BancPlus Corporation*

Dear Shareholder:

At the special meeting of shareholders held on February 12, 2019, a majority of the holders of each class of the common stock of BancPlus Corporation (the "Company") approved the reclassification of shares of our then-existing two classes of common stock into a single class of voting common stock (the "Common Stock"). In connection with the reclassification of the Common Stock and for other business purposes, the board of directors of the Company has approved the appointment of Computershare Trust Company, N.A. ("Computershare") as stock transfer agent and registrar of the Company. The appointment of Computershare will be effective on or around July 15, 2019. Note that approximately two weeks prior to the effective date of the transition a blackout period will go into effect, during which time you will not be able to transfer or sell your shares of Common Stock.

In connection with the appointment of Computershare, you will be asked to surrender your physical certificate(s) representing the Company's Common Stock in connection with the Company's plan to move forward with electronic form shares, also known as book-entry, whereby any ownership interest in the Company will be reflected on the books of Computershare and shareholders will not have to maintain physical certificates. The benefits of a book-entry share system, include, but are not limited to, reduction of the risks and costs to shareholders associated with storing share certificate(s) and replacing lost or stolen certificate(s), online account access available to shareholders for services like updating contact, direct deposit and other shareholder information, efficiency with respect to share transfer requests by shareholders and cost-savings for the Company. Computershare and the Company will send out a letter requesting such surrender of your certificates and providing detailed instructions on or around July 15, 2019.

Action Needed

In preparation for this transition, please confirm the location of your share certificate(s) representing the Company's Common Stock. If you cannot locate your share certificate(s), please contact our customer support center at 877-632-0916 between the hours of 8:00 a.m. and 5:00 p.m. (Central Time) Monday through Friday as soon as possible. Or you may email us at web.queries@Computershare.com. Following the appointment of Computershare, the fee associated with replacing any lost or stolen certificate will be approximately 3% of the fair market value of your shares of Company Common Stock plus a processing fee, which will likely be an increased cost to you. We encourage you to reach out to the customer support center identified above as soon as possible to resolve any issues with lost or stolen certificates in order to make the transition as seamless as possible and potentially save you some costs in resolving such matters.

We are excited about the convenience and benefits this transition will provide to our shareholders. As noted, additional information relating to the transition is expected to be provided to you on or around July 15, 2019. In the interim, if you have any questions please do not hesitate to contact our customer support center established for this transition process at 877-632-0916 or web.queries@Computershare.com between the hours of 8:00 a.m. and 5:00 p.m. Central Time Monday through Friday.

June 13, 2019

William A. Ray, President & CEO

William A. M





July 19, 2019

Dear Shareholder:

We are pleased to notify you that Computershare is now the stock transfer agent and registrar for BancPlus Corporation (the "Company"), effective July 19, 2019. Computershare provides you the flexibility to access information and process transactions using their toll-free shareholder services center, automated telephone support system and Internet capabilities.

Contacting Computershare

Effective immediately, please direct your inquiries and transaction requests to Computershare using the options listed below:

Telephone inquiries: 1-877-632-0916 (U.S.)

E-mail inquiries: web.queries@computershare.com

Written requests: Computershare

P.O. BOX 505000

Louisville, KY 40233-5000

By overnight delivery: Computershare 462 South 4th Street Louisville, KY, 40202

Investor Center

You can also manage your account online via Investor Center, Computershare Web-based tool for shareholders. Here you can view your account details, update your account information and process various transactions. Registration is quick and easy. You can access Investor Center at www.computershare.com/investor. For security purposes, shareholders that are corporations or certain Trusts will be limited to view-only access on Investor Center.

Tax Certification

Enclosed you will find a W-9 or W-8BEN Tax form; please complete and return to Computershare as soon as possible in the envelope provided to ensure your shareholder information is up to date.

