

CARS



RULES OF CONDUCT

Welcome to the 2020 annual meeting of stockholders of Cars.com Inc. (the “Company”). In fairness to all participants and in the interest of an orderly and constructive meeting, the following rules of conduct will be enforced:

1. The meeting will follow the schedule set forth on the agenda.
2. Only stockholders of record as of March 16, 2020 or their duly authorized proxies are entitled to vote or to address the meeting. You need not vote at this meeting if you have already voted by proxy. If you wish to change your vote or if you have not voted, you will be required to send a copy of the legal proxy when voting. The annual meeting website provides the necessary information on how to submit the legal proxy when voting at the meeting.
3. No nominations or other proposals will be presented at this meeting as the Company did not receive any nominations or proposals from stockholders within the time frame required by our bylaws.
4. No one may ask a question unless they are a stockholder who has a Control Number. Please follow the instructions on the website for submitting a question or comment.
5. Questions must be relevant to the business of the Company or to the conduct of its operations. Questions may not be related to pending or threatened litigation, repetitious, derogatory or not in good taste, discussions of personal grievances, or deal with tangentially related general economic, political or other opinions or facts.