EXHIBIT A

FirstGroup America, Inc.
FirstGroup America 401(k) Savings Plan

INVESTMENT POLICY STATEMENT

~~March 2012~~

Revised

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I. Purpose

The purpose of this Statement of Investment Policy Statement is twofold:

1. Set forth the investment guidelines and performance objectives for the investment of the FirstGroup America 401(k) Savings Plan (the "Plan").

2. Define the duties and responsibilities of the various individuals and organizations responsible for the management of the Plan's assets.

II. Responsibilities

The FirstGroup America Pension Investment Committee (the "Committee") is responsible for the oversight and management of the Plan's investments. The Committee shall meet and act in accordance with ERISA, the Plan and the Trust. The Committee may in its discretion retain the services of consultants and other service providers to assist the Committee in discharging its obligations to the Plan.

The Committee agrees that in carrying out its responsibilities it should:

- establish a framework for the management of the Plan's assets in compliance with the Employee Retirement Income Security Act ("ERISA") and other applicable laws and regulations governing the investment of the Plan's assets;
- periodically review the investment choice offerings to ensure that the current options are appropriate;
- review at least biennially, and revise as the Committee deems appropriate, the provisions of this Investment Policy Statement;
- provide a framework and guidelines using appropriate benchmarks for choosing and monitoring any investment managers, and other professionals to facilitate and assist with the management of the Plan;
- at least semiannually, review the performance of the Plan's investment offerings and make any changes the Committee determines to be appropriate, and
- periodically review the Plan to assure that a broad range of investment alternatives are offered as anticipated by ERISA Section 404(c).

III. Plan Objectives

The Plan is designed to provide eligible employees of FirstGroup America and certain of its affiliates retirement income, through (a) pre-tax contributions that allow eligible employees ("Participants") to defer a portion of their income through the Plan, and (b) discretionary employer contributions. The benefits provided by the Plan are intended to supplement Participants' other retirement income sources.

The investment options offered through the Plan will be utilized for the sole interest and exclusive purpose of providing benefits to Participants, and should be selected by the Committee with the care, skill, and diligence that a prudent person acting in a like capacity would undertake. In this regard, it is the intent of the Committee to comply with the requirements of ERISA section 404(c). Generally, ERISA section 404(c) requires that Participants have the opportunity to (a) exercise control over the assets in their accounts, and (b) choose, from a broad range of investment alternatives, the manner in which some or all of the assets of their accounts are invested.

The Plan is a "participant-directed account plan" in that it provides individual accounts for Participants and permits Participants to direct the investment of their accounts among the Plan's investment offerings. The Plan will offer a broad range of diversified investment alternatives sufficient to provide Participants a reasonable opportunity to construct their portfolios with appropriate aggregate risk and return characteristics. The investments offered will provide Participants the opportunity to diversify their accounts in order to minimize the risk of large losses. Pooled funds (such as bank or insurance company pooled funds or mutual funds) may be used as the investment vehicles for the Plan. Assuming compliance with regulatory guidelines and the administrative vendor's rules regarding frequent trading, Participants will be able to transfer assets from one investment option to another at intervals reasonably commensurate with the volatility of the underlying investments.

The following asset class options may be offered to facilitate the various investment goals of Participants with different objectives and investment experience.

Money Market or Stable Value	Large Cap Blend Equity	Mid Cap Value Equity
High Quality Bond	Large Cap Growth Equity	Small Cap Growth Equity
Balanced and/or Lifestyle/cycle	Large Cap Value Equity	Small Cap Value Equity
Large Cap Equity Index	Mid Cap Growth Equity	International Value Equity
Real Estate	Employer Stock	International Growth Equity

Inclusion of a variety of these diversified asset class options should provide participants the flexibility to tailor their investment portfolios to meet a wide variety of individual investment objectives.

