





FY2014 Annual Incentive Plan (AIP) —General Manager

Sodexo rewards eligible managers for their success in achieving personal, division and company goals with an Annual Incentive Plan (AIP) award.

Your award is based on a combination of line of sight and division results. General Managers must continue to achieve at least 60% of line of sight Field Contribution target to receive a payout for your attained MPO or Diversity goals. If your line of sight Field Contribution results are below 60% of target, you will not receive an AIP award.

Your incentive Norm and Maximum opportunities are a percentage of fiscal year eligible earnings based on your job title. The award you receive is determined by your achievement of objectives for the year. If you exceed your targets on financial measures and achieve all your MPOs and Diversity targets, you could receive the AIP Maximum award.

Eligibility

Eligibility for this plan is limited as follows:

| Norm and Maximum Opportunity (as a % of Fiscal Year Eligible Earnings) | | | | |
|---|------|---------|--|--|
| Job Title | Norm | Maximum | | |
| General Manager | 5% | 20% | | |
| Director, Engineering I/II | J 70 | | | |
| Area General Manager | | | | |
| Sr Area General Manager | 10% | 20% | | |
| Area Operations Manager | | | | |

Performance Measures

The FY2014 Annual Incentive Plan's performance measures support Sodexo's corporate strategies and goals. You receive an award based on your results in each of three areas:

- Financial
- Measured Performance Objectives (MPOs)
- Diversity



| Plan Features | Financial | МРО | Diversity |
|---|---|---|--|
| Components | The financial measures are Field Contribution (FC), Revenue and Accounts Receivable. These measures support our focus on attracting and retaining profitable business and creating operating efficiencies. | Each person has up to two MPOs. To support our mission of maintaining a safe working environment, if you are in an operations position that is responsible for other employees, one of your MPOs will be the safety metric—Employee Injury Frequency (EIF). | The Diversity component supports Sodexo's goal to be an inclusive organization representative of the communities, clients, customers and employees we serve. Your AIP award is based on the Sodexo Diversity Index (SDI) target for your division. |
| % of AIP Norm Award | 50% | 40% | 10% |
| Measurement Level | Line of Sight | Line of Sight | Division |
| Metrics | Field Contribution Revenue Accounts Receivable (Days Sales Outstanding - DSO) | 2 MPOs | Diversity Index Score |
| Threshold for Award to be Paid | Payment contingent on achieving line of sight Field Contribution at 100% of target or better | Payment contingent on achieving line of sight Field Contribution at 60% of target or better | |
| Units with Accounts Receivable Calculation for Plan Norm Payouts | Field Contribution (weighted 60%): 100% budget attainment Revenue (weighted 20%): prorated payout for exceeding 95% up to 100% of target Accounts Receivable (weighted 20%): calculated based on meeting or missing target each quarter | MPOs can be weighted differently MPO prorated payments permitted if one MPO is met | 100% payment if Diversity Index Score is met 0% payment if Diversity Index Score |
| Units without Accounts Receivable Calculation for Plan Norm Payouts | Field Contribution (weighted 60%): 100% budget attainment Revenue (weighted 40%): prorated payout for exceeding 95% up to 100% of target | Full payment for achieving both MPOs | is not met |
| Calculation for Payout above Norm up to Maximum | Field Contribution \$0.15 per dollar of additional profit achieved over norm up to maximum payout | No additional payment for exceeding MPO target | No additional payment for exceeding Diversity Index Score target |

For details on how your award is measured in your division, go to SodexoNet > Employee Center > Rewarding > Incentive Programs and click on the link to the Annual Incentive Plan.