Important Information

Schwab may, at its discretion and as a service to you, notify you of rights and transactions that affect securities you hold that are publicly announced through recognized industry channels and the financial press. Schwab is not responsible for notifying you of transactions or rights concerning securities you hold that are not publicly announced on a timely basis. Schwab is also not responsible for the quality or accuracy of information obtained from these sources.

Notices Schwab sends to you in connection with a reorganization are not intended to be a definitive explanation of the transaction. You may receive other written materials (such as prospectuses) that contain important information about the transaction. You should read these materials carefully.

You are responsible for knowing the rights and terms of your securities and for understanding the terms of transactions that affect your securities. You are also responsible for taking action to realize the value of advantageous transactions.

Short Security Positions
If you hold a short position in a reorganized security, Schwab may be required to cover your short security position in order to meet its obligations under the securities laws. The securities may be purchased on a same-day or next-day settlement basis (as opposed to a normal three-day settlement basis), and the purchase price may be higher as a result. Furthermore, securities necessary to cover your short position might not be available for purchase, or, due to time constraints, a trade may not settle in time for Schwab to meet its obligations. In such circumstances, you will be responsible for the full economic value of the transaction.

Dividend Reinvestment Fractional Shares
If your share quantity reflects a fractional share position due to a dividend reinvestment distribution, please note that any voluntary reorganization instructions received from you will be applied to your full share position only. If you wish to sell your remaining fractional share, please contact your local Schwab branch office.

Cash in Lieu of Fractional Shares
When a corporate transaction results in the exchange or conversion of shares according to a particular ratio, some shareholders may be entitled to receive fractional shares of stock. Companies usually deal with fractional shares by rounding up, rounding down, or paying cash in lieu of fractional shares. However, companies may treat beneficial holders differently than registered holders. If shares are rounded up by the company, the resulting whole number of shares will be credited to the shareholder’s account upon receipt by Schwab. If shares are rounded down by the company, the resulting whole number of shares will be credited to the shareholder’s account upon receipt by Schwab, and any fractional shares will be sold and credited as cash.

When a company pays cash in lieu of fractional shares, Schwab will credit the cash to the shareholder’s account upon receipt by Schwab. However, a company may elect not to take any of these actions for beneficial holders. In that case, Schwab will contact the company or transfer agent and attempt to obtain the exact payment made to the registered holders. If the company does not take any of the above actions or honor our request, Schwab will post the whole shares received from the transaction, sell excess fractional shares in the market, and credit the cash proceeds from the sale of the remaining fractional shares to the shareholder’s account.

Exercise/Waiver of Dissenter’s Rights
Some corporate transactions, usually involving the sale of a company or a significant corporate asset, give rise to a right of shareholder dissent, pursuant to which the dissenting shareholder(s) can seek a judicial determination regarding the fairness of the transaction. If you elect to waive your right to dissent, it is your responsibility to understand the consequences of your waiver. In order for you to exercise a right of dissent, the shares held in your account must be registered in your name. Shares held at Schwab and other brokerage firms are generally held in “[street name],” meaning that they are registered in the books and records of the issuing corporation in Schwab’s name rather than in your name. If you wish to exercise a right to dissent, you must in most instances first request that Schwab re-register your shares from street name to your name.

Re-registering shares takes time and cannot be accomplished on an immediate or overnight basis. If you to wish to exercise a right to dissent, it is your responsibility to determine the deadline for the exercise of dissenters’ rights, to retain an attorney to petition the court for appraisal rights, and to submit a request to Schwab for re-registration of the shares. Requests to re-register shares should be submitted to Schwab as far in advance of any deadline as possible. Your account will be charged a processing fee for this request. If Schwab does not receive your request to re-register shares in sufficient time to allow for re-registration of the shares prior to the deadline for exercising dissenter’s rights, Schwab cannot be responsible for the resulting loss of the right of shareholder dissent.

Please be advised that the above is not a complete and definitive list of Schwab’s policies and procedures relating to the handling of the transactions described herein. Complete details pertaining to policies and procedures for specific transactions are available upon request.