IV. Selection and Retention Criteria for Investment Managers or Funds

Investment managers or funds shall be chosen and evaluated using the following criteria:

- Performance Record – Historical performance results will be compared against a backdrop of an applicable peer group and appropriate market index benchmarks. The manager or fund should have a performance record that suggests results that will meet the Plan's investment goals, including a record that is:
  - at least 3 years long, with longer records of five to seven years being materially important,
  - measured on a reasonable basis (not back-tested or theoretical, and no apparent anomaly responsible for strong performance, such as extreme variations in returns from year to year),
  - above the median of an applicable peer group (except for bond funds, that must be in the top quartile) over the majority of available rolling three-year periods up to a maximum of 20, and
  - equal to or above an appropriate benchmark index over the majority of available rolling three-year periods up to a maximum of 20.

- Risk Level – The manager or fund is expected to have a level of risk that is similar to or less than the benchmark index. Risk is generally defined as the volatility or standard deviation of returns. Risk levels in excess of the benchmark index will be acceptable only if historical returns are in excess of the benchmark index. Returns lower that the benchmark index may be tolerated from managers taking on proportionally less risk than the benchmark index.

- Management – The manager should have a stable corporate structure and consistent tenure, with tenure of five years or greater being a desired fund characteristic.

- Expenses – Consideration will be given to all levels of expenses associated with the use of the investment options, including the investment managers' expenses. While lower management expense levels are generally preferred, they will be assessed relative to the investment results achieved.

- Investment Style and Process – The style should be consistent with the specific asset class and the process should be identifiable and reasonable.

- Assets Under Management – The manager should have a reasonable client base in this investment style and the level of assets under management should be appropriate given the specific product to be managed.

The guidelines and objectives set forth above and otherwise in this Investment Policy Statement are solely for the Committee's use in evaluating the initial and continued appropriateness of the investment options for the Plan. After initial selection, the Committee should monitor the investment options for adherence to these guidelines and objectives. The Committee will determine whether a change in the investments offered in the Plan is necessary based on all of the circumstances presented. The Committee may employ a process of placing an investment on "watch" before replacement, recognizing that in some circumstances an investment may remain on "watch" for an extended period.

V. Investment Guidelines

Money Market Funds

The investment objective of a money market fund is to allow Participants the opportunity to invest in a relatively stable fund offering modest returns without a significant risk of principal loss. It is understood that such funds do not offer a guarantee of principal, but rather are managed with the objective of maintaining the $1 per share unit value, with fluctuations in the yield of the fund. The performance objective for a money market fund is to achieve a rate of return that equals or exceeds that for 90-day U.S. Treasury Bills on an on-going basis.

Stable Value Funds

The investment objective of a stable value fund is to allow Participants the opportunity to invest in a fund that offers relatively stable annual returns with no principal fluctuation. Stable value funds are expected to invest in a diversified mix of Guaranteed Insurance Contracts (GICs) and Bank Investment Contracts (minimum rating of AA by Standard & Poors (S&P)), Certificates of Deposit, commercial paper (minimum quality rating of A-1 by S&P), synthetic GICs (minimum average quality rating of A by S&P), investment grade corporate bonds and mortgages and U.S. government obligations. All investments (except for U.S. government obligations) should be well diversified by the issuer such that no more than 25% of the total portfolio is invested with any one issuer.

The performance objective for a stable value fund is to achieve a rate of return (after investment management fees) over trailing three-year and five-year periods that:

1. meets or exceeds the stable value fund peer group universe average return (minus 40 basis points annually), and

2. outperforms a blended index consisting of 50% Barclays ~~Capital~~ Intermediate Aggregate , and 50% 90-day Treasury bills.

Bond Funds

The reason for a high quality bond fund offering is to allow Participants the opportunity to invest in the high quality portion of the fixed income markets. This asset class will offer Participants an opportunity to participate in the returns of the bond markets that, while variable, should exceed the returns of money market funds or stable value funds over market cycles while avoiding the higher volatility of equity funds. The majority of the assets included in such funds must be U.S. Government and agency bonds and corporate bonds of "investment grade" (the first four letter categories of the major rating agencies). The average quality rating for high quality bond funds shall not be lower than "A". The average maturity and weighted average duration of such funds should remain comparable to the most appropriate Barclays ~~Capital~~ Bond Index (Intermediate Government/Credit, Government/Credit, Aggregate).

