



A guide to planning the

Annual Meeting

INTRODUCTION	3	TIMELINES	20
Corporate Governance Considerations	4	Annual Meeting Milestone Checklist	21
Notice & Access	5	Notice And Access Timeline	23
Beneficial Holders	6	Householding Timeline	23
		Electronic Voting Timeline	25
		Employee Distribution and Voting Timeline	26
THE ANNUAL MEETING: AN OVERVIEW	7	SAMPLES	26
Broker Search	8	Annual Report Copy Recommendations	27
Depository Trust & Clearing Corporation	8	Householding Letter	28
Electronic Consent and Distribution of Meeting Material	9	Issuer Letter	29
File Consolidation And Integrated Voting Tabulation of Employee Data	9	Authorization Letter to Beneficial Holder Provider	30
Mail Consolidation – Householding and Merging	9	Authorization Letter to DTCC	31
Physical Material Fulfillment	9	Report Of The Inspector(s) of Election	32
Integrated Proxy Voting	10	Depository Trust Company Registration	33
Notice And Access Compliant Solution	10	Proxy Committee Ballot	35
Integrated Proxy Tabulation	10	Certificate of Inspector of Election	36
Management Reporting	10	Physical And Electronic Material Delivery Specifications	37
Inspector of Election	10		
PLANNING CHECKLIST	11		
Corporate Documents Checklist	12		
Broker Search	12		
Key Meeting Information	13		
Tabulation Specifics	14		
Voting Specifics	15		
Enclosures	16		
Mailing	16		
Material Handling	16		
Mail Consolidation – Householding and Merging	17		
Proxy Card Preparation	17		
Distribution of Proxy Material to Street Holders	17		
Proxy Tabulation Results	18		
Web Hosting of Material	19		

Introduction

Planning your company's annual shareholder meeting is a process that can be filled with complexities of all kinds – from complying with regulatory issues to navigating industry challenges to flawlessly executing the mechanics.

We're pleased to offer you this guide as a single source for all aspects relating to your annual meeting.

Equiniti Trust Company (EQ) understands that your annual meeting is much more than a requirement to meet regulatory obligations. It offers your company an opportunity to build and strengthen vital relationships, face-to-face, with your registered and employee shareowners. EQ's annual meeting and proxy services will allow you to demonstrate the care you have for your investors while exceeding their expectations. What's more, a successful meeting will support key corporate goals, whether that's obtaining approval for a planned corporate action or addressing issues relating to executive compensation.

There are numerous milestones and key deliverables that require coordination between your transfer agent, the Securities Exchange Commission (SEC), Employee Stock Plan Administrator(s) and other third parties. EQ serves as your single point of contact, seamlessly addressing all regulatory requirements, mechanical aspects of the meeting and your unique considerations, allowing your team to focus on your strategic business imperatives.

EQ's Annual Meeting Planning Guide is designed to serve as a key resource to help you through the entire planning process. In this guide you will find:

Meeting preparation tips and guidelines

- We'll walk you through the entire planning process, highlighting key considerations and outlining how EQ will simplify your role as well as identifying opportunities for cost savings. Use our helpful planning questionnaire to identify specific requirements and confirm key deliverables.

Event timelines

- Not only must regulatory requirements be met for compliance with the SEC's Notice and Access solution, but it's also important to plan accordingly for electronic voting options, householding and other major components.

Sample forms and material

- Helpful templates to customize corporate documentation.

Corporate governance considerations

The regulatory landscape, corporate governance issues and shareholder activism continue to play a major factor in annual meeting planning.

Traditional issues, such as obtaining a quorum and electing directors, remain a constant factor. Weighty considerations often include:

- Short solicitation periods (from mailing to meeting)
- Super-majority vote requirements
- Heavy institutional ownership, including institutions with voting guidelines that rely on the recommendations of influential organizations such as Institutional Shareholder Services (ISS)
- Brokers have limited "discretionary" voting authority
- Increased street-name ownership that requires the fulfillment of proxy material, whether printed or electronic
- Low stock prices, reflecting the sentiment of disenfranchised investors

- Coordination of fulfillment of street-name shareholders and/or multiple vendors' processes

Through our affiliates, D.F. King & Co., Inc. and EQ Fund Solutions, a team of skilled professionals will translate complex legal and compensation consultants' governance advice into tactical plans for obtaining the shareholder votes required to fulfill your corporation's proposals. Our Proxy Solicitation and Corporate Governance Advisory Services specialists employ a proactive, year-round advisory model rather than treating your annual meeting as a one-time event.

For example, we can provide a quarterly report that details changes to your ownership base from a proxy voting perspective, delivers regulatory updates and their expected impact, as well as including a discussion of emerging best practice responses. These regular updates can help you identify potential risk factors earlier in the annual meeting planning process, when there is time for effective analysis and response to mitigate their potential impact.

Proxy solicitation

As a leading proxy solicitor known for managing some of the most complex solicitations and communication challenges, we offer clients an informed perspective on a wide range of 5 shareholder, corporate governance, and proxy-related issues through our affiliates D.F. King & Co., Inc. and EQ Fund Solutions. These optional services offered to clients include:

- Mutual fund proxy solicitation
- Information agent services
- Shareholder activism advisory services
- Shareholder identification services
- Capital markets consulting
- Credit markets intelligence
- Regulatory compliance & tax audit studies

With our proven history of consultative, flexible and accountable partnerships, you can be confident that you've engaged a provider who can offer you a proxy solicitation solution built to accommodate

your specific business objectives. This is a solution supported by our corporate discipline of project and risk management, secure infrastructure, deeply experienced support teams, and at the front line, tenured talented service professionals. This allows us to deliver reliability, flexibility, and broad scalability.

As your solicitation agent, EQ's team will serve as a trusted advisor. In advance of your solicitation, we will:

- Project likely voting by your larger institutional investors on your potential voting issues.
- Evaluate which of these investors practice internally-driven voting, versus those who typically follow proxy advisor recommendations.
- Indicate if your compensation practices or other issues will trigger negative proxy advisor recommendations.
- Provide an objective review of your draft proxy, ensuring clarity rather than ambiguity.
- Assist you in developing relationships with the governance leaders and proxy voters within your larger investors who've demonstrated a willingness to engage with portfolio companies in advance of proxy season – sharing their perspective, policies and hot button issues.
- Help fine-tune your proxy disclosures to reflect your pre-proxy dialogue with top investors.