Certificates Deposit

As previously announced, the Company is moving forward with electronic form shares, also known as book entry, whereby any ownership interest in the Company will be reflected on the books of Computershare and shareholders will not have to maintain physical certificates. The Company is requesting certificate holders to surrender physical share certificate(s) by completing the Certificate to Book Entry Deposit Form included with this letter and mailing the form and physical share certificate(s) to the "Computershare Shareholder Services: Restricted Processing Team" as soon as possible. {NOTE: Do not endorse certificates}

Computershare

Attn: Computershare Shareholder Services: Restricted Processing Team

P.O. Box 505000

Louisville, KY 40233-5000

Sincerely,

William A. Ray, President & CEO

illiam a. Ray

BancPlus Corporation

Certificate to Book Entry Deposit Form

	Date
I,, wish to surrend	ler my certificate(s) and have my shares reissued in electronic
form, also known as book entry. I understand	my ownership interest going forward will be reflected on the books o
the issuer, BancPlus Corporation, or the books	of their registered transfer agent. I am enclosing certificate number(s
, totaling	shares of the Company's common stock for deposit, with
the understanding the enclosed certificate(s) w	
I understand I will receive a statement of my h	oldings once the shares have been issued to book entry, and it is
recommended I retain this statement for my re	ecords.
Signature of Shareholder	
Distance of	
Print Name	
Date	
BancPlus Corporation is requesting certificate I	holders to surrender physical share certificates by completing this
Certificate to Book Entry Deposit Form and ma	iling the form and physical share certificate(s) to the "Computershare $\frac{1}{2}$ "
Shareholder Services: Restricted Processing Te	am" as soon as possible. {NOTE: Do not endorse certificates}
Computershare	
Attn: Computershare Shareholder Services: Re	stricted Processing Team
P.O. Box 505000	
Louisville, KY 40233-5000	

033HJA 002CSNA21C

Computershare Investor Center - United States

Guest: How do I access my account online?

Penny: Existing users should enter their User ID and then their password. You will then be asked to provide additional information to meet our new security standards.

If you are a first time user and would like to login and access your account on Investor Center, just follow the below steps after you click on Create Login.

STEP 1 - CONFIRM YOUR STOCK

Select either Option 1 via your social security number or Option 2 via your holder account number to register your shares

Option1 - Social Security Number Option

Enter the following information:

- Social security Number
- Zip Code
- Select Company you own shares in
- Agree to the Terms and Conditions
- Type in the CAPTCHA Code

Option 2 - Holder Account Number (I am a U.S. resident)

Enter the following information:

- Holder Account Number
- ZIP Code
- Select Company you own shares in
- Agree to the Terms and Conditions
- Type in the CAPTCHA Code

Option 2 - Holder Account Option (I am not a U.S. resident)

Enter the following information:

- Enter Holder Account Number
- Last Name
- Select the Company you own shares in
- Agree to the Terms and Conditions
- Type in the CAPTCHA Code

STEP 2 - USER REGISTRATION

Enter the following information

- First and Last Name
- Email address
- Create a User ID
- New Password & Confirm password
- Create a site seal
- Set up three security questions
- Mobile/ Cell Phone Number Optional

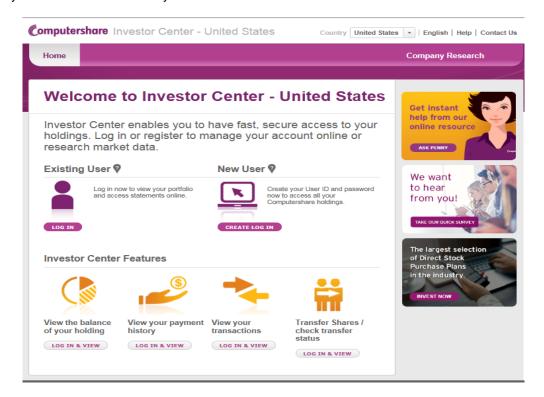
STEP 3 - CONFIRM YOUR EMAIL

An email will be sent to you containing a link. Please click on the link in the email to confirm your email address.

