



# Power of Attorney

The undersigned, and its subsidiaries, hereby duly appoint ADESA, Inc., located at 11299 N. Illinois St., Carmel, Indiana 46032, and all of its U.S. subsidiaries, including but not limited to each of its U.S. auction subsidiaries, OPENLANE, Inc., BacklotCars, Inc. and Carwave Holdings LLC (collectively, "ADESA"), through each of their respective authorized employees and agents, to act as our ATTORNEY-IN-FACT to sign all papers and documents that may be necessary pertaining to the sale and subsequent title transfer of vehicles owned or consigned by the undersigned to ADESA for its auction of the vehicles or pertaining to the purchase of vehicles by the undersigned or other related services provided by ADESA, including without limitation, any title, title transfer document, repossession affidavit or certification, bills of sale, invoices, lien releases, statements of error, one and the same affidavits and odometer disclosure statements. The undersigned represents and warrants that ADESA is hereby duly authorized to make all necessary certifications on behalf of the undersigned in any such documents and that all such certifications are true and accurate (including, without limitation, certifications that the undersigned complied with applicable law and any security agreement with a third party). The undersigned acknowledges that ADESA is relying on such representations and warranties when completing such certifications.

In consideration of ADESA's agreement to execute such documents on behalf of the undersigned from time to time, the undersigned shall indemnify, defend, and hold harmless ADESA, its affiliates, subsidiaries, officers, directors, employees, agents, successors, and assigns from and against any and all losses, damages, liabilities, claims, causes of action, and expenses of whatever kind and nature, arising from (i) the execution by ADESA or its employees or agents of any such documents authorized hereunder, or (ii) any breach by the undersigned of any of its representations or warranties set forth herein. The foregoing indemnification obligations shall not apply to the extent any such loss results from the gross negligence or willful misconduct of ADESA or its employees or agents.

This Power of Attorney shall be effective as of the date of signing hereof on behalf of the undersigned and continue in full force and effect until terminated by the undersigned in its sole discretion. This Power of Attorney supersedes any previous authorization to act as agent and attorney-in-fact for the undersigned.

\_\_\_\_\_  
Company Name

\_\_\_\_\_  
AuctionACCESS Number

By: \_\_\_\_\_  
Signature of Owner/Officer

Printed: \_\_\_\_\_  
Printed Name of Owner/Officer

State of \_\_\_\_\_ )

County of \_\_\_\_\_ )

On \_\_\_\_\_, 20\_\_\_\_, before me, \_\_\_\_\_, appeared by means  
(insert date) (insert name and title of notary officer)  
of  physical presence or  online notarization (where permitted by law), \_\_\_\_\_,  
(insert name and title of the owner/officer of the company)  
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of \_\_\_\_\_ that the foregoing is true and correct.

WITNESS my hand and official seal.

Signature \_\_\_\_\_ (Seal)

My Commission expires on: \_\_\_\_\_