The performance objectives for a high quality bond fund are to achieve a rate of return (after investment management fees) over the majority of all available rolling three-year periods up to a maximum of 20 that:

1. ranks in the top 50% of a peer group universe of similarly-managed high quality bond funds, and

2. equals or exceeds the return of the appropriate Barclays ~~Capital~~ Bond Index (Intermediate Government/Credit, Government/Credit, Aggregate).

~~***Balanced or LifeCycle***~~

~~The reason to include a balanced or lifecycle fund choice is to offer Participants the opportunity to choose a single fund that will include a professionally managed mix of fixed income and equity securities (primarily domestic issues). The fixed income portion of a balanced or lifecycle fund should utilize a high quality core style to minimize the volatility of higher risk styles. Likewise, the equity portion of a balanced fund should utilize a domestic large capitalization style. The equity portion of a lifecycle fund is not restricted to the domestic large capitalization style. The percentage mix between the fixed income and equity portions shall be determined by the investment manager based upon the lifecycle objective, and the economic factors and opportunities the manager believes are currently contained within the respective markets.~~

~~The performance objectives for a balanced or lifecycle fund are to achieve a rate of return (after investment management fees) over the majority of all available rolling three-year periods up to a maximum of 20 that:~~

~~1. exceeds the median of a peer group universe of similarly-managed balanced or lifecycle funds, and~~

~~2. outperforms a benchmark of an appropriate combination of the Barclays Capital Aggregate Bond Index and the Standard & Poors 500 Stock Index or an appropriate mix of other indices that best reflect the fund's investment style.~~

Life Style or Lifecycle

The reason to include Lifestyle or Lifecyle Funds is to offer Participants the opportunity to choose a single fund that will include a professionally managed mix of fixed income and equity securities based on their risk level or time horizon. These funds are expected to invest in a diversified mix of stocks, fixed income, and money market instruments. Stock investments should generally be made in marketable securities of established companies. Fixed income investments should be made primarily in investment grade securities (BBB/Baa or higher). Money market instruments should include high quality short-term debt securities. All investments should be welldiversified by issuer such that no more than 10% of the total market value of the portfolio is invested with any one issuer other than U.S.Government-backed securities.

The performance objectives for each Lifestyle or Lifecycle Fund is to achieve a rate of return (after investment management fees) over themajority of all available rolling three-year periods up to a maximum of 20 that:

1. exceed the median of a peer group universe of similarly managed lifestyle or lifecycle funds, and
2. outperforms a benchmark of an appropriate combination of indices represented in the same proportional mix of indices that best reflect the Fund's investment style.

~~Large Capitalization~~ U.S. Equity Index Funds

The reason for offering ~~a large capitalization~~ U.S. E~~e~~quity I~~i~~ndex F~~f~~und is to allow Participants the opportunity for broad participation in the U.S. equity market at minimal cost. This investment should, on a month-by-month basis, achieve results nearly identical to the selected index . This may be achieved through sampling, full replication or a combination of both techniques to track the results of the Index. This alternative may also use futures and/or options to enhance the fund's tracking error ratio. It is intended that this fund will provide a low cost vehicle for investing in a broad cross section of equities.

The performance objective for a large capitalization equity index fund is to track the performance of the selected stock index over short-term and long-term trailing time periods. Performance differentials should not be greater than the fund's expense ratio.

U.S. Stock Funds

The investment objective of U.S. stock funds is long-term growth of capital. U.S. stock funds should be well diversified within their particular asset class. No more than 40% of a fund should be held in any one sector unless the fund has a sector or other specialty objective. All equity instruments should be marketable securities traded on the major U.S. stock exchanges, the over-the-counter market, or on established foreign markets. Foreign equities should not exceed one-third of the assets of a portfolio. Further, within this constraint, each investment fund will be monitored to ensure that the foreign equity exposure is reasonable. If the foreign equity exposure becomes unreasonable, the funds placement within a specific investment category should be reconsidered. Investment in uncovered options, short sales, margin transactions or similar activities is generally prohibited, although they may be allowed under certain circumstances on a very limited basis.

