

WFS FINANCIAL INC

QUALIFIED LEGAL COMPLIANCE COMMITTEE CHARTER

PURPOSE

The purpose of the Qualified Legal Compliance Committee (the “Committee”) of the Board of Directors (the “Board”) of WFS Financial Inc (the “Company”) is to: (i) receive, review and take appropriate action with respect to any report made or referred to the Committee by an attorney of evidence of a material violation of applicable U. S. federal or state securities law, material breach of a fiduciary duty under U. S. federal or state law or a similar material violation by the Company or by any officer, director, employee, or agent of the Company, (ii) otherwise fulfill the responsibilities of a qualified legal compliance committee pursuant to Section 307 of the Sarbanes Oxley Act of 2002 and the rules promulgated thereunder and (iii) perform such other duties as may be assigned to it, from time to time, by the Board.

CHARTER

The scope of the Committee’s responsibilities and its structure, process and membership requirements are set forth in this charter (the “Charter”), which has been adopted and approved by the Board and may be amended by the Board from time to time in compliance with applicable laws, rules and regulations.

COMPOSITION

The members of the Committee shall be appointed and replaced by the Board and shall consist of at least one member of the Company’s Audit Committee and two or more members of the Company’s Board who are not employed, directly or indirectly, by the Company.

PROCEDURES

The Committee shall adopt written procedures for the confidential receipt, retention, and consideration of any oral or written reports received by the Committee. The Committee shall have the authority to establish other rules and operating procedures in order to fulfill its obligations under this Charter and under applicable law, rules and regulations. The Committee shall meet whenever circumstances warrant.

AUTHORITY AND RESPONSIBILITIES

1. The Committee shall have the following authority and responsibilities in respect of reports of evidence of a material violation:
 - 1.1. The Committee shall inform the General Counsel and Chief Executive Officer of any report of evidence of a material violation.

- 1.2 The Committee shall determine whether an investigation is necessary regarding any such report.
 - 1.3 If the Committee has determined that an investigation is necessary, the Committee shall:
 - (i) notify the Board, (ii) initiate an investigation to be conducted either by the Company's General Counsel or his designee or by an outside attorney retained by the Committee and (iii) retain such additional expert personnel as the Committee deems necessary.
 - 1.4 At the conclusion of an investigation, the Committee shall: (i) recommend, by majority vote, that the Company implement an appropriate response and (ii) inform the General Counsel, the Chief Executive Officer and the Board of the results of the investigation and the appropriate remedial measures that it recommends to be adopted.
2. The Committee has the authority and the responsibility to act, by majority vote, to take all other appropriate action, including the authority to notify the Securities and Exchange Commission in the event that the Company fails in any material respect to implement an appropriate response that the Committee has recommended to the Company.
 3. The Committee shall report to the Board on a regular basis regarding the matters that it oversees.