Tesla’s comprehensive benefits program is focused on providing you with an exceptional level of coverage for 2017. You and your family will have the opportunity to design a personalized benefits package and choose from a wide range of options. As you customize each program to fit your lifestyle, Tesla will help you meet your health and personal goals to make The Tesla Life uniquely yours.

Your selection process begins with Tesla’s innovative health care program. You can customize your health care plan — from the insurance company you want to use to how much you pay for coverage. Planning for your future is another important part of The Tesla Life. You can customize your participation in our financial savings programs to ensure that each paycheck and Tesla’s contributions support your personalized financial goals.

The Tesla Life offers you and your family perks and benefits to make your everyday life easier and more fulfilling. This guide takes you through the choices available to build your benefits package, so please invest the time to review these materials and share the program details with your family.

You’ll find all of the personalized information, tools, and resources you need to customize your benefits and actively participate in The Tesla Life on TheTeslaLife.com.

In Good Health,

Christian Facey
Director of Compensation & Benefits
BUILD YOUR HEALTH BENEFITS TO FIT YOU

Your Health Care Needs Are Unique to You and Your Family
That’s why The Tesla Life allows you to easily customize your benefits to best fit your needs. You design your medical, dental, and vision plans to give you the protection you need without paying extra for coverage you may not use. You’ll find great resources and tools on TheTeslaLife.com to help you:

Choose Your Level of Coverage
Different plans have different deductible and coinsurance amounts, and even some copay options.

Consider an Option with a Health Savings Account (HSA)
You can use an HSA to pay out-of-pocket expenses now or save for future eligible health care expenses.

Select an Insurance Company
Make sure you choose a company with the in-network doctors and hospitals you want to use.

View Your Price
Factors that determine price are location (your home address), the level of coverage, the insurance company you choose, and whether you cover dependents.

Apply Your Tesla Contribution
Tesla gives you a contribution to help you pay for your health plan coverage. The amount of your Tesla contribution depends on:

- Where you live
- How many family members you cover
- Whether your spouse/domestic partner has other insurance available

Click below to review your medical, dental, and vision options. Remember, you’ll receive a discounted rate when you use in-network providers.

CHECK YOUR BENEFICIARIES
Be sure to check that your beneficiary information is accurate and up to date. It’s important to do this for all of your benefits, including your 401(k), stock, HSA, life insurance, and AD&D insurance.

DON’T GUESS WHAT’S BEST FOR YOU
Visit TheTeslaLife.com and use these tools to know for sure:

- 2017 Benefits Modeler: Compare costs, features, and coverage across all of your plan and insurance company options (enter access code: Medical2017)
- Help Me Choose: When you enroll, be sure to use the Help Me Choose tool. It will help you narrow your options and pick the plan that’s best for you based on how you use health care.

It uses personal information that you provide — such as your prescription medications, your preferred doctors, and how you like to pay for your care — to identify which plans are the best fit for you and your family.

QUESTIONS?
Check out TheTeslaLife.com for more information and resources.
# IN-NETWORK MEDICAL OPTIONS & COVERAGE

## 2017 PLANS

<table>
<thead>
<tr>
<th>Medical Plan</th>
<th>Bronze</th>
<th>Bronze Plus</th>
<th>Silver</th>
<th>Gold</th>
<th>GOLD II (CA Only)</th>
<th>PLATINUM</th>
</tr>
</thead>
<tbody>
<tr>
<td>Medical Deductible (Single/Family)</td>
<td>$4,500 / $9,000</td>
<td>$2,600 / $5,200</td>
<td>$1,500 / $3,000</td>
<td>$600 / $1,200</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Rx Deductible (Single/Family)</td>
<td>Combined Med</td>
<td>Combined Med</td>
<td>Combined Med</td>
<td>None</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Coinsurance</td>
<td>20%</td>
<td>20%</td>
<td>20%</td>
<td>20%</td>
<td>30%</td>
<td>0%</td>
</tr>
</tbody>
</table>

## SERVICE

<table>
<thead>
<tr>
<th>Service</th>
<th>COINSURANCE &amp; COPAYMENT</th>
</tr>
</thead>
<tbody>
<tr>
<td>Primary Care/Specialist</td>
<td>20% After Deductible</td>
</tr>
<tr>
<td>Emergency Room</td>
<td>20% After Deductible</td>
</tr>
<tr>
<td>Hospital per Admission</td>
<td>20% After Deductible</td>
</tr>
</tbody>
</table>

## PRESCRIPTION DRUGS

<table>
<thead>
<tr>
<th>Prescription Drugs</th>
<th>COINSURANCE &amp; COPAYMENT</th>
</tr>
</thead>
<tbody>
<tr>
<td>Retail Generic</td>
<td>20% After Deductible</td>
</tr>
<tr>
<td>Retail Formulary Brand</td>
<td>20% After Deductible</td>
</tr>
<tr>
<td>Retail Non-Formulary</td>
<td>20% After Deductible</td>
</tr>
<tr>
<td>Mail Generic</td>
<td>20% After Deductible</td>
</tr>
<tr>
<td>Mail Formulary Brand</td>
<td>20% After Deductible</td>
</tr>
<tr>
<td>Mail Non-Formulary</td>
<td>20% After Deductible</td>
</tr>
</tbody>
</table>

### Out-of-Pocket Max (all services & Rx)

- Bronze: $5,950 / $11,900
- Bronze Plus: $3,900 / $7,800
- Silver: $3,575 / $7,150
- Gold: $3,500 / $7,000
- GOLD II (CA Only): $5,000 / $10,000
- PLATINUM: $1,500 / $3,000

### Deductible Type

- Embedded (Embedded)
- Embedded (Embedded)
- Embedded (Embedded)
- Embedded (N/A)
- N/A

### HSA-eligible

- Not Eligible (Not Eligible)
- Not Eligible (Not Eligible)
- Not Eligible (Not Eligible)

## IMPORTANT DETAILS

Easily compare your medical, dental, and vision plan options and costs (enter access code: Medical2017).

Be sure to use the Help Me Choose tool on TheTeslaLife.com to find out if your providers are in-network.

- Does this plan provide out-of-network coverage?