During the solicitation campaign we:

- Provide real-time interpretation of street-name voting patterns, identifying which significant investors represent blocks of votes cast in custodial (not investor) name.
- Recommend follow-up solicitation with larger unvoted retail investors, balancing costs against likely incremental supportive vote pickup.
- Help avoid "surprise" negative votes and director withholds, ensuring that you can advise your Board of Directors that you took all prudent steps to preempt this and mitigate risk.
- Help you effectively communicate with your registered and employee shareholders via multiple channels, including:

- Dedicated, toll-free access to experienced Customer Service Representatives (CSRs), trained as your company "specialists"
- Online live chat with CSRs
- A flexible Interactive Voice Response (IVR) system

These vehicles provide shareholders with resources to further their understanding of your proxy proposals. What's more, for our transfer agent clients, we hold both the registered and employee files and related tabulation records, promoting the seamless addition of proxy advice and solicitation data.

Our role continues after the annual meeting. We provide a post-meeting analysis of which investors cast negative votes and why. This is necessary to facilitate effective post-event engagement and is intended to correct the underlying causes for the negative votes.

What's more, as your ownership base turns over throughout the year we deliver regular updates that summarize new influential shareholders, their voting practices and degree of proxy advisor reliance. As an added benefit, we will also share the best practice and lessons learned by other clients.

Please reach out to your Relationship Manager who will coordinate a discussion with our team to evaluate how we can help you meet your corporate goals through our consultative and highly effective proxy solicitation and corporate governance advisory services.

Notice & Access

The SEC's mandate that issuers offer shareholders a cookie free, web-based method to access proxy and annual meeting materials has been in effect since 2009. This requires you to, at minimum, post a full set of annual meeting materials on your transfer agent's website. This material must be easily accessible, searchable and downloadable for local printing. Issuers may opt for one of two Notice and Access compliant methods.

NOTICE ONLY. Using this method, issuers mail a “Notice” to shareholders no fewer than 40 days prior to your annual meeting that provides the below information in plain English:

- Announcement of availability of proxy materials for your shareholder meeting
- The date, time and location of your meeting, including instructions for attendees
- Each proposal that will be presented, along with your company’s recommendation (no supporting materials need to be sent)
- The web address for online access
- Instructions for requesting hard copy material (with the deadline for making this request), including a toll-free telephone number. This must be delivered within three business days of the shareholder’s request via first class mail.
- A unique shareholder identifier (e.g. control number) for accessing this online information
- Instructions for electronic voting (via telephone and Internet)

You may send shareholders a physical proxy card ten days following the Notice’s distribution.

FULL SET DELIVERY. Using this traditional method, issuers distribute a full set of annual meeting materials, including the annual report, proxy statement, proxy card and return envelope. Instructions for accessing materials online are included. As an option, we can also include the instructions for electronic voting.

Based on your shareholder profile, you may elect to use a combination of these methods. Please reach out to your Relationship Manager to discuss these options.

Beneficial holders

Beneficial shareowners hold their shares in street name at a broker dealer. Most broker dealers have outsourced proxy notifications to vendors such as Broadridge Financial Services or Mediant Financial.

These vendors, on behalf of the broker dealers, facilitate communications between you and your non-registered shareholders. Be sure to indicate your notice and access delivery preference with designated vendors.

EQ will notify vendors of your record and meeting dates, requesting confirmation of the quantity required to mail to beneficial owners as of the record date. We encourage clients to allow EQ to coordinate your beneficial holder process, and maintain a single point of control and access to all of your proxy-related activities.

The annual meeting an overview

The annual meeting process is multi-faceted and requires expert coordination of its mechanical requirements. From broker search to proxy material to shareholder voting options, EQ's Proxy and Annual Meeting Services employ a discipline of specialized knowledge, in-depth consultation and flawless execution.

Our approach begins with a clear understanding of your goals for the event. Typical considerations are ensuring a quorum is obtained, electing the board’s nominees, and passing board proposals. We do so via your Relationship Manager (RM), who will expertly manage the entire process related to your registered, plan, and street elements.

Broker search

EQ manages the preparation and distribution of search cards to brokers, banks, nominees and record holder/respondent banks. Our Broker Search Unit will provide your RM with the amount of material required to mail to beneficial holders, which must take place at least 20 business days prior to the record date as required by SEC Rule 14a-13.

EQ’s broker search process is automated. Upon client notification, we notify the various brokers, banks and nominees via Broadridge. Third parties easily log on to our system to advise material needs for “street name” holders. Brokers generally respond with an estimate within seven business days upon receipt of the request for materials. Final counts are confirmed three days after record date.

We will then add these numbers to the total quantity required. You may also want to account for any extra material (e.g. for internal use, to have onsite at the annual meeting, etc.)

Depository trust & Clearing corporation

Authorization Letter to DTCC: Page 31
DTCC Registration: Page 33

The Depository Trust & Clearing Corporation (DTCC) oversees security positions of banks and brokers. These entities are important to your vote and issuers must secure critical information online from the DTCC using its Security Position Reports (SPR). Clients utilize www.dtcc.com to register their companies to receive securities position listings online, as well as to authorize others within their organizations and third parties, such as EQ and independent solicitors, to view, print and download this data.

Your EQ Relationship Manager will SEAMLESSLY address all of your needs.



Electronic consent and distribution of meeting material

Web Hosting Requirements: Page 19

EQ can help you increase your shareholders' adoption of this efficient and cost effective method for fulfilling your annual meeting material. The more consented investors you have, the greater the savings on traditional stock, printing and postage-related expenses. The online enrollment process is secure, fast and easy.

File consolidation and integrated voting tabulation of employee data

Employee Distribution & Voting Timeline: Page 25

Many of our clients have employee stock plans managed by outsourced plan administrators. The coordination and consolidation of these files are a routine event for EQ. EQ offers what it refers to as a "uni-card" option. This feature combines multiple holdings on a single proxy card. Thus, a shareholder with shares in the common stock, restricted stock plan and 401(k) plan can receive a single proxy card with all three accounts.

Please be advised that if the "uni-card" option is selected, your proxy card must be modified slightly to allow room on the reverse side for a listing of the shares represented by the combined proxy card.

We do encourage our clients to request that your plan administrator(s) provide us with employees' email addresses. In turn, we will email a unique control number to each employee with a link to the proxy materials and EQ's proxy voting website. Contact your Relationship Manager for file transmission guidelines.

