

Wright Express Corporation

Executive Officer Equity Ownership Guidelines

Introduction

The purpose of these guidelines is to encourage the executive officers of Wright Express Corporation (together with any and all subsidiaries formed or acquired in the future) (the “Company” or “Wright Express”), to maintain ownership interests in Wright Express. When used in these guidelines, the term “Executive Officers” shall mean those officers who are subject to Section 16 of the Securities Exchange Act of 1934. These guidelines shall be administered by the Wright Express’ human resources department under the direction of the Compensation Committee of the Company’s Board of Directors (“Compensation Committee”).

Guidelines for Equity Ownership

- Executive Officers are expected to achieve and maintain ownership of Equity (as defined below) equal to: four (4) times base salary, in the case of the Chief Executive Officer; two and a half (2.5) times base salary, in the case of Executive Vice Presidents; and, one and one half (1.5) times base salary in the case of Senior Vice Presidents (“Ownership Level(s)”).
- The term “Equity” shall refer to shares of the Company’s common stock, vested restricted stock units and ownership interests in the Wright Express Common Stock Fund held in an Executive Officer’s Employee Savings Plan account.
- Base Salary and compliance with these guidelines shall be determined annually on July 31 (“Determination Date”).
- An Executive Officer will be deemed to have satisfied the Ownership Level if the fair market value of such Equity equals or exceeds the applicable Ownership Level on the Determination Date.
- Appointed Executive Officers prior to December 2, 2010 are expected to achieve their prescribed Ownership Levels four (4) years following their initial Determination Date and Executive Officers appointed after December 2, 2010 are expected to achieve their prescribed Ownership Levels three (3) years following their initial Determination Date.
- Executive Officers are expected to make substantial progress toward their Ownership Level as they strive to meet these guidelines.
- The Compensation Committee will periodically review each Executive Officer’s progress toward the achievement of the applicable Ownership Level. If an Executive Officer is not making sufficient progress in striving to meet the Ownership Level, the Compensation Committee may, in its sole discretion, take any remedial action necessary to encourage the Executive Officer to increase his or her Ownership Level.
- Under certain circumstances of financial hardship, the Compensation Committee may consider exceptions to these guidelines on a case-by-case basis. Only the Compensation Committee may grant an exception to these guidelines. The full Board of Directors will be informed of all exceptions.
- These guidelines may be amended or repealed at any time by the Compensation Committee in its sole discretion. The Compensation Committee may, among other actions:
 - Increase or decrease the Ownership Level of any Executive Officer at any time
 - Designate additional officers as subject to these guidelines
 - Add or remove certain types of equity holdings from those Wright Express securities that are used to determine if an Executive Officer has met the applicable Ownership Level
- A description of these guidelines shall be included in Wright Express’ annual proxy statement.

Initially Adopted: October 28, 2005

Amended: December 2, 2010