<table>
<thead>
<tr>
<th>Medical Plan</th>
<th>Bronze</th>
<th>Bronze Plus</th>
<th>Silver</th>
<th>Gold</th>
<th>GOLD II (CA Only)</th>
<th>PLATINUM</th>
</tr>
</thead>
<tbody>
<tr>
<td>Asthma</td>
<td>Yes</td>
<td>Yes</td>
<td>Yes</td>
<td>Yes</td>
<td>Yes</td>
<td></td>
</tr>
<tr>
<td>Anesthesia</td>
<td>Yes</td>
<td>Yes</td>
<td>Yes</td>
<td>Yes</td>
<td>Yes</td>
<td></td>
</tr>
<tr>
<td>Cigars</td>
<td>Yes</td>
<td>Yes</td>
<td>Yes</td>
<td>Yes</td>
<td>Yes</td>
<td></td>
</tr>
<tr>
<td>Health Net (CA Only)</td>
<td>Not in NorCal</td>
<td>Not in NorCal</td>
<td>Not in NorCal</td>
<td>Not in NorCal</td>
<td>Not in NorCal</td>
<td></td>
</tr>
<tr>
<td>HSA-eligible (CA Only)</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Kaiser (CA &amp; HI Only)</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td>United Healthcare</td>
<td>Yes</td>
<td>Yes</td>
<td>Yes</td>
<td>Yes</td>
<td>Yes</td>
<td></td>
</tr>
</tbody>
</table>

Note: In-network and out-of-network services have separate deductibles and out-of-pocket maximums. They do not cross-accumulate.
## OUT-OF-NETWORK MEDICAL OPTIONS & COVERAGE

### 2017 PLANS

<table>
<thead>
<tr>
<th></th>
<th>BRONZE</th>
<th>BRONZE PLUS</th>
<th>SILVER</th>
<th>GOLD</th>
<th>GOLD II (CA Only)</th>
<th>PLATINUM</th>
</tr>
</thead>
<tbody>
<tr>
<td>Medical Deductible</td>
<td>$4,500</td>
<td>$2,600 / $6,200</td>
<td>$1,500</td>
<td>$1,200 / $2,400</td>
<td>None</td>
<td>$5,000 / $10,000</td>
</tr>
<tr>
<td>Rx Deductible</td>
<td>Combined Med</td>
<td>Combined Med</td>
<td>Combined Med</td>
<td>None</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Coinsurance</td>
<td>40%</td>
<td>40%</td>
<td>40%</td>
<td>40%</td>
<td>None</td>
<td>30%</td>
</tr>
</tbody>
</table>

### SERVICE

<table>
<thead>
<tr>
<th></th>
<th>COINSURANCE &amp; COPAYMENT</th>
</tr>
</thead>
<tbody>
<tr>
<td>Primary Care/Specialist</td>
<td>40% After Deductible</td>
</tr>
<tr>
<td>Emergency Room</td>
<td>40% After Deductible</td>
</tr>
<tr>
<td>Hospital per Admission</td>
<td>40% After Deductible</td>
</tr>
</tbody>
</table>

### PRESCRIPTION DRUGS

<table>
<thead>
<tr>
<th></th>
<th>COINSURANCE &amp; COPAYMENT</th>
</tr>
</thead>
<tbody>
<tr>
<td>Retail Generic</td>
<td>40% After Deductible</td>
</tr>
<tr>
<td>Retail Formulary Brand</td>
<td>40% After Deductible</td>
</tr>
<tr>
<td>Retail Non-Formulary</td>
<td>40% After Deductible</td>
</tr>
<tr>
<td>Mail Generic</td>
<td>Not Covered</td>
</tr>
<tr>
<td>Mail Formulary Brand</td>
<td>Not Covered</td>
</tr>
<tr>
<td>Mail Non-Formulary</td>
<td>Not Covered</td>
</tr>
</tbody>
</table>

### OUT-OF-POCKET MAX (all services & Rx)

<table>
<thead>
<tr>
<th></th>
<th>$11,900 / $23,800</th>
<th>$10,000 / $20,000</th>
<th>$7,500 / $15,000</th>
<th>$7,000 / $14,000</th>
<th>None</th>
<th>$10,000 / $20,000</th>
</tr>
</thead>
</table>

### OUT-OF-NETWORK MEDICAL OPTIONS & COVERAGE

<table>
<thead>
<tr>
<th></th>
<th>Embedded</th>
<th>Embedded</th>
<th>Embedded</th>
<th>Embedded</th>
<th>N/A</th>
<th>Embedded</th>
</tr>
</thead>
<tbody>
<tr>
<td>HSA-Eligible</td>
<td>HSA-Eligible</td>
<td>HSA-Eligible</td>
<td>Not Eligible</td>
<td>Not Eligible</td>
<td>Not Eligible</td>
<td>Not Eligible</td>
</tr>
</tbody>
</table>

---

**Note:** In-network and out-of-network services have separate deductibles and out-of-pocket maximums. They do not cross-accumulate.
## IN-NETWORK DENTAL OPTIONS & COVERAGE

<table>
<thead>
<tr>
<th>2017 PLANS</th>
<th>BRONZE</th>
<th>SILVER</th>
<th>GOLD</th>
<th>PLATINUM*</th>
</tr>
</thead>
<tbody>
<tr>
<td>Deductible (Single/Family)</td>
<td>$100 / $300</td>
<td>$100 / $300</td>
<td>$50 / $150</td>
<td>None</td>
</tr>
</tbody>
</table>

### SERVICE

<table>
<thead>
<tr>
<th></th>
<th>COINSURANCE &amp; COPAYMENT</th>
</tr>
</thead>
<tbody>
<tr>
<td>Preventive</td>
<td>0% (Deductible Waved)</td>
</tr>
<tr>
<td>Minor Restorative</td>
<td>20% After Deductible</td>
</tr>
<tr>
<td>Major Restorative</td>
<td>Not Covered</td>
</tr>
<tr>
<td>Annual Benefit Max (Excludes Orthodontia)</td>
<td>$1,000 Per Individual</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>PPO</th>
<th>PPO</th>
<th>PPO</th>
<th>DHMO*</th>
</tr>
</thead>
<tbody>
<tr>
<td>Orthodontia</td>
<td>Pay 50%, No Deductible; Children Up To Age 19 Only</td>
<td>Pay 50%, No Deductible; Children and Adults</td>
<td>Varies By Insurance Company</td>
<td></td>
</tr>
<tr>
<td>Orthodontia Lifetime Maximum</td>
<td>Not Covered</td>
<td>$1,500 Per Child</td>
<td>$2,000 Per Child/Adult</td>
<td>Varies By Insurance Company</td>
</tr>
</tbody>
</table>

**Note:** The Platinum plan is a DHMO that covers in-network care only. DHMOs have a limited network of providers. Always make sure your provider is part of the network before choosing this level of coverage.