Mail consolidation – householding & merging

Householding and Merging Timeline: Page 23

Sample Householding Letter: Page 28

Issuers may opt to consolidate a mailing by sending a single copy of the annual report and proxy statement to multiple accounts. EQ offers two options to execute this – one by merging multiple cards for an individual into a package,

and the other by combining individual cards that belong to shareholders within the same household into a single package. There are potential savings in combining multiple proxy cards into a single package. The company can reduce postage expenses as well as printing costs for additional annual reports.

The most comprehensive method of combining packages is known as householding. In this scenario, proxy cards for individuals with the same last name who reside at the same address can be combined into a single package with only one set of materials. Thus, a couple who holds shares in their own name and in the names of their children, will receive only one package.

Because valid addresses can be presented in various formats, EQ runs the entire company database through postal standardization software that produces a uniform 12-digit extended zip code. EQ matches on this extended zip, as well as on the alpha coding, for the last name that is carried on EQ's systems.

For those that opt to household, implied consent is applied and may be revoked by the record holder. Issuers may opt to mail a single copy of the annual report and proxy statement when multiple shareholders reside at a single address.

The letter of authorization to consent to householding must be mailed no fewer than 60 days prior to the annual meeting. This is an important cost-savings option where the size of your householded registered shareowner base will determine the reduction in your shareowner expense. That is, the larger the percentage, the greater the savings.

Physical material fulfillment

Physical and Electronic Material Specifications: Page 37

EQ will employ sophisticated postal discounts to minimize postage expenses for first-class domestic mail, expedited flat mail, etc.

EQ's Mail Services Group oversees the entire process, ensuring strict control points and quality assurance protocols as well as the management of our network of state-of-the-art equipment and capacity planning.

Electronic voting

Electronic Voting Timeline: Page 24

EQ offers turnkey electronic voting options that broaden your registered and employee shareowner's proxy voting options. You will benefit from a quicker return of votes, reduction of material and postage expenses and increased shareowner satisfaction.

Notice and access compliant solution

Notice and Access Timeline: Page 23

Authorization Letter to Beneficial Holder Provider: Page 30

EQ fully supports the SEC's "Notice and Access" model for proxy material. Our online platform allows shareholders to view nominees' names and proposal text exactly as they appear on the proxy card and in your proxy statement. We also offer hosting, electronic voting (by phone or Internet) and fulfillment processing.

Integrated proxy tabulation

Proxy votes are seamlessly integrated as they are scanned, received electronically (by telephone and Internet) and received by transmission from the beneficial holder providers. EQ's systems collect, validate and tabulate confidential and weighted votes as well as integrate consolidated files such as 401(k), ESOP, ESPP, etc. An additional feature exists where an authorized solicitor can vote online.

Shareholders may vote for multiple issues during the same session and may vote as often as they wish, but only the last vote received is tabulated. Aggregate tabulation results are available 24/7 via our proprietary management reporting tool Proxy Central.

Management reporting

Proxy tabulation reports are sent automatically to designated company personnel via email each morning beginning two weeks prior to your shareholder meeting. Online management reports via Proxy Central provide a number of standard reporting options, including:

- Proxy totals report/tabulation summary by proposal, per issue
- Registered shareholder totals report/ tabulation summary
- Top 50 registered shareholder proxy report
- Top 50 un-voted registered shareholder report
- Broker totals report/tabulation summary
- Ability to reflect "special accounts" such as restricted and unexchanged classes of stock, under the common issue
- Ability to provide a list of registered shareholders who have indicated that they will be attending the meeting

Inspector of election and onsite annual meeting support

Report of the Inspector of Election: Page 32

Certificate of Inspector of Election: Page 36

EQ can provide an Inspector of Election at your annual meeting. The Inspector is available to answer election-related questions as well as to certify any last minute ballots, accept and validate same-day ballots and finalize the preliminary or actual vote totals. Upon request, EQ can also provide an Inspector of Election by phone.


Planning Checklist



As part of the pre-meeting planning, your Relationship Manager (RM) will walk through each section of this planning guide to ensure that specific requirements and key deliverables are captured and/or notated.

Note: This checklist is a tool for your internal preparation and planning. Your RM will provide you with a detailed questionnaire. Clients are urged to engage their RM no less than eight weeks prior to their record date.

Please refer to this section throughout your annual meeting season for highlighted instructions and references to important samples and timelines.

Corporate Documents Checklist		
PLEASE PROVIDE YOUR RM WITH THE FOLLOWING:		
Draft meeting agenda		
Anticipated proposals / proxy card language (draft ballot)		
Oath of Inspector of Election		
Inspector's report		

Broker search

(SEC) Rule 14a-13 requires that a broker search should take place at least twenty business days prior to the record date for an annual meeting. Consult your attorney as to SEC notification rules for special meetings.

WILL EQ CONDUCT THE BROKER SEARCH?	YES	NO
If no, has a proxy solicitor been retained? Please provide the below information.		
Solicitor's name:		
Contact:		
Telephone:		
Email:		
Fax:		

Please note, when setting up a special meeting, the above checklist applies where practical depending on the associated timing.

Key Meeting Information

RECORD DATE:

A minimum of 2-3 business days is required between a record date and mail date to ensure broker settlements and internal processing.

MATERIAL RECEIPT DATE:

Please provide EQ with an expected delivery date for material. Printed materials should be delivered at least two business days prior to our mail date to ensure mailing on the requested date.

MAILING DATE:

A minimum of 20 to 30 business days between mail date and meeting date is recommended. If you are not mailing via first class mail, please allow 6 to 8 weeks.

MEETING DATE:

Please notify EQ if any of the above dates change. Notification to Broadridge Proxy Services and the Depository Trust & Clearing Corporation of these dates and any subsequent changes is also required. EQ must receive a position listing from the Depository Trust & Clearing Corporation as of the record date. Please set-up authorization for EQ to request listing on your behalf online at <https://portal.dtcc.com/wpsnew/portal/mainpage.do>

MEETING LOCATION:

Please provide the venue name and address.

REQUIRE INSPECTOR OF ELECTION?

REQUIRE INSPECTOR OF ELECTION?	YES	NO
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If EQ is acting as tabulator for your meeting, our Inspector(s) of Election will arrive at the meeting site at least one hour prior to the meeting to review any last minute details with you. Please provide a table and two chairs in a well-lit area with an accessible electrical outlet. A dedicated phone with an outside line and a telephone/Internet hook-up for a personal computer are recommended, but optional. Please discuss these arrangements with your Relationship Manager prior to the meeting to determine if they are necessary.

We also recommend that you have an attended registration desk to address any shareowner questions and assist with sign-in procedures. Shareowner ballots and the meeting agenda also should be made accessible to shareowners. You might also have hard copies of your most recent financial publications, additional proxy statements and annual reports available for attendees.

