

SHAREHOLDER CHOICE QUICK GUIDE

OVERVIEW:

This document specifies the specific requirements regarding Shareholder Choice.

OPTIONS:

1. Notice only option. The issuer must post proxy materials on an internet website and send a notice to shareholders to inform them of the electronic availability of the proxy materials at least 40 days before the shareholder meeting.
2. The full set delivery option. An issuer can deliver as full set of proxy materials to shareholders, along with the Notice. An issuer need not prepare a separate notice if it incorporates all of the information required to appear on the notice into its proxy statement and proxy card.
3. A combination of Notice Only and Full Set Delivery. An issuer does not have to choose one option or the other as the exclusive means for providing proxy materials to shareholders. Rather, an issuer can use the notice only option to provide proxy material to some shareholders and the full set delivery option to provide proxy materials to other shareholders.

TIMING:

1. The Meeting Notice (Notice option) must be mailed 40 calendar days prior to the shareholder meeting.
2. An issuer may not send a paper or email proxy card or any subsequent solicitation material until 10 calendar days or more after the date it sent the Notice to shareholders.
3. Requests for material must be sent within 3 business days from the time of the request.

RESTRICTIONS:

1. An issuer may not use any email address provided by a shareholder solely to request a copy of the proxy materials for any purpose other than to send a copy of those materials to that shareholder.
2. An issuer must refrain from installing cookies and other tracking features on the website on which materials are posted.
3. The notice can not contain a direct link to vote, whether a phone number or internet site without having access to the proxy statement.



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THE NOTICE DOCUMENT:

Requirements:

1. Give shareholder access to proxy materials on a publicly accessible website.
2. Must give shareholders the ability to request copies of the proxy material.
3. Must give shareholder the election to receive materials for future proxies either via email or paper.
4. The issuer must deliver proxy materials to shareholders that request it no later than 3 business days after the request is made.
5. The issuer must make available the proxy materials for one year.

The notice must contain the following information verbatim:

- A prominent legend in bold face type that states:
 - a) **“Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting to be held on [insert meeting date].**
 - b) **This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.**
 - c) **The [proxy statement] [information statement] [annual report to security holders] [is/are] available at [insert Web site address].**
 - d) **If you want to receive a paper or e-mail copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed below on or before [insert a date] to facilitate timely delivery.**
- The date, time and location of the meeting.
- A clear and impartial identification of each separate matter intended to be acted on, and the issuer’s recommendations, if any, regarding those matters, but no supporting statements.
- A list of the materials being made available at the specific Web site.
- (1) A toll-free number; (2) and e-mail address; and (3) an Internet Web address where the shareholder can request a copy of the proxy materials, for all meetings and for the particular meeting to which the Notice relates.



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- Any control/identification numbers that the shareholder needs to access his or her proxy card
- Instructions on how to access the proxy card (provided that such instructions do not enable a shareholder to execute a proxy without having access to the proxy statement).
- Information about attending the shareholder meeting and voting in person.

FULL SET DELIVERY:

Requirements:

1. Send notice accompanied by a full set of proxy materials or incorporate all of the information on the notice into the proxy statement.
2. Post proxy materials on a publicly accessible website not later than the day the notice was sent to shareholders.
3. The notice in the statement must include a website where to find the proxy material.



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