**Note:** The deductible is what you pay out of pocket before your insurance starts paying its share of your costs. The annual benefit maximum is the most the insurance company will pay in a year for dental costs. The orthodontia lifetime maximum is the total amount the insurance company will pay per eligible person.

---

**QUESTIONS ABOUT TERMINOLOGY?**

Please see Definitions and Terms.
### OUT-OF-NETWORK DENTAL OPTIONS & COVERAGE

<table>
<thead>
<tr>
<th>2017 PLANS</th>
<th>BRONZE</th>
<th>SILVER</th>
<th>GOLD</th>
<th>PLATINUM*</th>
</tr>
</thead>
<tbody>
<tr>
<td>Deductible (Single/Family)</td>
<td>$100 / $300</td>
<td>$100 / $300</td>
<td>$50 / $150</td>
<td>None</td>
</tr>
</tbody>
</table>

**SERVICE**

| Preventive | 0% (Deductible Waved) | 0% (Deductible Waved) | 3% (Deductible Waved) | Not Covered |
| Minor Restorative | 20% After Deductible | 20% After Deductible | 20% After Deductible | Not Covered |
| Major Restorative | Not Covered | 40% After Deductible | 20% After Deductible | Not Covered |
| Annual Benefit Max (Excludes Orthodontia) | $1,000 Per Individual | $1,500 Per Individual | $2,000 Per Individual | None |
| Orthodontia | Not Covered | Pay 50%, No Deductible; Children Up To Age 19 Only | Pay 50%, No Deductible; Children and Adults | Not Covered |
| Orthodontia Lifetime Maximum | Not Covered | $1,500 Per Child | $2,000 Per Child/Adult | Not Covered |

**Plan Type**

| PPO | PPO | PPO | DHMO* |

---

### QUESTIONS ABOUT TERMINOLOGY?

Please see [Definitions and Terms](#).

---

*The Platinum plan is a DHMO that covers in-network care only. DHMOs have a limited network of providers. Always make sure your provider is part of the network.

Note: The deductible is what you pay out of pocket before your insurance starts paying its share of your costs. The annual benefit maximum is the most the insurance carrier will pay in a year for dental costs. The orthodontia lifetime maximum is the total amount the insurance carrier will pay per eligible person.
**IN-NETWORK VISION OPTIONS & COVERAGE**

<table>
<thead>
<tr>
<th>2017 PLANS</th>
<th>BRONZE</th>
<th>SILVER</th>
<th>GOLD</th>
</tr>
</thead>
<tbody>
<tr>
<td>Benefit Allowance (glasses &amp; elective contact lenses)</td>
<td>None</td>
<td>$100 Allowance</td>
<td>$200 Allowance</td>
</tr>
</tbody>
</table>

**SERVICE**

<table>
<thead>
<tr>
<th>SERVICE</th>
<th>COPAYMENT</th>
</tr>
</thead>
<tbody>
<tr>
<td>Routine Vision Exams</td>
<td>$0 Copay</td>
</tr>
<tr>
<td>Lenses</td>
<td>Discounts May Apply</td>
</tr>
<tr>
<td>Lens Options</td>
<td>Discounts May Apply</td>
</tr>
<tr>
<td>Contact Lenses (medically necessary)</td>
<td>Discounts May Apply</td>
</tr>
</tbody>
</table>

**OUT-OF-NETWORK VISION OPTIONS & COVERAGE**

<table>
<thead>
<tr>
<th>2017 PLANS</th>
<th>BRONZE</th>
<th>SILVER</th>
<th>GOLD</th>
</tr>
</thead>
<tbody>
<tr>
<td>Benefit Allowance (glasses &amp; elective contact lenses)</td>
<td>None</td>
<td>$70 Allowance</td>
<td>$70 Allowance</td>
</tr>
</tbody>
</table>

**SERVICE**

<table>
<thead>
<tr>
<th>SERVICE</th>
<th>COPAYMENT</th>
</tr>
</thead>
<tbody>
<tr>
<td>Routine Vision Exams</td>
<td>$45 Allowance</td>
</tr>
<tr>
<td>Lenses</td>
<td>Not Covered</td>
</tr>
<tr>
<td>Lens Options</td>
<td>Not Covered</td>
</tr>
<tr>
<td>Contact Lenses (medically necessary)</td>
<td>Not Covered</td>
</tr>
</tbody>
</table>

---

**BENEFITS MODELER**

Easily compare your medical, dental, and vision plan options and costs (enter access code: Medical2017).

*There is a separate copay for fit and evaluation.*

---

**HEALTH**

**WEALTH**

**ADDITIONAL BENEFITS**

**FLEXIBLE SPENDING ACCOUNTS**

**PERKS**

**CONTACTS**

**ENROLL**

**IMPORTANT INFORMATION**

---

**HEALTH CONCERNs**

**SPouse/DEmestic PARTner**

**HEALTH SAVINGS ACCOUNT (HSA)**

**PERSONalized HELP FOR YOUR HEALTH ISSUES**

**HELP WITH MEDICAL BILLS**
MORE FLEXIBILITY WITH YOUR TESLA CONTRIBUTION

When you finish enrolling in your medical, dental, and vision plans, you may also be able to invest your Tesla contribution in additional benefits. You can:

- **Contribute to your Health Savings Account (HSA)** if you enroll in the Bronze or Bronze Plus medical plan. All or some of your remaining contribution can be deposited into your HSA as pretax contributions,* prorated over the year.

- **Contribute to other Tesla benefits** like your Tesla 401(k) plan as pretax contributions.**

*HSA contributions are subject to state tax in Alabama, California, and New Jersey.