Tabulation Specifics

WILL EQ MAIL TO REGISTERED HOLDERS?	YES	NO
WILL EQ TABULATE RESULTS?	YES	NO

Note: if yes, a position listing from dtcc must be transmitted to EQ

WILL EQ MAIL FOR ANY OF YOUR BENEFIT PLANS?	YES	NO
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If yes, please indicate plan type(s) [401(k), esop, espp, other]:

MEETING DATE:

Plan Administrator Name:

Contact:

Telephone:

Email:

Fax:

Voting Specifics

PLURALITY VOTING?	YES	NO
MAJORITY VOTING?	YES	NO
CUMULATIVE VOTING?	YES	NO
SAY WHEN ON PAY VOTING (SWoP)?	YES	NO
SPECIAL VOTING RIGHTS?	YES	NO

If yes, state ratio (e.g. 10 for 1)

ARE THERE SPECIAL VOTING CIRCUMSTANCES?	YES	NO
PERSONAL INTEREST PROPOSALS?	YES	NO
ARE OTHER CLASSES OF STOCK ENTITLED TO VOTE?	YES	NO

If yes, please specify (e.g. Restricted preferred, Class B, etc.)

INTERNET VOTING?	YES	NO
TELEPHONE (IVR) VOTING?	YES	NO
TREASURY SHARES HELD IN STREET NAME?	YES	NO

If yes, please note that treasury shares are not entitled to vote and provide the following information so that we can adjust our records accordingly.

NAME	DTCC PARTICIPANT NUMBER

By default, EQ tabulates proxy cards using the industry standard of plurality voting. Under plurality voting, directors who receive the most “for” votes are elected; there is no “against” option and votes that are actively “withheld” or simply not cast are disregarded in the tally. Thus, in theory, a director nominee could be elected to the board by a single

affirmative vote, even though all the other votes are withheld. This differs from majority voting in which individual board directors must obtain the majority of votes cast by shareholders in order to win/retain their seats. If you prefer to utilize an alternate method please alert your Relationship Manager.

Enclosures

Materials must be 8½" x 11" or less in order to fit inside a standard 9½" envelope. The maximum thickness for the final package is ½". Materials that exceed these specifications such as spiral bound or compact booklets and/or folders will require special handling (e.g. manual enclosure) and additional charges may apply.

THE MAILING WILL CONSIST OF THE FOLLOWING ENCLOSURES (Check all that apply)	<input checked="" type="checkbox"/>	SIZE
Enclosure:		
Annual Report:		
10K:		
Notice/Proxy Statement:		
Other (Please specify):		

Mailing

If you have selected bulk mail, please be aware that you must have at least 250 pieces of mail to qualify for this service. If you would like Broadridge to mail standard to the street holders you will need to contact them directly.

As a result of postal delays during proxy season, EQ does not recommend mailing your proxy material via bulk mail less than six weeks before a meeting. In the event that your meeting is in less than six weeks and you would still like to mail bulk, EQ's policy requires that you provide written instructions to do so which reference the mailing date and meeting date.

EMAIL DISTRIBUTION?	YES	NO
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If yes, additional instructions for set-up as well as additional fees may apply.

Material Handling

EMAIL DISTRIBUTION?	RETURN	DESTROY
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If EQ is to return, provide delivery instructions below.

Mail consolidation – householding & merging

HOUSEHOLD MATERIALS?	YES	NO
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If yes, please refer to timeline and sample letter, pg no.

MERGING MATERIALS?	YES	NO
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CONSOLIDATE ACCOUNTS (UNI-CARD OPTION)?	YES	NO
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Note: Householding and Merging are mutually exclusive.

Proxy card preparation

EQ controls the production of all proxy cards. We will assist you in coordinating the typesetting and printing of proxy cards, mailing envelopes and business return envelopes. Our standard outgoing mailing envelope has been modified to allow for customization of proxy card language.

Note: Due to privacy concerns, we no longer print shares amounts on proxy cards.

Please email EQ the language to be formatted on your proxy card (preferably in Microsoft Word as a .doc or .docx) to: printing@amstock.com and copy your Relationship Manager.

Within two business days, EQ will email a proof to your designated contact. Upon review, please mark any required changes or mark "OK TO PRINT". As a general rule, proxy cards must be approved for print no less than five days prior to your scheduled mail date. Provide contact information for proxy card approval.

Name:

Telephone Number:

Email Address:

Note: If you are offering telephone and/or Internet voting, the proxy card will be set up with the director proposal as the first proposal.

Distribution of proxy material to street holders

IS BROADRIDGE PROXY SERVICES BEING SHIPPED DIRECT?	YES	NO
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Per the New York Stock Exchange's (NYSE) Rule 451, Paragraph D1, Broadridge Proxy Services has five (5) business days to complete a mailing. If you have time-sensitive mailing, please contact Broadridge Proxy Services directly to discuss mailing requirements at (631) 254-7067.

Three (3) business days after record date, Broadridge Proxy Services will provide the material quantities required for your proxy mailing. Estimates may be provided prior to record date, however the requirements may increase/decrease after record date.

Note: If proxy material is being shipped to alternative addresses (i.e. solicitor or print house), please provide address and contact information below.

Proxy tabulation results

IS BROADRIDGE PROXY SERVICES BEING SHIPPED DIRECT?	YES	NO
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EQ tabulates shareholder's votes several times throughout the day. As a result, we have replaced mailing hard copy tabulation reports with a comprehensive website, which is updated throughout the day, and emails of daily proxy reports. The schedule for proxy report emails is as follows: Beginning 10 business days prior to your meeting date, a summary report is emailed daily. Additional individual and broker reports are emailed for the two days prior to your meeting date. Please provide the contact information for those who should receive automatic email reports.

Comprehensive proxy reports are available upon request.

Company Name:

Email Address:

Telephone Number:

Web hosting of material

WILL YOU LINK TO MATERIALS FROM YOUR INVESTOR RELATIONS WEBSITE?	YES	NO
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If yes, provide your corporate url:

WILL EQ BE HOSTING YOUR MATERIALS?	YES	NO
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Issuers must provide the following:

A PDF file* for each piece of material provided at least five business days prior to the mailing date and saved as an Adobe Acrobat PDF, using the below naming conventions, replacing "xxxxx" with your five-digit company number.

Annual Report: ARxxxxx.pdf

Proxy Statement: PSxxxxx.pdf

All Other Documents: **OTxxxxx.pdf

High resolution company logo in .jpg or .tiff format

WILL EQ BE YOUR FULFILLMENT AGENT?	YES	NO
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**Include a document that lists the table of contents for each PDF. Please limit this to 10-15 headings.

