

# Sunrise Transportation Holdings, LLC

*Safe, Reliable Student Transportation*

8500 S. Vincennes

Chicago, Illinois 60620

(773) 420-4406

rhach@sunrisebus.com

July 20, 2018

Kevin P. McGuire  
Executive Director Transportation  
CPS/Student Transportation Services  
42 W. Madison St. Garden Level  
Chicago, IL 60602

Re: Student Transportation Agreement, dated 8/1/17 between The Board of Education of the City of Chicago, known as Chicago Public Schools and Sunrise Transportation LLC (the “*Agreement*”)

Dear Kevin:

Sunrise Transportation, LLC (the “*Company*”) hereby gives notice and is pleased to inform you that Sunrise Transportation Holdings, LLC, the Company’s parent, has entered into an agreement with ST Management, Inc., a Delaware corporation and affiliate of Atlantic Street Capital (“*Buyer*”), pursuant to which all of the issued and outstanding membership interests of Sunrise Transportation, LLC will be acquired (the “*Transaction*”) by Buyer who will continue to operate the business of the Company on a going forward basis. The Transaction is expected to close mid to late July 2018. As the Transaction has not yet been publicly announced, we respectfully request that you keep the information contained in this letter strictly confidential.

We have determined that, pursuant to the Agreement, the Transaction may require that the Company provide you with notice and/or obtain your consent to the Transaction. As a precaution, in the event that notice or your consent is required, we hereby request that you consent to the Transaction, affirm that the Agreement is presently in effect and will remain in effect as to Buyer after the closing of the Transaction on the same terms and conditions as prior to the closing of the Transaction, and waive any notice period for obtaining said consent or affirmation that may be required by the Agreement.

The Company is very excited about the possibilities that the Transaction presents for its business. Please be assured that there are not anticipated to be any changes in terms of management, administration and general operations as a result of the Transaction. Brian Bonnett, his supporting staff and I will continue to serve all your transportation needs in our current positions of Buyer. Please sign below where indicated and return a signed original letter to me as soon as possible and/or no later than July 23, 2018. In addition, once executed, please email a pdf copy of this letter to me as well to rhach@sunrisebus.com

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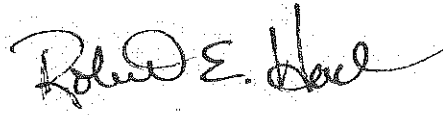
rhach@sunrisebus.com

Thank you for your cooperation in this matter. Please do not hesitate in calling me at 630-841-5458 if you have any questions or concerns.

Sincerely,

Sunrise Transportation, LLC

By



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Name: Robert Hach

Title: President & CEO

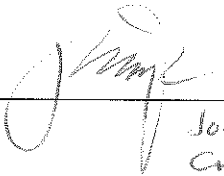
ACCEPTED AND AGREED

The Board of Education of the City of Chicago,  
known as Chicago Public Schools

By

Name:

Title:



JONATHAN K. MARPLES

CHIEF PROCUREMENT OFFICER