The performance objectives for a U.S. stock fund are to achieve a rate of return (after investment management fees) over the majority of all available rolling three-year periods up to a maximum of 20 that:

1. Ranks in the top 50% of a peer group universe of similarly-managed U.S. stock funds, and
2. Large Cap Blend – outperforms the Russell 1000 Index
3. Large Cap Growth - outperforms the Russell 1000 Growth Index
4. Large Cap Value - outperforms the Russell 1000 Value Index
5. Mid Cap Growth - outperforms the Russell Mid Cap Growth Index
6. Mid Cap Value - outperforms the Russell Mid Cap Value Index
7. Small Cap Growth - outperforms the Russell 2000 Growth Index
8. Small Cap Value - outperforms the Russell 2000 Value Index

International Equity Funds

The investment objective of an international equity fund is long-term growth of capital. International equity funds should be well diversified across the foreign equity markets (excluding the U.S. equity market) with a primary emphasis on the more established companies in "developed" countries and markets unless the fund has a regional or emerging markets objective. Generally, it is intended that no more than 40% of an international equity fund should be held in any particular country.

The performance objectives for an international equity fund are to achieve a rate of return (after investment management fees) over the majority of all available rolling three-year periods up to a maximum of 20 that:

1. ranks in the top 50% of a peer group universe of similarly managed international equity funds, and

2. outperforms the MSCI EAFE (or the MSCI AC World Index – ex U.S. or other appropriate benchmark index) in the appropriate style.

VI. Default Investments / Mapping

Plan assets that are allocable to a participant account and for which participant investment direction has not been provided shall be invested in the appropriate age based asset allocation model or lifecycle fund based on the participants age at the time the assets become part of the plan. In the event new investment direction is requested from participants, as to assets currently in the Plan, and direction is not received, the assets for which new investment direction has not been provided shall be invested in the appropriate age based asset ~~allocation model or~~ lifecycle fund. This provision on default investments shall not apply in situations where one investment in a particular asset class or style is replaced with another investment in the same asset class or style. In the latter situation, assets held in a terminating investment at the time of its termination will be mapped into the replacement investment. The Committee may in its discretion determine an alternate appropriate mapping.

VII. Proxy Voting

The Committee is responsible for voting proxies it receives, and other decisions regarding rights, with respect to mutual fund shares held by the Plan. Proxies should be voted and rights exercised exclusively in the best interest of the Plan's Participants and beneficiaries. The Committee should maintain, for at least a 7-year period, a record of how such proxies were voted.

The Plan's investment managers, if any, are responsible for voting the proxies, and other decisions regarding rights, which may be connected to the Plan's ownership of securities through mutual funds, commingled funds, or separate accounts. Proxies should be voted and rights exercised exclusively in the best interest of the Plan's Participants. Where available, the investment managers will provide the Committee with their written proxy voting policies and keep the Committee updated with any changes to these policies. The Committee will review each manager's policy (where available) and ensure it provides satisfactory guidelines for voting proxies in the best interest of the Plan's Participants.

VII. Brokerage and Other Investment-Related Expenses

Brokerage commissions, incurred in the normal course of trading securities, are expenses of the Plan. Brokerage commissions must be managed in the best interest of the Plan's participants and beneficiaries. Generally, the Plan's investment managers, if any, will have discretion to select brokers and negotiate commissions. In executing this responsibility, the investment managers should seek "best execution" services. Where available, the managers should provide an annual accounting of brokerage commissions to the Committee. In addition to brokerage commissions, the Committee will periodically review the following aspects of investment expenses:

- The competitiveness of the expense ratio of the investments offered, relative to the investments of similar asset classes and investment styles,

- The cost of each investment relative to the costs of identical or essentially identical offerings of the same manager (e.g. different share classes; commingled trusts; separate accounts), and
- Total plan administration expenses

IX. Investment Policy Changes

The Committee will review this Investment Policy Statement at least biennially to ensure that it continues to reflect the Plan's objectives. This Investment Policy Statement may be modified or terminated, in whole or in part, by the Committee at any time as the Committee deems appropriate.

The foregoing Investment Policy Statement was adopted by the Committee at its meeting on ~~March 16~~February 15, 201~~2~~3.