**Precede the file name numerically with 1, 2, 3,... to indicate the order the files should be posted.

PDF GUIDELINES

No printer/crop marks or banners at top of page

No blank pages in the PDF file

Document size 8 ½ x 11 inches

No printer spreads or bleeds

Fonts must be embedded


Optimize for web-viewing (not to exceed 5MB)

Timelines

The following is a suggested timeline based on a typical Delaware corporation listed on the New York Stock Exchange.

Please contact your Relationship Manager to customize this timeline to reflect your company's specific requirements.




Annual meeting timeline	Days Prior to Meeting	
Determine meeting date, record date and date for completing and mailing annual report. Finalize annual meeting location and date. Begin draft of proxy statement.	200	
Deadline for filing of shareowner-sponsored proposals is 120 days before anniversary of the date of last years proxy material mailing.	180-140	
Inform and consult with your printer on the meeting schedule and requirements for printed materials and the plan (if any) to distribute materials electronically and/or use plain English design.	135	
Printer orders envelopes for mailing and returns and orders paper stock for proxy materials and annual report.	130	
Begin proxy card, notice, proxy statement and annual report materials preparation.	120	
Submit proxy statement information questionnaire to directors and officers.	110	
Review questionnaire responses and determine if there is any need to make a Form 5 filing (must be made within 45 days of the year end).	100	
Send preliminary draft of form of proxy, notice of meeting, proxy statement and annual report to printer.	100	
Preparation of consent notice to household.	100	
Distribute to management and counsel the proofs of the notice of meeting proxy card, proxy statement and annual report.	95	
Review management/counsel comments on proxy materials and annual report and send changes to printer for second proof. Include preparations for uploading the meeting materials.	90	
Notify transfer agent of record date, meeting date, request for shareowner list and confirm number of proxy statements and proxy cards.	90	
Request from depositories a listing of nominee participants and request an omnibus proxy. Notify the proxy processing company(s), banks brokers and other nominees of the record and meeting dates. Determine who will forward materials to shareowners and confirm the number of sets of proxy materials. Note: SEC Rule 14a-13(a)(3) requires that this inquiry of proxy material must be made at least 20 business days before record date.	90	
Conduct a director's meeting to name director nominees, authorize record date, approve proof of notice of meeting, proxy card, proxy statement and annual report and appoint inspectors of election and auditors.	90-75	

Annual meeting timeline	Days Prior to Meeting	✓
Transmit via EDGAR the preliminary proxy materials to the SEC (if required). Note: We also recommend sending a test filing via EDGAR one day prior to final transmission. Any other exchange, or NASDAQ, may require preliminary copies.	85-75	
Mail the annual report to the SEC, the nominees and their agents and exchanges or NASDAQ.	75-45	
Record date – provide at least 10 days advance notice to record date to stock exchanges or NASDAQ.	60	
Confirm with transfer agent the number of voting shares and then supply certified list of record date shareowners. File final proxy materials with the SEC.	60	
Transfer Agent mails proxy materials to shareowners, exchange and/or NASDAQ and nominees.	60	
Post materials on website for shareowners who have consented to electronic delivery, and ensure they are notified of posting and voting procedures. Electronic voting site is turned on for shareowner voting.	60	
Electronic voting site is turned on for shareowner voting.	40	
Notice & Access mailing.	40	
Mail additional proxy material to shareowner and nominees (if needed).	35	
Determine whether you should engage a proxy solicitor.	30	
Conduct proxy follow-up mailing to stockholders if required.	30	
Prepare meeting agenda.	20	
Conduct follow-ups to large shareholders (if needed).	15	
Review final form of ballots, resolutions, motions and oath of inspectors.	10	
Review with senior management the annual meeting (e.g. script, briefing book, etc.)	10	
Begin annual meeting rehearsals.	3	
Review all arrangements and prepare written agenda to hand out.	1	
Conduct annual meeting.	0	


OTHER KEY TIMELINES

These supplemental timelines have been provided to highlight specific components you may opt to include in your annual meeting. Please contact your Relationship Manager (RM) to customize this timeline to reflect your company's specific requirements.


Notice and access

DELIVERABLE	TARGET DATE	
Client decision on Notice & Access.	Eight weeks prior to record date	
RM informs proxy coordinator that client will be using Notice & Access.	Four weeks prior to record date	
Client signs EQ Notice & Access agreement letter.	Two weeks prior to record date	
Commence design of Notice Letter.	Two weeks prior to record date	
Finalize design of Notice Letter.	Five days prior to mail date	
PDF documents of compliance materials (including proxy card) e-mailed to RM.	Five days prior to mail date	
Internet site reviewed by client and RM.	Two days prior to mail date	
Approved Notice site is live.	Mail date	

Householding

DELIVERABLE	TARGET DATE	
Client requests and reviews EQ's household analysis.	90 days prior to mail date	
Client requests household process be run.	75 days prior to mail date	
Household process completed.	Two days after receipt of request to household	
Consent Notice file transmitted to mail vendor.	One day after completion of household process	
Consent Notice distributed via USPS.	70 days prior to mail date	
PDF documents of compliance materials (including proxy card) e-mailed to RM.	Five days prior to mail date	
Internet site reviewed by client and RM.	Two days prior to mail date	
Approved Notice site is live.	Mail date	


Electronic voting timeline

DELIVERABLE	TARGET DATE	
Client decides to utilize Internet and/or telephone voting.	Five weeks prior to record date	
RM notifies Proxy Department.	Four weeks prior to record date	
Client signs EQ electronic voting agreement.	Two weeks prior to record date	
For telephone voting: EQ issues company ID and test control number.	Two weeks prior to record date	

FOR INTERNET VOTING, CLIENT SUBMITS:

PDF of proxy card.	Five days prior to mail date	
URL where the annual report is hosted (if not hosted on www.equiniti.com).	Two days prior to mail date	
PDF of the proxy statement.	Mail date	
Company logo (GIF file, 250 x 60 pixels).	Two days prior to record date	
Internet voting site reviewed and approved.	Three days prior to mail date	
Approved Internet/telephone voting site(s) are live.	Mail date	
Site(s) are closed.	11:59 p.m. ET, day prior to the meeting	

Employee distribution and voting timeline

DELIVERABLE	TARGET DATE	
Client decides to utilize employee distribution and voting.	Eight weeks prior to record date	
EQ receives test external tapes from trustee. File must comply with specified file format.	Six weeks prior to record date	
EQ tests client's email address file.	Six weeks prior to record date	
Client signs EQ's electronic voting agreement.	Two weeks prior to record date	
EQ receives external tapes from trustee. File must comply with specified file format.	Two days after record date	
EQ combines registered file with Trustee file(s).	Four day turnaround	
EQ's Data Management Unit consolidates accounts and transmits data to electronic distribution vendor.	Three day turnaround	
Remaining combined file transmitted to proxy distribution vendor.	One day turnaround	
Test e-mail distributed to selected employees.	Two days prior to mail date	
Materials mailed via USPS.	Mail date	
Materials delivered via email.	Mail date	
Vendor returns undeliverable e-mails (bounces) to EQ.	Three days after mail date	
Undeliverable shareowner list to mail vendor for USPS distribution.	36-hour turnaround	

Samples



We encourage you to include one of the below text blocks on the back cover of your annual report.

