

\*\$( &% ± (PSOR\HH \*ULHYDQFH DQG &RPS

(03/2<(( \*5,(9\$1&( \$1' &203/\$,17 352&('85(6

6(&7,21 , \$'0,1,675\$7,21

\$GPLQLVWUDWLRQ RI WKLV FRPSODLQWVSURIFW&XUHIIVRBCRO E&IPV

6(&7,21 ,, '( ),1,7,216

7KH IROORZLQJ G&S&LQ LVQLW&LVW&K&D&SODLQW SURFHGX

7KH ³DGPLQLVWUDWLYH PDQDJHPHQWVWRHDP´GLQF&X&G&M&X&S&D&O&O  
DVVLVWDQW VXSHU&LQ&W&H&Q&G&H&Q&W&W&W&D&O&G&H&O&W&H&6XSHULQ

\$ ³FRPSODLQW´LV D JHQHUDO H&S&O&H&Z&LV&L&R&O&O&R&H&O&S&O&R&D&H&L&Q&W&D  
LVVXH

\$ ³FRPSODLQDQW´LV DQ\ IXOO WLPH HPSOR\HH ILOLQJ D FR

7KH ³FRPSODLQW IRUP´LV WKH DSSURSODLQW&W&F&X&P&H&M&D&V&O&L&R&O

7KH WHUP ³GD\´VKDOO PHDQ ZRUN&O&G&M&F&X&R&H&O&H&Q&O&W &R&G&L&V  
YDFDWLRQ GD\

\$ ³IXOO WLPH HPSOR\HH´LV DQ\ SHU&V&R&O&G&H&P&S&O&R&L&O&G&V&R&O&H&D&Q&M  
KRXUV GHVLJQDWHG DV IXOO WLPH IRU WKDW SRVLWLRQ

\$ ³JULHYDQFH´LV D ZULWWHQ FODLER&D&W&Q&R&O&P&O&B&R&H&R&O&R  
DSSOLF&D&W&L&R&Q RI D ZULWWHQ´LV&W&L&H&G&H&S&O&L&F&W&D&W&H&Q&G&D&Z&G&L

7KH ³UH&Y&L&H&Z&L&Q&J FRP&P&O&G&W&Y&L&H&G&X&D&O&H&O&G&M&S&R&Q&V&L&E&G&H&F&R&V&L&B&Q D  
RI WKHVH FRPSODLQW SURFHGXUHV

5HWDOLDWLRQ LV D Q&H&G&D&M&U&V&H&D&M&F&O&L&R&O&L&Q&D&O&H&F&R&S&O&R&D&L&Q&W RU

6(&7,21 ,,, 352&('85(6

67(321)

\$OO FRPSODLQWV RU JULHYDQFHV D&M&R&G&W&K&H&Q&H&H&S&O&B&R&Y&H&H&P&X&L&P&P&H&E&G&L  
ZLWKLQ WHQ GD\ V IURP WKH WLP&P&H&W&K&R&P&S&O&P&S&O&D&L&Q&W Z&H&O&F&O&R&S&H  
FRPSODLQW LQ ZULWLQJ E\ FRPSOH&D&L&Q&G&S&D&R&³&M&G&H&S&O&Q&L&H&W&R&R&P&S&O&D  
VXSHUYLVRU WRU&U&H&Q&R&O&U&P&H&O&K&H&D&P&O&G&F&Z&L&H&W&K&R

7KH LPPHGLDWH VXSHUYLVRU VKD&O&F&S&P&S&O&D&G&O&W&Z&L&W&L&Q&H&I&Q&I&W&H&H&S  
WKH UHF&H&L&S&W RI WKH ZULWWHQ FRPSODLQW IRUP

,Q FDVHV ZKHUH WKH ³LPPHGLDWH FRP&S&O&D&L&Q&W RU H&E&S&O&R&K&H&H&W&X&E&K&I&D  
L&Q&L&W&L&D&O U&H&S&R&U&W WR WKH QH&W O&H&Y&H&O VXSHUYLVRU

67(37:2

FRQVLVWLQJ RI PHPEHUV RI WKH DGRUQWKW UDNHFLYLS WHRD PWZLHW  
&RPSODLQW )RUP'

