

Matthew R. Rogers

Charlotte, NC 28211

October 16, 2020

Jeff S. Jordon

Assistant General Counsel Complaints Examination & Legal Administration

Federal Election Commission

Office of Complaints Examination & Legal Administration

Attn: Christal Dennis, Paralegal

1050 First Street, NE

Washington DC 20463

RE: MUR 7801

Dear Mr. Jordon:

I am in receipt of your letter dated September 28, 2020 regarding the complaint filed with the Federal Election Commission by the Campaign Legal Center and Margaret Christ against Louis DeJoy and XPO Logistics dated September 16, 2020 (the "September 16th Complaint"). I received that letter via first class mail on October 9, 2020. I would like to provide the following information to support that no additional action should be taken against me in this matter.

I was employed by New Breed Logistics / XPO Logistics from July 2011 until October 2018, holding various positions in the finance and accounting department. During this time I made three political contributions:

1. On October 08, 2014 I contributed \$2,600 to the Thom Tillis Victory Committee. And to the best of my knowledge I am one of the twenty New Breed employees who together gave \$37,600 to this committee on this date, as referenced in paragraph 10 of the September 16th Complaint.
2. On August 18, 2015 I contributed \$1,000 to the Jeb 2016, Inc. committee. And to the best of my knowledge I am one of the thirty individual employees who gave a total of \$44,850 on this date, as referenced in paragraph 12(b) of the September 16th Complaint.
3. On June 16, 2016 I contributed \$2,000 to the Trump Victory committee. And to the best of my knowledge I am one of the nine XPO employees who gave a total of \$29,000 to this committee on this date, as reference in paragraph 12(c) of the September 16th Complaint.

During my employment at New Breed / XPO, I was never led to believe that my bonus was contingent upon contributing to a political campaign. Neither Mr. DeJoy nor anyone in management communicated with me that amount of my bonus was based on whether I contributed to a political campaign. And at no point during my employment did I believe that my bonus would be increased to offset the amount of my political contributions. My decision to contribute to a political candidate was not based on a belief or hope that my bonus would be increased to offset my donation. Finally, to the best of my knowledge, management did not base the amount of my bonuses on whether I had or I would donate to a political campaign.

The history of my bonus payments in around the time of the above political contributions supports that the amounts received were not based on my political contributions.

In 2014 I received three bonus payments. The first payment was in March 2014 and I was paid as part of the annual bonus process based on New Breed's and my personal performance for the year-ending December 31, 2013. The 2nd payment was a Retention Bonus contractually agreed to as part of my Employment Agreement dated May 23, 2014, negotiated directly with Rick Wimmer, the Chief Financial Officer of New Breed Logistics. At no point during my employment agreement negotiations with the CFO were political contributions discussed or inferred. The retention bonus payment was received in September 2014 and was paid, in part, to ensure I continued my employment with New Breed Logistics during the ongoing negotiations to sell the company. The 3rd and final payment was also received in September 2014 and was paid in connection with the sale of New Breed Logistics to XPO Logistics. All three bonus payments were made prior to any political contribution.

I did not receive a bonus in 2015.

Mr. DeJoy retired from XPO Logistics Supply Chain, Inc. (f/k/a New Breed, Inc.) on December 7, 2015 and was appointed to XPO Logistics' board of directors. From this point forward, Mr. DeJoy was no longer involved in the day-to-day operations of XPO Logistics Supply Chain and, to the best of my knowledge, had no influence on the amount or timing of my annual bonuses.

In March 2016, I received an annual performance bonus in connection with the Company's annual results for the year-end December 31, 2015 and the amount of the bonus was reasonably based on the nature and role of my position. In 2017, I again received an annual performance bonus in connection with the Company's annual results for the year-end December 31, 2016. It is my understanding that the amount of my 2016 and 2017 bonuses were determined by the Human Resources and Executive Leadership teams of XPO Logistics. To the best of my knowledge, the amount of my bonus was not based on whether I had made the political contributions on August 18, 2015 or June 16, 2016. Based on the amounts of my annual bonus payments, it appears that the amounts were not determined based on my personal decision to contribute to these campaigns. And in all cases, I did not decide to contribute to these campaigns with the hope, thought or belief that I would be reimbursed for such contributions through my bonus or annual pay from XPO Logistics.

Thank you for your consideration in this matter. Please contact me if I can be of any further assistance or provide any additional information or support.

Thank you,

/s/ Matthew R. Rogers

October 16, 2020