TRANSFER AGENT AND REGISTRAR

EQ Shareowner Services

PO Box 64856
St Paul MN 55164-9442

ONLINE: www.equiniti.com

TELEPHONE: 800.356.5343

TDD FOR HEARING IMPAIRED: 718-921-8386 | 866-703-9077

FOREIGN SHAREOWNERS: 718-921-8386 | 866-703-9077

TDD FOREIGN SHAREOWNERS: 866-703-9077 | 718-921-8386

As a Company Name shareholder we encourage you to access your account(s) online at www.shareowneronline.com. Here you can easily initiate a number of transactions and inquiries, as well as access important details about your portfolio and general stock transfer information.

- Update your mailing address
- Access statement information
- Print a duplicate 1099 tax form
- Consolidate accounts
- Enroll in our Direct Stock Purchase Plan
- Request a replacement dividend check
- Download stock transfer forms
- And more

By mail, contact our Transfer Agent at the below address:

Company Name

XX

XXXXX XXXX

XXXX XXXXX XXXX

Regarding **Company Name**
Telephone Number

IMPORTANT NOTICE REGARDING DELIVERY OF SECURITY HOLDER DOCUMENTS

Dear Shareowner,

The Securities and Exchange Commission (SEC) permits a single annual report, proxy statement, proxy statement combined with a prospectus or any information statement to any household at which two or more registered security holders have the same last name and address.

Accordingly, from now until you are notified otherwise or we receive contrary instructions from you, you and members of your household will receive only one copy of the annual report, proxy statement, a proxy statement combined with prospectus or any information statement. We will continue to include a separate proxy card for each registered shareowner account.

If you wish to continue to receive individual copies of the documents listed above, contact Equiniti Trust Company (EQ) at either 800.356.5343 or at www.shareowneronline.com.

If we do not hear from you within 60 days of this notice, you will have been deemed to have consented to the receipt of only one set of these documents by your household. Your consent will be perpetual unless you revoke it or we notify you otherwise. You may revoke your consent at any time by contacting Equiniti Trust Company (EQ) as indicated above.

If you revoke your consent to householding, you will receive your individual mailing within 30 days of your revocation notice or at the next schedule mailing, whichever comes first.

We encourage you to participate in this program. It will reduce the volume of duplicate information received at your household as well as reduce our operating expenses. Thank you for your continued support of **Company Name**.

Sincerely,

Company Name or Officer

Note: This letter must be printed on the company letterhead.

Firm Name / Letterhead

Date

The Depository Trust Company
via email to: proxyannouncements@dtcc.com

Please be advised that {firm name} has set the following dates relative to its meeting.

Record Date: _____

Meeting Date: _____

Meeting Type: _____

Classes of stock eligible to vote include:

CLASS	CUSIP
_____	_____
_____	_____

If you have any questions, please contact me via the phone number or email address included below.

Sincerely,

Officer's name, title

Physical address to which Omnibus Proxy should be sent.

Phone number, fax, email address

Contact Name

Broadridge Proxy Services
51 Mercedes Way
Edgewood, NY 11717

Re: **Company Name**
CUSIP Number: **CUSIP Number**

Dear **Contact**:

The annual meeting of stockholders of **Company Name** is scheduled to be held on **Date**. The record date for determination of shareholders entitled to notice of, and to vote at, the meeting is **Date**.

You are hereby authorized to electronically transmit, on a daily basis, the voting results received on behalf of your clients to our transfer agent, Equiniti Trust Company (EQ).

Please provide same day hard copy confirmation of each transmission to EQ at:

EQ Shareowner Services
PO Box 64856
St Paul MN 55164-9442

Please let me know if you any questions.

Very truly yours,

cc: **Company Name**
c/o EQ Shareowner Services
PO Box 64856
St Paul MN 55164-9442

Date

Depository Trust & Clearing Corporation
Attention: Proxy Unit
5 Water Street
50th Floor
New York, NY 10041-0099

Via Facsimile: (212) 855-5181 or (212) 855-5183

Dear Sir or Madam:

Company Name is registered on Depository Trust & Clearing Corporation's (DTCC) web site (www.dtcc.com). Below is the pertinent information with regards to this year's annual / special meeting of shareholders.

Record Date	Meeting Date
Class(es)	CUSIP(s)

Sincerely,

Name

Title (must be signed by an officer of the company)

CORPORATION NAME ANNUAL MEETING OF STOCKHOLDERS

DATE

We, the subscribers, do hereby certify:

- I. That we were present and acted as Inspector of the Election at the annual meeting of shareholders of Corporation Name in State on Meeting Date at Time
- II. That, at said meeting, we examined the proxies and ballots and ascertained that there were present, in person or by proxy, holders of common stock of the corporation ("common stock") of record at the close of business on Date as follows Number shares, representing Number votes of common stock outstanding and entitled to vote on all matters.
- III. That, at said meeting, a vote was taken on the matters set forth below:

A. Election of directors

On proposal one: At least Number votes, constituting a plurality of the votes cast by holders of the Common Stock was voted for the election of each of the nominees.

DIRECTOR NOMINEES	VOTES FOR	VOTES WITHHELD	PERCENT OF VOTES CAST FOR

B. Ratification of name as independent auditor

	VOTES	PERCENT OF VOTES CAST
FOR		
AGAINST		
ABSTAIN		

C. Approval of annual incentive plan

	VOTES	PERCENT OF VOTES CAST
FOR		
AGAINST		
ABSTAIN		

In witness whereof, we have signed this certificate on the Number day of Month / Year.