**Note that these 401(k) contributions count toward your employee IRS maximum for the year.
**SPOUSE/DOMESTIC PARTNER CONTRIBUTION**

If you choose to cover a spouse or domestic partner who has access to medical coverage through his or her employer, you will pay an additional spouse/domestic partner contribution of $200 per month.

Please refer to page 29 to see how domestic partners are defined and the tax implications of adding your domestic partner to your health plans.

**QUIT FOR LIFE**

The Quit For Life program is a no cost program that can help as you or your family members stop using tobacco products. The program includes a personalized Quit Plan, access to a Quit Coach, nicotine replacement therapy, and ongoing support from an online community of peers.

Call 866.QUIT.LIFE (866.784.8454) or visit QuitNow.net to join the many other Tesla employees who have kicked the habit.
AN HSA EQUALS MORE CONTROL OVER HEALTH CARE SPENDING

When you enroll in the Bronze or Bronze Plus medical plan, you get both a lower premium and access to a Health Savings Account (HSA). The HSA is a great way to save tax-free* money for current and future health care expenses.

THE HSA ADVANTAGE

- In most states, your contributions to an HSA are tax-free*, meaning they’re deducted from your paycheck before taxes are figured, which lowers the tax amount withheld from your paycheck.

- The money in your account grows tax-free*, and it’s yours to keep even if you leave Tesla or move to another country. (HSA earnings are subject to state tax in New Hampshire and Tennessee.)

- You are not taxed when you use your HSA to pay for eligible medical, dental, and vision expenses. Note: State taxes may apply*. Find a full list of qualified health care expenses at irs.gov/publications/p502/.

- Your account balance rolls over from year to year.

WHAT YOU CAN DO WITH THE HSA

You can use the money in your HSA to:

1. Pay for current qualified health care expenses, like your medical, dental, and vision copays, deductibles, and coinsurance.

2. Save to pay for future qualified health care expenses.

3. Invest — you can choose from a variety of investment options once your balance exceeds $2,000.

*In Alabama, California, and New Jersey, you can contribute before federal taxes are withheld, but note that state taxes are still withheld.

TWO WAYS TO FUND YOUR HSA

1. If you choose a plan that’s fully covered by your contributions from Tesla and is HSA-eligible, you can choose to have some or all of your remaining contributions automatically deposited into your HSA, prorated over the year.

2. You can also choose to contribute additional money into your HSA through tax-free* payroll deductions. In 2017, the maximum amount you can contribute is $3,400 if you cover yourself only, or $6,750 if you cover yourself and any dependents.

HSA-eligible medical plans have lower premiums than non-HSA plans. Consider contributing those premium savings to your HSA — and use it to pay future health care expenses.
MAKE THE MOST OF THE TESLA LIFE ALL YEAR LONG

You’re in charge of choosing your health care plans when you enroll, but you’re also in charge of using your plans during the year. Here are some resources to help.

GET PERSONALIZED HELP FOR YOUR HEALTH ISSUES

Benefits Advocates support all Tesla families by providing:

- Timely resolution of health care billing and insurance claim disputes.
- Easy-to-understand information about treatment options, specialists, and prescription drugs.
- Assistance locating doctors and hospitals covered by your plan.
- Explanations of diagnoses and how to obtain the best medication and treatment from medical professionals.

Call 855.668.5041 and say “Advocacy Services” to get the personalized support you need.

GET HELP WITH MEDICAL BILLS

The health care system can be complex, especially when it comes to the bills. When you go to in-network providers, they charge pre-negotiated discounted rates, so there’s rarely a dispute about claims. If you receive out-of-network services and have questions or concerns about out-of-network claims or billing issues, the bill negotiation service is here to help you by:

- Reviewing out-of-network medical bills.
- Negotiating medical bill costs with doctors and hospitals.
- Creating a payment plan for medical-related expenses.

Tesla provides bill negotiation services at no monthly cost to you. For more information, visit the Health tab of TheTeslaLife.com.
Generic Versus Brand-Name Drugs
Generic drugs cost less than brand-name drugs and meet the same FDA requirements for effectiveness, quality, and safety. You can save money if your prescription is a generic drug, but always check with your doctor first before making any changes.

Insurance Company Coverage Differences
Prescription drug coverage is part of your medical plan and is specific to the medical insurance company you choose. That means there can be differences in how a particular drug is covered under different plans and different insurance companies. For example, Symbicort, a brand-name drug used to prevent asthma attacks and to treat chronic obstructive pulmonary disease, may be on Tier 2 of Aetna’s formulary, and not covered by UHC or Cigna.

An insurance company’s formulary list may change throughout the year, so be sure to check with them if you have questions or concerns. Also be sure to use the Help Me Choose tool to ensure that the plan you choose offers the best coverage for the specific drugs you and your family use.

Advantages of Using Prescription Mail-Order Services
The mail-order service can be used for maintenance medications that you take on a regular basis. Using the mail-order service can save you money, and you have the added convenience of receiving your medications at home. Contact your medical plan for more information and to sign up. You can find your medical plans contact information on the back of your member ID Card or on TheTeslaLife.com.
BUILDING YOUR WEALTH

Tesla’s savings programs can help you as you build the kind of retirement you want. Our programs can help you reach both short- and long-term financial goals. Whether you’re just getting started with a financial plan or you’re a seasoned saver, you have the flexibility to personalize how the Tesla savings programs can help.

SAVE WITH THE TESLA 401(K) PLAN

Tesla offers a 401(k) Plan to help you save for retirement. As a new hire, we’ll automatically put 5% of your gross pay into your Tesla 401(k) account, unless you tell Fidelity that you’d like to do something else. Of course, you’re always in control of your money, and you can change your contribution at any time throughout the year.

YOU CHOOSE HOW TO INVEST YOUR FUNDS

If you want additional control over your 401(k) savings, Tesla provides a variety of options that allow you to actively manage your investments in the 401(k) Plan.

To make things even easier, when you first enroll in the 401(k) Plan, you’ll automatically contribute to a “life cycle” fund. This type of fund is based on your date of birth and a retirement age of 65, and it is actively managed by investment experts who monitor and adjust the investments as you near retirement.

