

WENDY'S[®] ADVISORS PANEL SWEEPSTAKES RULES & REGULATIONS

NO PURCHASE NECESSARY TO ENTER OR WIN

- 1. SWEEPSTAKES PERIOD:** The Sweepstakes is sponsored by Wendy's International, LLC (the "Sponsor"). Vision Critical Communications Inc. (the "Administrator") has been retained by the Sponsor to administer the Sweepstakes. The Administrator is and shall remain solely responsible for the delivery of the Prize(s) to the winner(s). The Sweepstakes begins on Monday, April 7, 2014 at 12:00 a.m. Eastern Standard Time ("EST") and will continue quarterly thereafter until Sponsor terminates this Sweepstakes in their sole discretion. The term and duration of the Sweepstakes may end at any time in the sole discretion of Sponsor; provided, however, that all prizes will be awarded for the period in which such termination occurs.
- 2. ELIGIBILITY:** The Sweepstakes is open to all registered members of the Wendy's[®] Advisors Panel who have completed at least one survey ("Panelists"). All Panelists must be 18 years of age or older at the time of entry into the Sweepstakes. Franchisees, employees, agents and representatives of the Sponsor and its subsidiaries and affiliates, Administrator and its subsidiaries or affiliates and each of their respective advertising and promotion agencies are not eligible to win, nor are the parents, siblings and children of any such employee, agent or representative or any person with whom such employee, agent or representative is domiciled.
- 3. PRIZES:** One (1) Initial Survey Completion Prize: \$500 gift card of online or other retailer. Each quarter three (3) Prizes will be awarded: Three (3) \$100 gift cards of online or other retailer. All Prizes are to be awarded in US dollars.
- 4. HOW TO PARTICIPATE:** The Sweepstakes is offered electronically via the Internet. All Panelists that complete the initial survey are automatically entered for the Initial Survey Completion Prize and Quarterly Prizes. Thereafter, Panelists will receive one (1) entry for every study completed during a quarterly Sweepstakes period. Alternatively, Panelists may receive one (1) entry by legibly printing the Panelist's name, street address, city, state, postal code, telephone number and complete email address, on a 3 x 5 inch (or 7.5 x 12.5 cm) piece of paper and mailing it to Vision Critical Communications Inc., Wendy's[®] Advisors Panel Sweepstakes, c/o 200 Granville Street, Mezzanine, Vancouver, BC, V6C 1S4. All entries become the exclusive property of Administrator and will not be acknowledged or returned. Please note the URL address of the survey is necessary to identify the specific Sweepstakes being entered. Mail-in entries that do not include the URL address will not be valid.
- 5. SWEEPSTAKES DRAW(S):** Winners will be determined by random drawing from all eligible entries received by Administrator. The Initial Survey Completion Prize will be drawn on or about July 1, 2014. The drawings for the Quarterly Prizes will be held on or about ten (10) days of the following dates: January 1, April 1, July 1, and October 1. The odds of winning depend on the number of eligible entries received. The odds of an entry winning any Prize will be the same.
- 6. PRIZE AWARDING:** Winner will be notified by email within fifteen (15) days of the drawing. Prizes will be awarded only on verification by Administrator that all Sweepstakes requirements have been met by the Winners. Each Prize must be accepted as awarded and no substitution, transfer, conversion or assignment of Prizes will be allowed, unless at the discretion of the Sponsor which may substitute a Prize of comparable or greater value. No correspondence will be entered into except with selected Winner at the email address listed on the Administrator's systems. Administrator will notify the Winner by email within fifteen (15) days of being drawn. The Winner will have seven (7) calendar days from notification to accept the Prize by email. Administrator is not responsible for and shall not be liable for late, lost, misdirected, or unsuccessful efforts to notify the winner. If a selected Winner cannot be contacted within the allotted time Administrator reserves the right to void that entry and select another eligible Panelist for that Prize. In order to be declared an official winner the selected Winner will be required to complete, sign and return to Administrator a Declaration and Release Form within seven (7) days