The Depository Trust & Clearing Corporation (DTCC) has delegated much of the responsibility of interfacing with brokers and nominees to the corporation, their proxy solicitors and transfer agents. This practice encompasses furnishing sets of proxy material to the participating brokers and nominees and the subsequent voting process.

It has been normal policy for these depositories to send record date listings and omnibus proxies to your company shortly after the record date.

Prior to your record date, you must provide EQ (email your Relationship Manager) with a copy of each omnibus proxy received for participating brokers, respondent banks and nominees you receive in order to tabulate the broker position. Please retain copies for your files.

The DTCC does provide hard copy security position reports (SPR) and will not furnish this data either by subscription or as a special one-time order. Issuers must register their company to access data online. As part of the registration process, you will also be asked to authorize company designees and third party agents, including EQ. Please refer to the registration instructions provided below.

The primary registrant must be a company officer and use an email address associated with the company's domain name (e.g. john@corporationname.com).

DTCC ISSUER REGISTRATION PROCEDURES

SPRs are available only to authorized users who have registered for this service. Follow the below steps to register and to add your company to the DTCC's eligible list.

STEP 1: REGISTER

- Go to www.dtcc.com.
- Click SPR and select Sign Up. Or, copy and paste the URL, www.dtcc.com/dtccpublic/html/lob2/prod/signup.htm, into your Internet browser.
- Click on the link given on the page to register your company. The Organization Registration page appears.
- Enter all required information. Click Continue. (The Organization Registration Continue page appears.)
- Select a company type. Click Continue. (The User Registration Information page appears.)
- Enter all required information. For third party companies, skip questions 7-9 and go directly to question number 10. Click Continue. (The Payment Method page appears for issuers and trustees.)

Note: If you have selected ACH, you will need to provide your corporation's bank name, routing and checking account number. Enter all required information and press Submit.

The following completion message appears:

Web Registration: Step one is complete. Thank you for your registration request. For security purposes, you will receive an e-mail address submitted with your registration.

Upon receipt of the DTCC's confirmation email, click the hyperlink to confirm your request.

This will complete your registration request. Upon DTCC approval, you will receive via email a temporary password and your SPR Company ID. Upon initial login you will be prompted to change this password for ongoing use and to add your Committee on Uniform Securities Identification Procedures (CUSIP) to the DTCC's Eligible List (see instructions below).

If you do not receive an email confirming your registration or need further assistance with the registration process, contact DTCC Customer Support Center at (888) 382-2721 or via email at spr@dtcc.com.

STEP 2: ADD YOUR CUSIP TO YOUR ELIGIBLE LIST

- Login to the DTCC securities position reports service.
- Click Eligible Issue List.
- When the "No Data" message appears, click OK.
- On the next screen click Update to proceed
- Enter your nine-digit CUSIP and ticker symbol on the next screen.
- Click Add. Then Confirm.

Corporation Name

Annual Meeting of Stockholders

Date

Pursuant to the authority vested in us by virtue of proxies duly granted by the shareholders of the common stock of **Corporation Name**, we hereby cast the votes to which those shares are entitled as follows:

I. Election of directors

DIRECTOR NOMINEES	PROXY VOTES FOR	PROXY VOTES WITHHELD

li. Ratification of independent auditor

FOR

AGAINST

ABSTAIN

lii. Approval of annual incentive plan

FOR

AGAINST

ABSTAIN

NAME/TITLE

NAME/TITLE

Subscribed and sworn to before me **Number** day of **Month/Year**
Name Notary Public in and for the State of **State**

Corporation Name

Annual Meeting of Stockholders

Date

I, **Name**, DO HEREBY CERTIFY as follows: That I have been appointed to act as Inspector of Election at the annual meeting of the shareholders of **Corporation Name**, held at **Name of Meeting** on **Date** at **Time**.

1. That I have examined a list of the persons who at the close of business on **Date**, were the holders of record of the common stock of the corporation, which list was properly certified and submitted at the said meeting, and have taken charge of the proxies presented at the same meeting, and have taken a poll of the shareholders present in person, and that there were present at the said meeting in person or represented by proxy shareholders of the corporation shown by the said list to be the holder of **Number** shares of common stock of the corporation issued and outstanding and entitled to vote, or more than a majority in number of such shares of common stock.
2. That at such meeting an election of Directors was held, that at such election of Directors the polls were kept open until all shareholders present in person or represented by proxy had an opportunity to vote by ballot, and that the result of such vote taken at such meeting for the election of Directors of the corporation was as follows:

FOR SHARES: Which is a plurality of the common stock of the corporation present in person by proxy at such meeting which have been cast for election of Directors.

3. That at such meeting a vote was taken on the proposal to ratify the selection of **Describe**, as the independent auditor for the fiscal year ending **Year** and,
4. That the results of such vote taken at such meeting was as follows:

FOR	AGAINST	ABSTAIN

Which is more than a majority of the shares of common stock of the corporation present in person or reported by proxy at such meeting.

I thereupon reported the results of such votes to the said meeting.

IN WITNESS WHEREOF, I have made and signed this certificate this **Number** day of **Month/Year**.

Name, Inspector of Election

STATE OF **Name**

On the **Number** day of **Month/Year** before me personally came **Name of Inspector of Election** to me known to be the individuals described in and who executed the foregoing certificate, and s/he acknowledged to me that s/he executed the same.

NAME/TITLE

NOTARY PUBLIC

All incoming shipments must be pre-paid delivered to:

EQ

6201 15th Avenue

Brooklyn, NY 11219

Located on 63rd street

Last loading dock on right side

A manifest must accompany each incoming shipment and include the below information:

- Name, telephone number and address of vendor (if applicable)
- Client's name
- Number of pallets
- Unit quantity per pallet
- Name (i.e., brochure, #10 OE, letter, Relationship Manager, etc.) and code (i.e., Lot / Key / Code / Company #) of each piece delivered.
- If shipment is a reorder of exact same materials, identify with mailman's existing item number for that material.
- Total quantity of each piece delivered

EQ will verify the material quantity and our receiving count will prevail. EQ will not be liable for shortages based on the suppliers' stated quantities.

Special notes

1. Material arriving for same-day mailings must be marked "Same-Day Mailing" so that we may expedite material to our production areas. Expedited fees may apply in these cases and may jeopardize scheduled mail date.
2. Trucks will be unloaded on a first come, first served basis.
3. Large quantities or heavy materials delivered in a van or small truck that necessitates unloading by hand will not be accepted without prior authorization from the receiving supervisor. If unloading by hand is required, there will be an hourly charge, with a minimum charge of one hour.