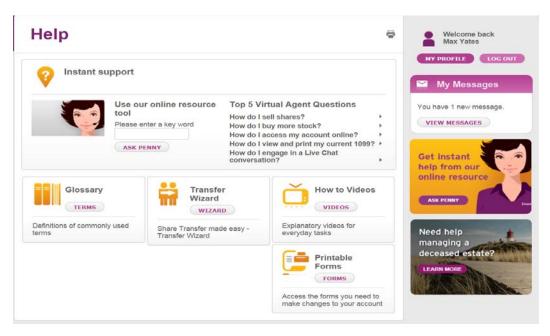
As a first-time user of Investor Center, additional identity verification is required. If you are eligible you can verify online or you can use the Verify by Mail Option. If you verify online you will get immediate access to your portfolio. If you verify by mail you will need to enter the code that will arrive by mail before you get full access.

https://www-us.computershare.com/Investor

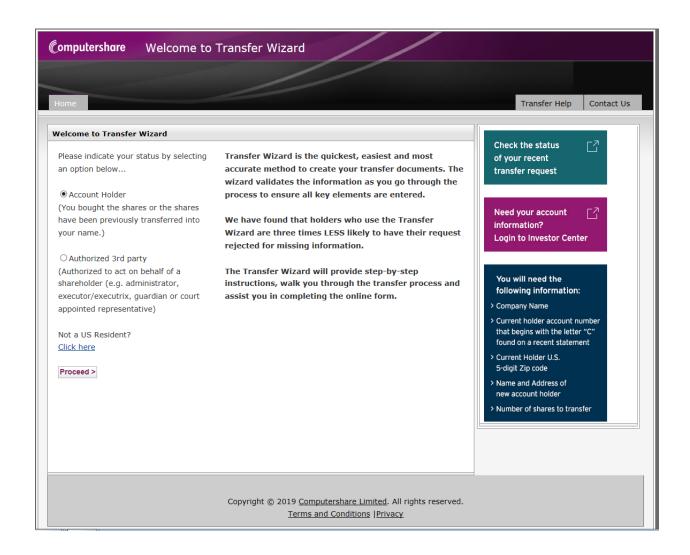
Login to your account or establish your New User access first.

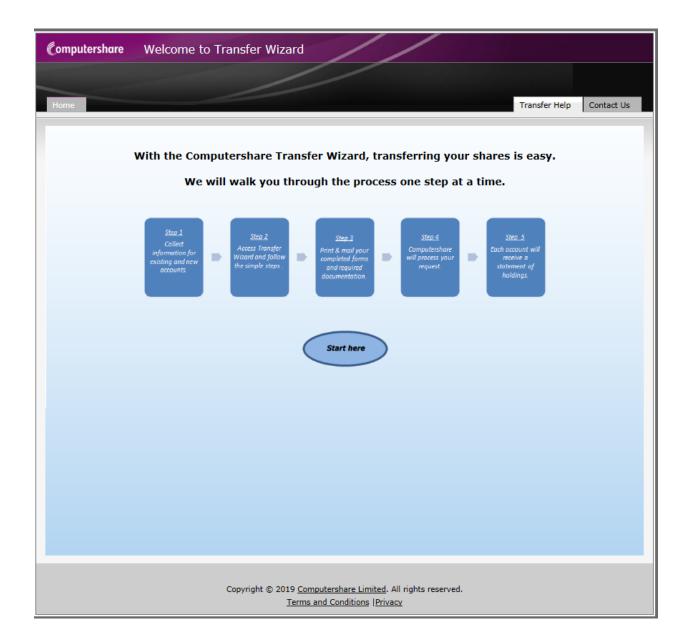


Once logged in you can get further Help...



https://www-us.computershare.com/TransferWizard/Default.aspx





Once you have logged into your account, the HELP page will guide you through everything you need. Online chat, virtual help "Ask Penny", and toll free 877-632-0916 live agents with extended hours are available to shareholders.

Website: www.Computershare.com/investor

Toll Free: 877-632-0916



Computershare PO Box 505005 Louisville, KY 40233-5005 www.computershare.com/investor

The IRS requires that we report the cost basis of certain shares acquired after January 1, 2011 and then sold. Shares transferred out of an account will be done using our default cost basis calculation of first in, first out (FIFO) unless otherwise instructed. Please visit our website, review the enclosed FAQ, or consult your tax advisor if you need additional information about cost basis.

Dear Holder.

