

VALERO'S PREMIER BRAND CONVERSION PROGRAM

(SOURCE: Dealer BUSINESS DEVELOPMENT GUIDE ~ VALERO ENERGY CORPORATION ~ March, 2005)

VALERO BRAND CONVERSION

Locations must meet certain minimum standards (see below) and economic criteria to qualify for the Valero Premier Brand conversion.

Benefits to locations converting to the Valero brand include:

- Quality fuels and a branded supply contract backed by the largest independent refiner and marketer in the U.S.
- Acceptance of Valero's proprietary credit cards as well as bank cards
- Participation in Valero's commercial and Fleet Services card programs
- Participation in Valero's state-of-the-art satellite program
- Personalized support from Valero's own Credit Card Service Center

VALERO BRAND STANDARDS

Item	Minimum Requirements
Canopy	Modern / well-lit canopy structure <ul style="list-style-type: none"> • No fluorescent lighting • Canopy pan required • Smooth, flat, horizontal fascia (30" minimum)
Exterior Surface	Concrete pad under canopy Asphalt or concrete in all parking areas, drives, ingress / egress, etc.
Gasoline Dispensers	Minimum 2 MPDs with CRINDS Must be modern, fully operational & in good condition
Diesel Dispensers	Stand-alone diesel dispenser (single product dispenser) under gasoline canopy is acceptable
Convenience Store	Exterior <ul style="list-style-type: none"> • Modern c-store with an exterior appearance that complements the overall branded image • Good outside lighting Interior <ul style="list-style-type: none"> • Interior that is clean, modern, visually appealing and well-stocked that complements the overall branded image • Good inside lighting • Clean / modern public restrooms
Volume Requirements	Minimum gasoline volume varies by market
Satellite (VSAT) System	Must install, use and maintain (at Dealer's expense) Valero approved satellite (VSAT) system upon branding