Find more information about your options and manage your 401(k) account by visiting TheTeslaLife.com and selecting the “Wealth” tab.
Through this voluntary program, you can purchase company stock at a 15% discount off the market price at either the beginning or the end of the six-month offering period, whichever is lower.

Offering periods begin March 1 and September 1, and purchases are made on the last day of each offering period. Shares are purchased using after-tax contributions made through payroll deductions that accumulate during the six-month offering period.

Shortly after the shares are purchased, they are deposited into your E*TRADE Stock Plans account where you can hold onto them as long as you want or, subject to Tesla’s Insider Trading Policy, sell or gift the shares without any holding period restrictions.

**EQUITY INCENTIVE PLAN**

Tesla created the Equity Incentive Plan to give every employee the opportunity to own a portion of the company whose success they’re helping to drive. Through equity-based awards, the plan allows Tesla to recognize outstanding work performance, and it allows employees to benefit from Tesla’s continued success.

The value of vested shares of Tesla stock can be a significant portion of your total compensation. You can personally contribute to that value through innovation, efficiency, and commitment to quality. Hard work is as evident in the exceptional products we deliver to customers as it is in the performance of our stock.

Tesla has partnered with E*TRADE Financial to help employees manage and stay updated on the status of their equity awards. Learn more on the “Wealth” tab of TheTeslaLife.com.

Please refer to your equity grant for the specific terms and conditions and your applicable vesting schedule.
ADDITIONAL BENEFITS

We know that taking care of you means helping you take care of your family.

That’s why we provide life and AD&D coverage for you at no cost. We’re committed to providing your family with significant financial protection in the event that something unexpected happens. We also offer financial protection if you aren’t able to work because of a disability.

Every Tesla family has unique needs, so Tesla allows you to customize your life and AD&D insurance. You can purchase additional coverage for yourself as well as coverage for your spouse or domestic partner and children. Tesla also offers additional accident insurance and identity theft protection.

BE SURE TO NAME A BENEFICIARY

Life and AD&D benefits are paid to the beneficiary on file at the time of the claim. To make sure that your insurance proceeds are paid according to your wishes, keep your beneficiary designations up to date.

Log on to TheTeslaLife.com to review your beneficiary designations and update them as needed anytime throughout the year. Keep in mind that if you elect optional life and AD&D insurance for your spouse or children, you are automatically the beneficiary.
Your spouse will need to answer a few simple health questions. His or her responses will then be submitted for approval.

Not required

If you increase your existing coverage by more than $10,000 or;

You elect more than $50,000 for your spouse.

$5,000 to $20,000 for your child(ren).

See the cost of optional life insurance coverage when you enroll online at TheTeslaLife.com.

**EVIDENCE OF INSURABILITY**

You may be required to provide proof of your good health, depending on the amount of optional life insurance you elect.

<table>
<thead>
<tr>
<th>Evidence of Insurability</th>
<th>Amount of Optional Life Insurance</th>
</tr>
</thead>
<tbody>
<tr>
<td>Not required if you enroll when you are a new hire</td>
<td>Up to the lesser of 3 times your salary or $500,000</td>
</tr>
<tr>
<td>You will need to answer a few simple health questions. Your responses will then be submitted for approval</td>
<td>If you increase your existing coverage by more than $10,000 or; you elect more than $50,000 for your spouse.</td>
</tr>
<tr>
<td>Your spouse will need to answer a few simple health questions. His or her responses will then be submitted for approval.</td>
<td>If you increase your existing coverage by more than $10,000 or; you elect more than $50,000 for your spouse.</td>
</tr>
<tr>
<td>Not required</td>
<td>$5,000 to $20,000 for your child(ren).</td>
</tr>
</tbody>
</table>

**BASIC LIFE INSURANCE**

- Two times your annual earnings up to $750,000.
- Monthly premium cost is paid by Tesla.

**OPTIONAL LIFE INSURANCE**

- **For you:** $10,000 increments up to $600,000 maximum, not to exceed seven times your base annual earnings.
- **For your spouse/domestic partner:** $10,000 increments up to $200,000 maximum, not to exceed 100% of the total of your basic and optional life insurance amount.
- **For your child(ren):** $5,000 increments up to $20,000 for each child.
BASIC AD&D INSURANCE

- Two times your annual earnings up to $750,000.
- Monthly premium cost is paid by Tesla.

OPTIONAL AD&D INSURANCE

- For you: $10,000 increments up to $300,000 maximum, not to exceed five times your base annual earnings.
- For your spouse/domestic partner: $10,000 increments up to $100,000 maximum, not to exceed 100% of the total of your basic and optional AD&D coverage amount.
- For your child(ren): $5,000 increments up to $20,000 for each child.

Review the cost of optional AD&D insurance coverage when you enroll online at TheTeslaLife.com.

DISABILITY BENEFITS

In general, these benefits provide income replacement of up to two-thirds of your income if you become disabled due to illness or injury that keeps you from working for an extended period of time. Tesla pays for the cost of this benefit.

- Short-term disability: Provides 66.67% of weekly pre-disability earnings up to a maximum of $2,308 for up to 6 months.
- Long-term disability: Provides up to $15,000 per month after you have been disabled and unable to work for 180 days.
VOLUNTARY ACCIDENT INSURANCE

Even with medical coverage, accidents can be very expensive. Voluntary accident insurance pays you in the event you or a family member covered under this plan is in an accident, such as a sporting injury or a household accident. Keep in mind that voluntary accident insurance is not a replacement for medical coverage.

For complete details of the coverage, including exclusions and limitations, go to www.allstatevoluntary.com/tesla or call 866.828.8067. Benefits are provided by supplemental, limited benefit insurance provided by Allstate Benefits, the marketing name for American Heritage Life Insurance Company, the underwriting company, and a subsidiary of The Allstate Corporation. You’ll be able to see the cost per paycheck, which is based on who you cover when you enroll through TheTeslaLife.com.

IDENTITY THEFT PROTECTION

If your identity is stolen, it can take a long time and a lot of trouble to repair the damage. Identity theft protection from ID Watchdog could help you catch fraud in its early stages through 24/7 monitoring of your personal and financial information. It can also help you act quickly to limit damage if your personal or financial information is stolen. You’ll be able to see the cost per paycheck when you enroll through TheTeslaLife.com.