4. Materials that are poorly packed or mis-packed may adversely affect the production running rates, possibly altering the price per thousand billed on the project.

5. Incomplete information may delay processing and result in additional handling fees.

6. Deliveries should be scheduled ahead of time by calling the EQ Mail Services group at (201) 528-4200.

7. Printed materials should be delivered at least three business days prior to mail date to ensure mailing on the requested date. Any material arriving on same day of scheduled mail date could potentially jeopardize the mailing.

8. Material will be accepted between the hours of 8 a.m. to 5 p.m. Please alert EQ of any late deliveries or those made after business hours by calling our Hotline at (201) 528-4200.

Pallet specifications

- Maximum pallet measurements are not to exceed 48" in length (closed side) x 42" in width (open side).
- Four-way entry pallets are requested.
- Pallet height not to exceed 60".
- Pallet load not to exceed 2,500 pounds.
- There should be no double-stacking of pallets, as double stacking can cause damage to materials. This damage can result in high spoilage during production.

Pallet packing

- All material should be packed in cartons, with the exception of books (i.e., annual report, 10K, catalogue) and forms, as noted below.
- Corrugated cartons should be at least 200 pound-tests.
- Cartons must be packed in solid block pattern. (No space between cartons).
- Each pallet must be shrink-wrapped.
- Books should be power packed rather than boxed.

- Forms that are fan-folded with a depth of up to and including 14" should be packed in cartons; all other forms should be shipped on rolls with no more than two rolls per pallet.

Each pallet must be clearly marked with a packing label containing the following information:

- Vendor's name (when applicable)
- Client's name
- EQ company number
- Number of total pallets in shipment
- Component description (i.e., brochure, #10 OE, letter, RM, etc.)
- Identifying Lot/Key/Code/Company # for the material
- If shipment is a reorder of exact same materials, identify with mailman's existing item number for that material
- Number of cartons or rolls
- Quantity on pallet
- Mixed materials are only to be on one pallet and all Lot/Key/Code/Company # information is to be documented on the packing slip and manifest. Materials should never be mixed in power packs.
- Power packs must have one sample attached to one side of the pallet.

Cartons

- Cartons must be sized to a "glove fit" and must be packed solidly to prevent shifting or curling of components.
- All materials received in cartons must be packed so that they face the same direction.
- Materials that are banded within the carton must be banded using paper bands. Rubber bands, string ties and shrink-wrap are unacceptable as they can cause damage to the material, which could result in excess spoilage and may affect production-running time.
- Any layers and/or breaks in material must be marked using cardboard separators.
- Maximum individual carton weight is 50 pounds.
- All cartons should be shrink-wrapped to the skid.

Each carton or roll must be clearly identified with the following information:

- Vendor's name
- Client's name
- EQ company number
- Component description (i.e., brochure, #10 OE, Letter, RM, etc.)
- Identifying Lot/Key/Code/Company # for materials
- If shipment is a reorder of exact same materials, identify with mailman's existing item number for those materials.
- Quantity in carton or on roll
- Sample affixed to outside of carton, not necessary for rolls
- Box/roll number of total boxes/rolls in shipment
- Each carton/roll on the mixed pallet should contain Lot/Key/Code/Company # identifiers and should be sequentially numbered (i.e., 1 of 10, 2 of 10, etc.)
- Under no circumstances should your vendor mix different components in the same carton.

Power packing

- Power packs consist of cardboard wrapped around the materials, shrink-wrapping and bands in both directions.
- Corner boards are not recommended, as they will not fully protect the material.
- Multiple layers of materials must have each layer separated by a solid sheet of either chipboard, corrugated cardboard or paper bands, and must be faced.

Roll stock

- Roll materials are to be placed on good sound skids in vertical roll position (roll-off position). Do not place flat (poker chip style).
- All rolls should have chucks in the core.
- Rolls should be braced at the base with strong wedges and banded to the skid. Larger rolls tend to shift in transit and may require extra banding.
- Ensure that rolls not overhang pallets, as they will become damaged during transit.

- Add chipboard to protect forms at top of roll.
- Vinyl flags should be used to identify splices and bad areas. Mark "SP" for splice and "NG" for no good.
- With a marking pen, mark the bad areas between flags on the roll.
- All rolls should be shrink-wrapped to the skid.

Mail standards

This section outlines general guidelines for the size and classes of mail as well as EQ's capacity for mail machine insertions. First class and Standard A packages sizes are as follows:

Letter-Size Mail

- Minimum size: 5" x 3½" and .007" thick
- Maximum size: 11½" wide x 61/8" high and ¼" thick
- Flat size mail
- Any mail piece 9½" x 12" or 10" x 13" requires a special envelope.
- 4-piece to 6-piece standard, anything over 6-pieces hand enclosed

Mail Machine Requirements

A standard flat size envelope should not exceed 9½" x 12" in order to be machine-enclosed.

Although some jumbo mail machines can stretch to 9½" x 12½", there is a reduction in the speed of the machine which results in slower run rates and additional charges.

Once an envelope exceeds the standard size, the mail will need to be hand-enclosed.

Class specifications and delivery standards

First Class Mail.

Price is calculated based on the standard postage rate per package which must not exceed 13 ounces. Delivery is guaranteed in three to seven days.

Priority Mail.

Packages either exceeding 13 ounces or which include any proprietary data (account number, SSN, etc.) must be Priority Mail.

Standard A.

Package must weigh less than 16 ounces. When sending Standard A mail the package must be endorsed with "Bound Printed Matter" on the outside of the envelope. Additional charges for zone sorting will be incurred.

In these cases, where applicable EQ may employ Presort U.S. Postal Service discounts.

Electronic material delivery

Where EQ is printing your annual meeting material, please email your Relationship Manager for instructions.

PDF GUIDELINES

No printer/crop marks or banners at top of page No blank pages in the PDF file

Document size 8 ½ x 11 inches

No printer spreads or bleeds Fonts must be embedded

Optimize for web-viewing (not to exceed 5MB)

ABOUT EQ

EQ are specialists in helping you better understand and manage the ownership of your company through critical events across the corporate lifecycle. As trusted advisors, we provide strategic insight and operations expertise through our core business units in Private Company Services, Transfer Agent Services, Employee Plan Solutions, Proxy Services, and Bankruptcy. Globally we serve 6,700 clients (47% of the FTSE 100 UK and 35% of the S&P 500), with over 30 million shareholders, through 6,500 employees in 5 markets around the world.

REACH OUT

w equiniti.com

e newbusiness@equiniti.com

p 877.814.9687

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