As requested, enclosed are the form and instructions needed to transfer stock to a new account, another holder or to request a legal name change. We have also enclosed answers to Frequently Asked Questions (FAQs) to assist you with completing the form and to answer transfer related questions you may have. You can find additional helpful information in the "Help" section of our website, www.computershare.com/investor.

To request the transfer, you will need to complete the following steps:

Step 1: Transfer Request form – Complete the enclosed form. All current registered holders or a legally authorized representative must sign the "Authorized Signatures" section (section 8), with a Medallion Signature Guarantee for each signature. An individual signing on behalf of the current registered holder must indicate his or her capacity next to the signature on the form (e.g. John Smith, Executor or John Smith, Custodian). See the enclosed FAQ document for additional information.

Note that a Medallion Signature Stamp is requested for us to process this transfer request. However, you may be eligible to utilize the Medallion Waiver Option in place of the stamp if you are a US resident, your total account value for this stock is under \$10,000 AND you submit your transfer paperwork with a check payable to Computershare in the non-refundable amount of \$50. Please also enclose a copy of a government issued picture identification such as a license or passport if electing the option not to provide a Medallion Signature Guarantee stamp.

Please include any original stock certificates along with the form (if applicable). If a certificate is lost, please contact us at the customer service number listed on the top right corner of this letter to find out the cost and process for requesting a replacement. Lost certificates must be replaced prior to transferring the shares.

In the absence of direction from the holder or the issuer, or if the share amount in question does not match one of the classes, this transfer may be subject to rejection or clarification.

- Step 2: Form W-9, tax certification The new holder should sign and date the Form W-9 included with the Transfer Request form. If the new holder is unable to provide tax certification at this time, we will send him or her a Form W-9 (Request for Taxpayer Identification Number and Certification) once the transfer request is processed. Computershare will be required to withhold taxes on any dividends or other cash distributions until tax certification is received by us.
- **Step 3:** Send all required documents outlined above to:

Regular mail: Computershare PO Box 505005 Louisville, KY 40233-5005 Overnight/certified/registered delivery: Computershare 462 South 4th Street, Suite 1600 Louisville, KY 40202 It is important that you follow the steps above to ensure that your transfer can be completed. Depending on the type of transfer being requested, your transfer should be completed within 10 business days of receipt. A statement will be sent to the new holder upon completion of the transfer. Please note, the statement cannot be sent to a third party. If your transfer cannot be processed due to missing or incomplete documentation, we will contact you for more information.

Please note that if this stock has a book entry option, certificate requests will only be fulfilled by the owner entering requests via our Investor Centre web site or by contacting a customer service agent. Instructions requesting certificates that accompany this transfer request will not be fulfilled if the book entry option exists. Note that certificate requests may have a fee requirement.

If the value of the shares you are transferring exceeds \$14 million, or if you have any questions, please contact us at the customer service number listed on the top right corner of this letter. You can also submit your questions online through the "Contact Us" section of the website listed on the top right corner of this letter.

Sincerely,

Computershare Enclosures





Computershare PO Box 505005 Louisville, KY 40233-5005 www.computershare.com/investor