For a complete list of identity theft protection services available, go to idwatchdog.com or call 800.373.1226.
Tesla’s Flexible Spending Accounts (FSAs) give you a tax break on your eligible health care and dependent care expenses by having tax-free FSA contributions taken from your paycheck. (That’s where the tax break and savings come in).

You can use your Health Care FSA debit card to pay for your eligible medical, dental, and vision expenses, or you can submit claims to request reimbursement for your eligible health care and dependent care expenses online via TheTeslaLife.com or using the “Reimburse Me” mobile phone app.

HEALTH CARE FLEXIBLE SPENDING ACCOUNT (HCFSA)

The HCFSA allows you to:

- Pay certain medical, dental, and vision expenses that are not covered by your health care plan (such as copays, coinsurance, non-cosmetic dental expenses, most prescription drugs, and eyeglasses).

- Contribute up to $2,550 each year through tax-free payroll contributions.

Note: You are not eligible to enroll in the HCFSA if you are enrolled in a medical plan that has a Health Savings Account (HSA) in 2017.

Find a full list of eligible health care expenses at irs.gov/publications/p502/.

USE IT OR LOSE IT – IT’S UP TO YOU

Any amount remaining at the end of the plan year is forfeited. All the money in your HCFSA must be spent by March 15 of the following year, and claims must be submitted by April 30 of that year.
The DCFSA allows you to:

- Pay for certain preschool expenses, nursery school expenses, child care in your home, senior day care facility needs, and licensed home child care (expenses related to child care must be for a child under the age of 13).
- Make tax-free payroll contributions up to $5,000 annually if you are single or if you are married and file a joint tax return, or $2,500 annually if you are married and file separately.

Keep in mind that DCFSA funds can be used only to pay for eligible dependent care expenses — they cannot be used to pay for health care expenses.


**DEPENDENT CARE FLEXIBLE SPENDING ACCOUNT (DCFSA)**

The IRS has certain rules for HCFSAs and DCFSAs:

- You can enroll in one or both accounts, but you can’t transfer money between accounts.
- You cannot enroll in a Health Care FSA if you are enrolled in a medical plan that has an HSA in 2017. (You can enroll in a Dependent Care FSA).
- You can use your FSA for eligible expenses only.
- Estimate your contributions and budget carefully. There is a “use it or lose it” rule.
- Enrollment isn’t automatic. You have to re-enroll each year if you want to participate in an FSA.

Visit [TheTeslaLife.com](http://TheTeslaLife.com) and click on “View Your Benefits” to use the FSA calculator to determine how much you should contribute to an FSA and how much you could save in taxes.

**KNOW THE FINE PRINT**

Any amount remaining at the end of the plan year is forfeited. All the money in your DCFSA must be spent by December 31 of that year, and claims must be submitted by April 30 of the following year.
PERKS: HEALTHIER MEALS. REGULAR WORKOUTS. STRESS-FREE CHILD CARE

Tesla perks make your life easier, more affordable, and more enjoyable. We have a growing range of perks to choose from so there’s something for everyone.

Check out all of the perks available to you on the Perks tab of TheTeslaLife.com, including:

- Discounted fitness memberships.
- Personalized banking services.
- Discounted tickets to events.

Click to learn more about:

- Tesla Babies
- KinderCare Discounts
- Commuter Benefits
- Bicycle Reimbursement
- Legal Services
- Travel Assistance
- Business Travel Insurance
- Guidance Resources
Baby on board? Get support to make healthy choices during pregnancy — as well as time off to bond with your baby. Tesla Babies gives you access to helpful tools and resources. You’ll receive some fun gifts to help you prepare for and celebrate the newest member of your family. Learn more on the Time Off tab on TheTeslaLife.com.

**KINDERCare DISCOUNTS**

Here’s help for quality and affordable child care. Get a 10% tuition discount with the largest network of early childhood education programs in the U.S. through KinderCare, CCLC, and Champions. Just visit any KinderCare facility or the Perks tab on TheTeslaLife.com to learn more.

**COMMuter BENEFITS**

Public transportation can help you get to work efficiently and easily. Get reimbursed up to $130 per month of your costs to commute to work on public transportation. Sign up for commuter benefits anytime through the Perks tab on TheTeslaLife.com.

**BIcycle REIMBURSEMENT**

Make your commute to work a lot greener! Get reimbursed up to $20 a month for eligible commuting expenses, such as your bicycle purchase, maintenance, and storage. Visit the Perks tab on TheTeslaLife.com to request bicycle reimbursement.

**Note:** You cannot simultaneously receive the commuter benefits and bicycle reimbursement funding.
**LEGAL SERVICES**

Get convenient and affordable help for legal matters. You can elect legal coverage through MetLaw for telephone and in-office consultations on matters such as estate planning, family law, and financial and real estate transactions. You can also access an attorney at a discounted rate.

Your cost of coverage is $18 per month, deducted from your paycheck on an after-tax basis, and you must enroll during your enrollment window. Visit info.legalplans.com (enter access code: GETLAW) or call 800.821.6400 for more information.

**TRAVEL ASSISTANCE**

Enjoy your travel away from home, worry-free. Tesla provides free personal travel assistance for you and your family members. Travel is covered for up to 120 days and more than 100 miles from home, and benefits include medical referrals, emergency evacuation, prescription delivery, lost luggage assistance, and other services. Visit the Perks tab on TheTeslaLife.com for more information.

**BUSINESS TRAVEL INSURANCE**

This plan is available to you at no cost and provides 24-hour support when traveling on business, including pre-travel assistance, medical travel services, and personal security assistance. You also have access to concierge services for local recommendations and arrangements. Visit the Perks tab on TheTeslaLife.com for more information.
Whether you are searching for a new home appliance or planning for a vacation or birthday party, with GuidanceResources you have someone to help you with all of life’s details. It’s like having your own personal assistant available 24/7. Plus, it’s free to you and all of your family members.

Contact GuidanceResources for assistance with:

- **Work-life solutions**
  Work-life specialists can provide referrals for getting care for your kids, elders, and pets when you need it. They also get you referrals for home repairs, help you research your options when you are thinking about making a major purchase such as buying a car or house, and they’ll even help you plan for college or your next vacation.