\$OO RWKHU DGPLQLVWUDWRUV LQDOLOHFRN VDXWK RWKHWF RZLPLOW W/H  
GHWHUPLQH ZKHWKHU WKH FRPSODLQW VQRLOV, IIDFKL VP GHWLWHU PX  
WKH FRPPLWVHH VKDOO UHVSRRG WWDWKHPFRWSDWKQDQWXSRZ  
2WKHUZLVH WKH FRPPLWVHH ZLOO ESURLOFHVQIDLFLHWQ G/HIHPV RPHDF  
WR UHDFK D GHFLVLRQ

7KH FRPPLWVHH ZLOO SUHSDUH DFWULWVHLOJ V K B B U X CR M B R O W D M  
DQG REMHFWLYHO\ 7KH FRPPLWVHH ZLOO FROOF OXKHLR QM S U K M V V X W R D  
ILQGLQJV DQG FRQFOXVLRQV ZLOO XWQWQUSURMZGHQ WKKH EHYHLQ  
DSSHDO E\ D FRPSODLQDQW

67(37+5((

:LWKLQ ILYH GD\V RI UHFHLS WHRFRPSODLQW VQRLOV VPHDR IDSWHS O7 Z  
VXEPLWWLQJ WKH 36WHS 7KUHH &RPSODLQW VQRLOV) &RFXQWHRO VZKR 2MHL  
GHVLJQHH IRU WKH VXSHULQWHQGHQW RI VFKRROV

7KH VXSHULQWHQGHQW V GHVLJQHH VIKHO6WHHSLR ZRWKHHYZHZWQW  
ZLWKLQ WHQ GD\V RI UHFHLSUWDRZUWVW HGWGHSFZVIRRQ SZSL  
GD\V IROORZLQJ WKH UHYLHZ

6(&7,21 ,9 &203/\$,17 352&('85( )250 ',675,%87,21

67(321(

&RPSODLQDQW UHWRDLQKHRZULUWQDQYFRPSODLQW VQRLOV LPPH  
VXSHUYLVRU DQSHLPHGLDWHVXSHUYLVRU

\$IWHU :ULWWHQ 'HFLVLRQ

&RS\ WR WKH FRPSODLQDQW

HGLDWH VXSHUYLVRU DQSHLPHGLDWHVXSHUYLVRU  
&RS\ UHWRDLQHG E\ LPPHGLDWH VXSHUYLVRU DQSHLPHGLDWH LPPH

67(37:2

&RPSODLQDQW UHWRDLQKHRZULUWQDQYFRPSODLQW VQRLOV LPPH  
&RS\ WR WKH FRPSODLQDQW  
&RS\ WR 6WHS LPPHGLDWH VXSHUYLVRU DQSHLPHGLDWH LPPH  
&RS\ WR WKH F:UUDIVPHGLDWH pIDCE Dp 0V `P0@ V `P0@ `p°..

U :ULWWHQ 'HFLVLRQ

\*\$( &% ± (PSOR\HH \*ULHYDQFH DQG &RPS

&RS\ UHWDLQHG E\ VXSHULQWHQGHQW¶V GHVLJQHH

6(&7,21 9 \$'',7,21\$/ &216,'(5\$7,216

7KH 'LVWULFW UHVHUYHV WKH ULJZWHWRQH[FHVQGUWKBWWDQW  
FRPSODLQW SURFHGXUH

,QIRUPDWLRQ FROOHFWHG GXULQJDOWDHSG7ZRH\$UQRWHGHQRPI  
WKH HPSOR\HH¶VORILLOFHD\$SRH\$VRIQRQFLXPDQWRQVFRDQG UHFR  
WR WKH SURFHVV LQJ RI D FRPSODLQWZLWQLVHPDLODFDQGHQ  
RI +XPDQ 5HVRXUFHV

\$ FRPSODLQDQW¶V IDLOXUH WR SURFHWRGWRPQRQWZLWHSLQ  
OLPLWV VKDOO EH GHHPHG DFFHSWQDGHGRIDQKHVGDGQVHQR  
IXWXUH UHYLHZ FRQFHUQLQJ WKDW SDUWLFXODU FRPSODLQ

7KH IDLOXUH RI WKH UHYLHZLQJ RILRQHWRWRWKHFRPSODLQW  
WLPH OLPLWV VKDOO\$DQWLVWRW\$URVFRH\$ WR WKH QH[W

\*\$( &% ± (PSOR\HH \*ULHYDQFH DQG &RPS

6285&( -DFNVRQ 3XEOLF 6FKRRO 'LVWULFW -DFNVRQ 0LVVLV

'\$7( 2FWREHU

5(9,(:(' -XO\

\$0(1'(' \$XJXVW