Name of Current Account Holder	
Address	
City, State, Zip	Current Holder Account Number
	Company Name
Transfer Request — See enclosed instructions	PLEASE PRINT CLEARLY
CURRENT HOLDER INFORMATION Shares to be Transferred PLEASE NOTE: Whole shares cannot be divided into fractional shares. Daytime Telephone Number Daytime Telephone Number PARTIAL TRANSFER: DRS Book-Entry Shares (number of whole shares to transfer) Investment Plan Book-Entry Shares (number of whole and/or fractional shares)	Legal Name Change (for ownership changes please complete this form in its entirety. If the account is in your name only and a legal name change occurred, check box 1 and consult instructions included with this package for required fields) Transfer ALL Shares (all book-entry shares and any certificated shares submitted) If this box is checked, do not complete sections 4, 5 and 6. ificated Shares (number of whole shares to transfer) IMPORTANT: Original certificate(s) must be submitted for your transfer to be executed.
Check Replacements: Check this box to have uncashed checks in the a reissued in the original issued name. 8 Authorized Signatures — This section must be signed and stamped for your trabe executed. The undersigned does (do) hereby irrevocably constitute and appoint Computershare as attorney to the said stock, as the case may be, on the books of said Company, with full power of substitute premises. The signature(s) below on this Transfer Request form must correspond exactly with the name(s) as shith face of the stock certificate or a Computershare-issued statement for book-entry shares, without or enlargement or any change whatever. The below must be signed by all current registered holders, of authorized representative with indication of his or her capacity next to the signature. NOTE: Signature(s) must be stamped with a Medallion Signature Guarantee by a qualified financial in such as a commercial bank, savings bank, savings and loan, US stockbroker and security of credit union, that is participating in an approved Medallion Signature Guarantee (A NOTARY SEAL IS NOT ACCEPTABLE).	\$10,000, and you live in the United States, you may be eligible to utilize the Medallion Waiver option. See the cover letter for further details and instead use this box to record the check number you will be enclosing in non-refundable payment of the Medallion Waiver option, along with a copy of a government issued photo ID if electing the option not to provide a Medallion Signature Guarantee stamp.
Signature of All Current Holders or Legal Representatives IMPORTANT ► You must complete both sides of this form for	Date (mm / dd / yyyy) r it to be valid.

+





Trai	nsfer Request — See enclosed instructions	PLEASE PRINT CLEARLY
	HOLDER / RECIPIENT INFORMATION Account Type (mark only one box with an "X"):	Please complete for each new holder Use additional pages as necessary
A	Individual (complete A, B, C, G & H) Joint (complete A, B, C, D, G & H) State (complete A, B, C, D, G & H) Other (indicate type and complete A, B, C, D, G & H) New Holder's Existing Account Number (if applicable) Name (First, MI, Last) - Individual / Custodian / Trustee / Executor / Other	Transfer on Death (complete A, B, C, D, G & H) C, E, G & H) Trustee/Trust (complete A-H) *Social Security Number (SSN) or Employer Identification Number (EIN) (do not use hyphens) SSN EIN (check one box above)
D	Name (First, MI, Last) - Joint Holder / Minor / Co-Trustee / TOD Beneficiary / Other (if a	oplicable)
E	Trust / Estate Name (if applicable) Trust / Estate Name - continued	F Date of Trust (mm / dd / yyyy) (if applicable)
	Address Number and Christ Name / DO Day	And (Unit Niverbar
G	Address Number and Street Name / PO Box	Apt. / Unit Number
Н	City	State Zip Code
F C	locumentation that this is a decedent transfer (i.e. Affidavit of Domicile) in which case the egarding the tax implications for each type of transfer. Please check ONLY ONE box. If you check more than one box your transfer will be treat transfer Request Form for further details. Private Sale Date of Sale: Gift Date of Gift:	. If this section is not fully completed, all transfers will be treated as Gifts, unless we receive transfer will be treated as an inheritance. We recommend that you consult with your tax advisor ted as if you had not made any selection. Please see section 10 of How to Complete the Cost Per Share: US Dollars US Dollars

+

Computershare PO Box 505005 Louisville, KY 40233-5005 www.computershare.com/investor