- **Legal issues**
  LegalConnect offers unlimited legal consultations by phone for general legal information, resources, and guidance. You can also obtain referrals to local attorneys in your area who offer a free 30-minute consultation and a 25% discount (per legal issue).

- **Financial issues**
  GuidanceResources can help you understand your finances and plan for the future. You can speak with certified public accountants and certified financial planners on a wide range of financial topics, including getting out of debt, retirement planning, credit card or loan problems, estate planning, tax questions, and saving for college.

- **Personal issues**
  Talking with someone can make a big difference when you need help with a personal issue. We offer you confidential access to highly trained master’s and doctoral level clinicians who will listen to your concerns and quickly refer you to in-person counseling and other resources. Whether you’re stressed, anxious, feeling down, or dealing with relationship issues, job pressures, or substance abuse, help is just a phone call away. You can receive up to six free sessions per issue per year.

Visit GuidanceResources at guidanceresources.com (WebID: Tesla) or call 855.742.6142 for more information.
CONTACTS

<table>
<thead>
<tr>
<th>RESOURCE OR PARTNER</th>
<th>WEBSITE</th>
<th>PHONE NUMBER</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>GENERAL</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Tesla Benefits Team</td>
<td>TheTeslaLife.com</td>
<td>855.668.5041</td>
</tr>
<tr>
<td>Medical: Dental, Vision</td>
<td>TheTeslaLife.com (Health Tab)</td>
<td>855.668.5041</td>
</tr>
<tr>
<td>Benefits Advocate</td>
<td>ponhewlettadvocacy.com</td>
<td>855.668.5041 “Advocacy Services”</td>
</tr>
<tr>
<td>Tobacco Cessation: Quit for Life</td>
<td>quinnow.net</td>
<td>888.QUIT.4.LIFE (866.764.8454)</td>
</tr>
<tr>
<td>Health Savings Accounts (HSA): Optum (New for 2017)</td>
<td>optumbank.com</td>
<td>844.326.7967</td>
</tr>
<tr>
<td>Voluntary Accident Insurance: AILstate Benefits</td>
<td>TheTeslaLife.com (Health tab)</td>
<td>866.701.7439</td>
</tr>
<tr>
<td>401(k) Plan: Fidelity Investments (27719)</td>
<td>401k.com</td>
<td>800.835.5097</td>
</tr>
<tr>
<td>Employee Stock Purchase Plan &amp; Equity Incentive Plan</td>
<td>etrade.com</td>
<td>800.838.0908</td>
</tr>
<tr>
<td><strong>HEALTH</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Life and Accidental Death &amp; Dismemberment: The Hartford</td>
<td>thehartfordnetwork.com</td>
<td>888.563.1124</td>
</tr>
<tr>
<td>Short-Term Disability and Long-Term Disability</td>
<td>TheTeslaLife.com (Time Off)</td>
<td>844.648.3752</td>
</tr>
<tr>
<td>Identity Theft Protection: ID Watchdog</td>
<td>idwatchdog.com</td>
<td>800.373.1226</td>
</tr>
<tr>
<td>Discounts, Banking, and More</td>
<td>TheTeslaLife.com (Perks tab)</td>
<td>N/A</td>
</tr>
<tr>
<td>Tesla Babies, KinderCare Discounts</td>
<td>TheTeslaLife.com (Perks tab)</td>
<td>N/A</td>
</tr>
<tr>
<td>Commuter Benefit: WageWorks</td>
<td>wageworks.com</td>
<td>877.WAGEWORKS (877.924.3967)</td>
</tr>
<tr>
<td>Legal Services: MetLaw</td>
<td>info.legalplans.com (access code: GETLAW)</td>
<td>800.821.6400</td>
</tr>
<tr>
<td>Travel Assistance: EuropAssistance USA (GLD-09012)</td>
<td><a href="mailto:idtheft@europassistance-usa.com">idtheft@europassistance-usa.com</a></td>
<td>800.243.6108</td>
</tr>
<tr>
<td>Business Travel Assistance: ACE</td>
<td>TheTeslaLife.com (Perks tab)</td>
<td>855.327.1414</td>
</tr>
<tr>
<td>Guidance Resources: ComPsych</td>
<td>guidanceresources.com (WebID: Tesla)</td>
<td>855.742.6142</td>
</tr>
</tbody>
</table>

You can always visit TheTeslaLife.com or contact the Tesla Benefits Team at 855.668.5041. Monday through Friday from 5 a.m. to 5 p.m. PT. If you’d like to reach out directly to one of our benefit partners, you can do so by contacting them through the websites and phone numbers listed above.
### Eligibility

All active, full-time employees on the U.S. payroll who are scheduled to work at least 30 hrs/week are eligible for the following benefits on their first day of work:

- Medical
- Dental
- Vision
- Life, AD&D, and Disability
- Voluntary Accident Insurance
- Identity Theft Protection
- Health Savings Accounts
- Flexible Spending Accounts
- MetLaw Legal Plan

All employees on the U.S. payroll are eligible for:

- 401(k) Plan
- Employee Stock Purchase Plan (ESPP)
- Tesla Perks
- Guidance Resources
- Personal Travel Assistance

Your eligible dependents for medical, dental, vision, optional life, optional AD&D, voluntary accident insurance, and identity theft protection include:

- Your spouse or domestic partner.
- Your children (biological, adopted, domestic partner’s children, stepchildren, or children for whom you have guardianship), regardless of their marital or student status, up until the end of the month in which they turn age 26.