of receipt. If a selected Winner fails to complete, sign and return the Declaration and Release Form to Administrator within seven (7) days the Administrator reserves the right to void that entry and select another eligible Panelist for that Prize. By completing, signing and returning the Declaration and Release Form, the Winner (i) confirms compliance with these Sweepstakes Rules and Regulations, (ii) releases and forever discharges the Sponsor, its affiliates and subsidiaries, Administrator, its affiliates and subsidiaries and their respective advertising and promotional agencies from all claims, demands, damages, actions and causes of action arising or to arise by reason of the acceptance or use of the Prize, and (iii) gives permission to the Sponsor and Administrator, at their option, to publish or otherwise use the Winner's name, address, photograph, voice and comments, without compensation, in any publicity carried out by the Sponsor or Administrator or their respective advertising agencies.

Prizes will be delivered by the Administrator to official winners at the mailing address listed on the completed Declaration and Release Form or on the mail-in entries in six (6) to eight (8) weeks after receipt of the signed and fully completed Declaration and Release Form.

7. SWEEPSTAKES GENERAL RULES: The Sweepstakes is offered in Sponsor's exclusive discretion. By entering the Sweepstakes, Panelists agree to abide by these Sweepstakes Rules and Regulations and the decisions of Administrator, which are final.

8. WINNERS LIST: To obtain a copy of the winner list or a copy of the Sweepstakes Rules and Regulations, send your request to: Vision Critical Communications Inc., Wendy's® Advisors Panel Sweepstakes Winners List, 200 Granville Street, Mezzanine, Vancouver, BC, V6C 1S4. Requests must be received no later than sixty (60) days after the close of the applicable Quarterly Prize drawing and must enclose a self-addressed stamped envelope.

9. DISQUALIFICATION: Neither the Sponsor or Administrator are responsible for lost, interrupted or unavailable network server or other connections, miscommunications, failed telephone or computer or telephone transmissions or technical failure, jumbled, scrambled or misdirected transmissions, or other error of any kind whether human, mechanical or electronic. Persons found tampering with or abusing any aspect of this Sweepstakes or the operation of the Wendy's Advisors Panel website or any other Administrator hosted website, as determined by Administrator, in its sole discretion, will be disqualified. If disqualified for any of the above abuses, Administrator reserves the right to terminate the Panelist's eligibility to participate. In the event any portion of this Sweepstakes is compromised by virus, bugs, non-authorized human intervention or other causes beyond the control of Administrator, which in the sole opinion of Administrator, corrupts or impairs the administration, security, fairness or proper entry into the Sweepstakes, Administrator reserves the right, in its sole discretion, to suspend or terminate the Sweepstakes and to award Prize(s) to individuals selected at random from the pool of Panelists received up to the point of termination. In no event will more Prizes be awarded than those listed in the Sweepstakes Rules and Regulations.

10. TAX INFORMATION: Liability for any applicable taxes imposed by any government, if any, on any Prize won is the sole responsibility of the winner of such Prize.

11. APPLICABLE LAWS: This Sweepstakes is subject to all applicable federal, state and county laws. Void where prohibited or restricted by law.

12. PRIZE DISCLAIMER: The Administrator is solely responsible for the delivery of the Prizes to the Prize Winners, as declared by Administrator. Administrator shall not be responsible or liable to Panelists for any losses, damages or costs incurred as a result of Panelists entering the Sweepstakes or use of a Prize won in connection with this Sweepstakes or the failure by the Administrator to deliver the Prize to the winner in accordance with the Sweepstakes Rules and Regulations. By participating in the Sweepstakes, each Panelist agrees to release and hold harmless Sponsor and its franchisees, Administrator and their respective employees, officers, directors, shareholders, agents, representatives, parent companies, affiliates, subsidiaries, advertising, promotion, and fulfillment agencies, from any and all losses, damages, rights, claims

and actions of any kind in connection with the Sweepstakes or resulting from acceptance, possession, or use of any prize, including without limitation, personal injury, death, and property damage, and claims based on publicity rights, defamation, or invasion of privacy.

Any Prize awarded will be delivered by the Administrator, or by a third-party retained by the Sponsor or Administrator for the purpose of fulfilling the prize (in which case the Panelist consents to the disclosure of his/her name, address and such other personal information as is required for the limited purpose of delivering the prize to the winner).