distributors** that have been loyal in supporting Dexter as an extension of Dexter's salesforce. These 3rd party distributors will have an opportunity to continue covering the customers and territories that they always have. **Our 3rd party distributors are an extension of Dexter's sales force. We will be respectful of their business as opposed to targeting it.** Our goal is to provide the best service to all of our customers.

Q: What should I do if I get a call from a customer requesting access to Dexter manufactured products or distribution products or parts that TexTrail does not currently carry, such as fenders or Rockwell axles?

A: As of today, Dexter and TexTrail will continue to sell the same products we did yesterday. Please funnel all product requests for alternate business units' products back to your regional manager / supervisor. We will be reviewing the entire product line for our combined company. After the review is completed, we will communicate plans of how we will integrate our product offerings. As of today, Dexter and TexTrail will continue to sell the same products we did yesterday.

Q: With Dexter's multiple acquisitions, I've found it difficult to find who to contact for assistance for certain items, such as marine products (Plant City, Atlanta, Winchester, & Distribution branches – each location having their own sales team). Does Dexter have a plan to address this overlapping line of communication, etc.?

A: We appreciate this feedback and will gather additional input and review solutions to provide a better customer experience.



Q: Will TexTrail be rebranded? If so, when will the rebranding take place?

A: Yes, similar to the DDG locations, we will ultimately rebrand to Dexter. Dexter is a well-recognized brand in the market and in order to elevate that brand as a whole and provide better clarity to our customers, the market, and our employees we will transition TexTrail to DEXTER over time. We will communicate specific detailed transition plans in the coming months. Obviously, this is a substantial initiative that will require coordinating items such as building signage, truck & trailer graphics, websites, and multiple other items and activities. This will be a rolling change that will be implemented over the course of 2022-2023.

Q: Who will be controlling published pricing?

A: For the present time, your process for pricing will not change unless notified. As part of the integration process, we will be reviewing all functions of business and will communicate any necessary changes at that time.

Q: Who will be responsible for approving quotes to customers?

A: There are no changes to the quote approval process at this time.

Q: Will Dexter lead times improve now?

A: Dexter is at 1 week lead times for all customers, internal and external.

Q: Will our costs for Dexter axles adjust to reflect/match with Dexter's distribution business?

A: There are no changes to pricing at this time.

Q: Dexter owned distribution branches regularly compete with TexTrail distribution branches. Going forward, how will that work?

A: From now until close, there will be no change as we continue to be competitors. After close, we will work to determine the best way to meet our customers' needs. At that point, we would not be competitors and typically would not have branches from the same company competing.

Q: How do we handle customer requests regarding matching Dexter's distribution pricing?

A: We are still competitors, so you should proceed as you normally would have. Post-close we will take the opportunity to examine pricing in both companies and determine the best course of actions.

Q: How should we interact with Dexter's distribution business today (prior to close)?

A: Immediately, it is safe to assume to operate as "business-as-usual". Between now and the actual closing of the acquisition, some teams will begin coordinating efforts to assist with the integration planning activities, but Dexter and TexTrail will continue to operate as separate businesses until closing.

Please take any concerns or questions to your immediate supervisor to ensure best business practices. If anything changes, you or your supervisor will be notified and given proper direction.

Q: Will we have a combined booth at the upcoming NATDA Trailer Show?

A: No, the transaction will not be closed at this point. We are still competitors, and we will each have our own booths. We will align talking points, so we don't confuse customers.



FREQUENTLY ASKED QUESTIONS – CUSTOMERS (internal only)

This portion's purpose is to guide internal employees with customer questions (asked from the perspective of the customer).

CUSTOMER RELATED

Q: Why did Dexter acquire TexTrail?

A: We truly believe in our tagline **Together is Better**. This acquisition will expand Dexter's presence and ability to more efficiently service the entire market and customer base. More specifically, over time, we will be able to be more cost effective, provide sustainable and competitive programs for all types of customers, including large OEMs and of equal importance, regional trailer manufacturers, service shops, dealers, 3rd party distributors, and even retail consumers. The combined scale, talent and best practices will provide our customers with chances to profitably grow their business much better than either group could have done alone.

Q: How will this impact my service levels?

A: We will have the industry's most comprehensive product offering and have the ability to provide the best lead times and customer service geographically. Once the transaction closes, we plan to combine inventory visibility and improve our service levels substantially.

Q: Who do I call about regarding my account (invoicing/returns/delivery/customer service, etc.)?

A: You will continue to work with your current contacts that you always have. If anything changes, you will be notified.

Q: Will my account information change for TexTrail and/or Dexter owned branches?

A: There will be no immediate changes to any of your account information unless otherwise notified.

Q: Do I still call the same representatives at TexTrail and/or Dexter owned distribution branches? Are my outside sales reps the same?

A: You will continue to be called by your current sales representative unless otherwise notified.

Q: Will my ordering process / tools change?

A: No change for a while. We do plan to review the best practices between organizations and make sure we have an ordering process that meets each customers' individual needs.

Q: Will my pricing change?

A: Each company will maintain their own pricing until the transaction closes. Our longer-term plan would be to leverage our scale to provide unprecedented value to our joint customers.

Q: Will you be moving to a new system? If so, will I have to convert to it?

A: There will be no changes for some period of time. We will eventually move to a best-in-class system to provide more options to customers on how they interact with us. Rest assured, we will have options that meet all customers' needs and aligned with their level of comfort with technology.

Q: What disruptions do you foresee during the transition?

A: When we execute flawlessly, customers won't be able to tell there was a change. As we make changes, they will all be done with a customer first mentality and include robust communication plans. We expect changes to benefit customers' businesses.



FREQUENTLY ASKED QUESTIONS – VENDOR (Internal)

This portion's purpose is to guide internal employees with questions from vendor/suppliers (asked from the perspective of the vendor/supplier).

VENDOR/SUPPLIER

Q: Who will be in charge of procurement once the acquisition is complete?

A: We will appoint a head of Merchandising that will be responsible for our product offerings and vendor commercial agreements.

Q: What kind of changes or disruptions can I expect?

A: We will operate as business-as-usual until close. After close, we will analyze our joint offerings and commercial terms and work with our vendor partners to execute that strategy.

Q: Do you plan on reducing/changing your suppliers?

A: We will be analyzing the value proposition for our customers with both legacy companies and chose products, strategies and terms that are in the best interests of our customers. There may be changes and will work quickly to identify and communicate these plans.

Q: What are the benefits to your suppliers?

A: We expect there will be opportunities for the right partners to substantially increase their business as well as simplify doing business with us.

Q: Will you be changing your procurement processes?

A: We expect there may be changes, but do not have a line of sight to this currently.

Q: Who do I contact if I have questions?

A: Please contact whoever you do business with today. We will make sure they are well informed and have a place to go with questions. We plan to communicate transparently with our plans and place high value of our vendor partners.