---

### Ready to Build: What’s Best for You?

Here is some important information to review before you enroll:

#### Who’s Eligible

All active, full-time employees on the U.S. payroll who are scheduled to work at least 30 hrs/week are eligible for the following benefits on their first day of work:

- Medical
- Dental
- Vision
- Life, AD&D, and Disability
- Voluntary Accident Insurance
- Identity Theft Protection
- Health Savings Accounts
- Flexible Spending Accounts
- MetLaw Legal Plan

All employees on the U.S. payroll are eligible for:

- 401(k) Plan
- Employee Stock Purchase Plan (ESPP)
- Tesla Perks
- Guidance Resources
- Personal Travel Assistance

Your eligible dependents for medical, dental, vision, optional life, optional AD&D, voluntary accident insurance, and identity theft protection include:

- Your spouse or domestic partner.
- Your children (biological, adopted, domestic partner’s children, stepchildren, or children for whom you have guardianship), regardless of their marital or student status, up until the end of the month in which they turn age 26.
IF YOU DON’T ENROLL AS A NEW HIRE

If you are eligible and do not make benefit elections within 31 days from your date of hire, you will automatically be enrolled in the following benefit plans:

- Short-Term Disability
- Long-Term Disability
- Basic Life Insurance
- Basic AD&D Insurance

You won’t be able to enroll in other benefits until the next Annual Enrollment period (unless you experience a qualified life event, such as the birth of a child).

IF YOUR FAMILY SITUATION CHANGES

You have 31 days from the date of most qualified life events to change your benefit elections. If you miss the deadline, you will not be able to make changes until the next Annual Enrollment. Eligible life events include the following:

- Marriage, divorce, legal separation, or annulment.
- Birth or adoption of a child.
- Beginning or ending of domestic partnership.
- Court order.
- Beginning or ending of benefits coverage from a spouse’s or domestic partner’s plan.

For more information on what changes can be made for each type of life event, visit TheTeslaLife.com and select Report a Life Event under the quick links on the home page.
DEFINITIONS AND TERMS

Coinsurance — The percentage of claim and prescription costs that you pay. Once your costs reach the deductible limit, the insurance company pays for covered expenses at its level of coinsurance, and you pay at your level of coinsurance. For example, once a family reaches its $5,200 in-network deductible, a plan with 80% coinsurance would pay for 80% of all bills or prescriptions for covered services from that point forward. You would continue to pay your portion (20% in this example) of additional costs until you reach your in-network out-of-pocket maximum.

Copay — A flat dollar amount, such as $20, that you pay when visiting the doctor or paying for prescriptions. Some plans have copays and others do not.

Deductible — The amount of money you are responsible for paying before your insurance starts to pay a portion of your bills. Deductibles are an annual amount, which means they reset each calendar year. Tesla’s medical plans have an embedded (or traditional) deductible. Once a covered family member meets the individual deductible, your insurance will begin paying coinsurance for that family member up to the individual out-of-pocket maximum. Charges for all covered family members will continue to count toward the family deductible. Once the family deductible is met, your insurance will pay coinsurance for all covered family members.

Domestic partnership — Generally, a committed, intimate relationship between two adults of the same or opposite sex who share a common residence, are not married to or in a domestic partner relationship with anyone else, and are jointly responsible for their common welfare and financial obligations. To qualify your domestic partner for Tesla benefits, you both will be required to sign an affidavit attesting to your eligibility and to provide documentation to prove your joint financial responsibilities. Note: Documentation is only required outside of the Annual Enrollment period. You cannot use your Flexible Spending Accounts (FSAs) or Health Savings Account (HSA) to pay for your domestic partner’s expenses unless you claim him or her as a dependent on your federal income tax return.

*Under federal tax law, if your domestic partner does not qualify as your tax dependent for health coverage purposes, then the value of your domestic partner’s coverage will be included in your gross income and be subject to federal income tax withholding and employment taxes, and will be reported on your Form W-2. This includes any portion of the premiums that Tesla pays for your domestic partner’s health coverage. Applicable state taxes may apply.

This information is only a summary of the tax provisions governing the tax status of a domestic partner for health plan purposes, and is not intended nor should it be relied upon as legal or tax advice. Due to the complexity of these tax rules and the potential impact of any imputed income you may incur, you should seek advice from a competent tax professional before certifying as to the tax status of the person being enrolled. Learn more at irs.gov/publications/p501/ar02.html
DEFINITIONS AND TERMS CONT'D.

**Help Me Choose** — A tool that combines insurance company and national health care usage data, provider network databases, and the information you provide — such as your prescription medication history, preferred doctors, and how you like to pay for things — to predict how much each medical plan will cost you and how useful each plan’s benefits may be for you. It then scores each option with a single number. The higher the score, the better the fit for you.

**HMO** — A Health Maintenance Organization (HMO) plan allows you to visit in-network providers (such as primary care providers, specialists, and hospitals) in your selected insurance company’s network. There is no out-of-network coverage, except in emergency situations.

**Health Savings Account (HSA)** — Available with certain plan designs, this account allows you to save for eligible medical, dental, and vision expenses on a pretax basis. In Alabama, California, and New Jersey, you can contribute before federal taxes are taken, but note that state taxes are still taken. The balance in the account rolls over from year to year, and the money in the account is available to you even if you leave Tesla.

**Out-of-Pocket Maximum** — The annual out-of-pocket maximum is the most you and your covered family members would have to pay in a year for health care costs. The annual out-of-pocket maximum doesn’t include premiums (the amounts taken out of your paycheck for health coverage) or certain copays under the Gold and Platinum coverage levels.

Under all coverage levels, once a covered family member meets the individual out-of-pocket maximum, your insurance will pay the full cost of covered charges for that family member. Charges for all covered family members will continue to count toward the family out-of-pocket maximum. Once the family out-of-pocket maximum is met, your insurance will pay the full cost of covered charges for all covered family members.

**Premiums** — The amount you pay each paycheck for insurance coverage. Premiums don’t count toward deductibles or out-of-pocket maximums. Premiums are also referred to as “employee contributions” or “cost of coverage.”
DEFINITIONS AND TERMS CONT'D.

This document is subject to change without notice. Tesla does not warrant that the material contained in this document is error-free. If you find any problems with this document, please report them to Tesla Human Resources in writing.

Tesla reserves the right to terminate, suspend, withdraw, or modify the benefits described in this document, in whole or in part, at any time. No statement in this or any other document, and no oral representation, should be construed as a waiver of this right.

This is not a legal document. Please refer to the summary plan description for detailed information. This document is not intended to cover every option detail. Complete details are in the legal documents, contracts, and administrative policies that govern benefit operation and administration.

If there should ever be any differences between the summaries in this handbook and these legal documents, contracts, and policies, the document contracts and policies will be the final authority.