

MONROE TOBACCO ASSET SECURITIZATION CORPORATION

COMPENSATION, REIMBURSEMENT AND ATTENDANCE POLICY

The officers of the Corporation, to include the chief executive officer and other senior management, shall serve without salary at the pleasure of the Board but may be reimbursed for reasonable expenses incurred in the performance of corporate duties at the approval of the Board.

The officers of the Corporation shall be available as required to perform the operations of the Corporation. As such, said officers of the Corporation shall put forth their best efforts to perform their respective duties as outlined in the By-Laws of the Corporation.

