

# PostMerger CleanUp™ Program

## FACT SHEET

### Have you gone through a merger or acquisition?

Georgeson's PostMerger CleanUp™ program is designed to reunite unexchanged shareholders with the assets they are due

Our PostMerger CleanUp program reaches out to unexchanged holders following a merger, acquisition or reverse stock split – before those holders' assets are escheated to the states as abandoned property.

The program is shareholder-financed and is completely cost-free to you, the issuer. It is conducted entirely by our registered broker dealer, Georgeson Securities Corporation, member FINRA and SIPC.

#### UNEXCHANGED HOLDERS

Following a merger, acquisition or reverse stock split, there are always shareholders that neglect to exchange their old certificates for the new shares or cash they are due.

The reasons these holders don't exchange their shares are varied - they may have moved and never heard about the transaction, they may be confused and do not know what to do or there may be legal hurdles that they need assistance with in order to complete the exchange.

Whatever the reason, we find that as many as 10% to 20% of registered shareholders still remain unexchanged several months following an acquisition. The shareholder risks the loss of their property as abandoned, and the issuer faces both added complexity in its shareholder recordkeeping and the ultimate responsibility of escheatment.

Georgeson will locate these shareholders and educate them on the transaction and their available options. We will help them resolve any obstacles that have hindered their exchange, and assist them in taking the required action.

#### FREE TO THE ISSUER

The cost to you is zero.

Our PostMerger CleanUp program is conducted by our broker dealer, Georgeson Securities Corporation. We are able to directly charge shareholders who choose to participate in our voluntary program so there is no cost to you.

Our fee is fully disclosed and we even inform shareholders that they can still contact the exchange or transfer agent directly to handle the exchange themselves. While a small percentage of holders simply need to be reminded, some need the assistance that our program can offer.

Regardless of the outcome, there is never a charge to you.

**Georgeson**

Securities Corporation

Member FINRA, SIPC

A COMPUTERSHARE COMPANY

### WHAT IS ESCHEATMENT?

Escheatment is a legal term for the transfer of abandoned property to the states.

State laws require that, once property is considered abandoned, the assets must be turned over to the state as custodian after a specific waiting period, which can be as little as two years. In the case of a merger or acquisition, property is considered abandoned if the holder hasn't responded to a series of notices after an exchange of shares has taken effect.

Our PostMerger CleanUp™ program gives your unexchanged shareholders an additional opportunity to claim their assets.

And when the time comes to turn over abandoned property to the states, our PostMerger CleanUp program gives you the assurance that everything possible has been done to get those assets to the rightful owners.

### GEORGESON: GETTING RESULTS

The average Georgeson PostMerger CleanUp program usually takes about 90 days from start to finish.

Once the program is completed, typically over 80% of your unexchanged shareholders will respond and exchange their shares.

It is easy to get started and requires very little involvement on your part, with no cost to you.

To learn more about our PostMerger CleanUp program and how we can help you and your unexchanged shareholders, please call Brian Permenter at 212 805 7188 or email [info@georgeson.com](mailto:info@georgeson.com).

### ABOUT GEORGESON

Georgeson Inc. is the world's leading provider of strategic proxy and corporate governance consulting services to corporations and shareholder groups working to influence corporate strategy.

Since 1935, Georgeson has specialized in complex solicitations such as hostile and friendly acquisitions, proxy contests and takeover defenses. Georgeson leads more M&A transactions globally than any other firms combined. Georgeson also provides issuers with expertise in corporate events solutions such as post-merger unexchanged holder programs and information agent services.

Georgeson is a Computershare company. For more information, visit the Georgeson Web site at [www.georgeson.com](http://www.georgeson.com).