Name					
Address					
City, State, Zip					
City, State, Zip					
Use <u>black</u> ink. Print in CAPITAL letters inside the grey areas as shown in this example.	A B C 1 2 3	X			
Form W-9 Request	for Taxpayer Ider	ntification Numb	er and Certifica	tion	
your account may be subject For joint tenant accounts, the	to backup withholding at the TIN provided must belong ation Number (TIN) istered name and address in the	he applicable tax rate on to the first owner listed he appropriate box. For ind	all dividends and sale p above to avoid backup v viduals, this is your Social	roceeds. vithholding.	m W-9 is not completed and returned,
Social Security Number	loyer identification Number (Eli	•	loyer Identification Number		
		OR			
B Federal Tax Classi	ification				Limited Liability Company
Check appropriate box (required); of	check only <u>ONE</u> of the following b	ooxes:		_	or Other Classification
Individual/Sole Proprietor or Single- Member LLC	C Corporation	S Corporation	Partnership	Trust/ Estate	If you are an LLC or Other Classification, do not complete this form. You must complete an IRS Form W-9. This form can be found on the IRS
	r LLC that is disregarded, check th	e appropriate box above for th	e tax classification of the single	e-member owner.	website at <u>www.irs.gov</u> . See "Limited Liability Company or Other Classification" on the back
C Exempt Payee Co	, ,,	ate the Formation by	and that was and at a con-		of this form for more information.
	npt from backup withholding, ente lyee codes on the back of this for		code that may apply to you.		Exemption from FATCA reporting code (if any) Not Applicable (Applies to accounts maintained outside the U.S.)
D Certification					
backup withholding as a result of 3. I am a U.S. citizen or other U.S 4. The FATCA code(s) entered on Certification Instructions. You mutuall interest and dividends on your to	n is my correct Taxpayer Identificate holding because: (a) I am exemp of a failure to report all interest or person (defined on reverse). this form (if any) indicating that I ust cross out item 2 above if you ax return.	t from backup withholding, or dividends, or (c) the IRS has am exempt from FATCA repo have been notified by the IRS	notified me that I am no long	er subject to backuverse).	enue Service (IRS) that I am subject to up withholding, and Ilding because you have failed to report
This form must be signed and da Sign Here Signature of U.	S. Person - Please keep signature		yyyy) Dayti	ime Telephone Nur	mber

Send form to Computershare. Do not send to the IRS.



How to complete this form

Backup Withholding

The Internal Revenue Service (IRS) requires us to withhold taxes for the applicable rate of backup withholding for U.S. persons without a W-9 tax certification who are not otherwise exempt. Parties acting as disbursement agents, such as Computershare, must withhold and pay to the IRS the applicable tax rate of such payments under certain conditions. This is called "backup withholding." Payments that may be subject to backup withholding include interest, dividends, broker and barter exchange transactions, and royalties. Supplying us with your correct Taxpayer Identification Number (TIN), and signing this form will generally allow you to receive your payments without being subject to backup withholding. Failure to supply your TIN, or supplying us with an incorrect TIN, could result in a \$50.00 penalty being assessed by the IRS.

Receipt of a completed Form W-9 will discontinue backup withholding unless otherwise required.

What Name and Number To Give the Requester

		<u>'</u>
	For this type of account:	Give name and SSN of:
1.	Individual	The individual
2.	Two or more individuals (joint account)	The actual owner of the account or, if combined funds, the first individual on the account
3.	Custodian account of a minor (Uniform Gift to Minors Act)	The minor
4.	a. The usual revocable savings trust (grantor is also trustee)	The grantor-trustee
	b. So-called trust account that is not a legal or valid trust under state law	The actual owner
5.	Sole proprietorship or disregarded entity owned by an individual	The owner
6.	Grantor trust filing under Optional Form 1099 Filing Method 1 (see Regulation section 1.671-4(b)(2)(i)(A))	The grantor
	For this type of account:	Give name and EIN of:
7.	Disregarded entity not owned by an individual	The owner
8.	A valid trust, estate, or pension trust	Legal entity
9.	Corporation or LLC electing corporate status on Form 8832 or Form 2553	The corporation
10	Association, club, religious, charitable, educational, or other tax- exempt organization	The organization
11	. Partnership or multi-member LLC	The partnership
12	. A broker or registered nominee	The broker or nominee
13	Account with the Department of Agriculture in the name of a public entity (such as a state or local government, school district, or prison) that receives agricultural program payments	The public entity
14	. Grantor trust filing under the Form 1041 Filing Method or the Optional Form 1099 Filing Method 2 (see Regulation section 1.671-4(b)(2)(i)(B))	The trust

Exempt payee code. Generally, individuals (including sole proprietors) are not exempt from backup withholding. Corporations are exempt from backup withholding for certain payments, such as interest and dividends. Corporations are not exempt from backup withholding for payments made in settlement of payment card or third

Note. If you are exempt from backup withholding, you should still complete this form to avoid possible erroneous backup withholding.

The following codes identify payees that are exempt from backup withholding:

- 1 -- An organization exempt from tax under section 501(a), any IRA, or a custodial account under section 403(b)(7) if the account satisfies the requirements of section 401(f)(2)
- 2 -- The United States or any of its agencies or instrumentalities
- 3 A state, the District of Columbia, a U.S. commonwealth or possession, or any of their political subdivisions or instrumentalities
- 4 A foreign government or any of its political subdivisions, agencies, or instrumentalities
- 5 A corporation
- 6 A dealer in securities or commodities required to register in the United States, the District of Columbia, or a possession of the United States
- 7 A futures commission merchant registered with the Commodity Futures Trading Commission
- 8 A real estate investment trust
- 9 An entity registered at all times during the tax year under the Investment Company Act of 1940
- 10 -- A common trust fund operated by a bank under section 584(a)
- 11 -- A financial institution
- 12 -- A middleman known in the investment community as a nominee or custodian
- 13 A trust exempt from tax under section 664 or described in section 4947

Limited Liability Company or Other Classification

If you are a Limited Liability Company or Other entity, complete an IRS Form W-9 found on the IRS website www.irs.gov. Be sure to include the information required in the IRS instructions for a Limited Liability Company (LLC) or for Other entities on page 2. Return the completed form to the address below.

Definition of a U.S. Person. For federal tax purposes, you are considered a U.S. person if you are:

- An individual who is a U.S. citizen or U.S. resident alien,
- A partnership, corporation, company, or association created or organized in the United States or under the laws of the United States,
- An estate (other than a foreign estate), or
- A domestic trust (as defined in Regulations Section 301.7701-7).

Exemption from FATCA reporting: If you are submitting this form for an account that is maintained in the United States, you are exempt from FATCA reporting.

Please return the completed form to:

DID YOU KNOW?

You can certify your account online by visiting us at the website on the reverse side of this form. While online, join the thousands of shareholders that have signed up for electronic delivery!

Computershare Tax Operations PO Box 505005 Louisville, KY 40233-5005



How to Complete the Transfer Request Form

SEE FAQs FOR MORE INFORMATION

CURRENT HOLDER INFORMATION

Shares to be Transferred

See the following Frequently Asked Questions (FAQs) section for more information about number and type of shares. All shares transferred will be in book-entry form unless otherwise requested in writing.

- Legal Name Changes: Check this box if you have changed your name legally (usually due to marriage, divorce, or court order, etc.) and the account is in your name only. Sections 2, 3, 8, 9, and 10 are required. All of your book-entry shares will be transferred. Your account number will remain the same, as well as your credentials in our telephone Interactive Voice Response (IVR) system and Investor Centre. Please sign your old name in section 8 for the Medallion Guarantor.
- 2 Enter a daytime telephone number where you can be reached should we have any questions regarding this transfer request.
- Check this box only if you wish to transfer all of the shares in your account. These shares include Direct Registration System (DRS) and investment plan shares held in book-entry form, as well as any certificates submitted. If this box is checked, do not complete sections 4, 5 and 6.
- 4. Enter the number of DRS book-entry shares you wish to transfer.
- Enter the number of certificated shares you wish to transfer. IMPORTANT: In order to transfer certificated shares, you must submit the original certificates with this form. If the number of shares to transfer is less than the number of shares on the certificate, the balance will be put into DRS book-entry form in the name of the current holder and a statement will be mailed.
- 6 Enter the number of investment plan book-entry shares you wish to transfer. If you would like to transfer all of your investment plan shares, you must enter the exact number of shares you hold including any partial share amount.
- 7 Check Replacements: Check this box to replace any checks that may be outstanding on the account (please see FAQ for details). Reissued checks will be made payable as originally issued. Not all accounts will have outstanding checks but Computershare will review and replace if applicable. Checks are sent to the address of record for the original account.
- 8 Authorized Signatures This section <u>must be completed</u> for your transfer to be executed.

After reviewing the form to ensure that all information provided is correct, please sign and date the form in the appropriate boxes. Please note, if you are signing on behalf of the current registered holder you must indicate your capacity (e.g. John Smith, Executor).

Signature(s) must be stamped with a Medallion Signature Guarantee from a qualified financial institution, such as a commercial bank, savings bank, savings and loan, or credit union that is participating in an approved Medallion Signature Guarantee Program. The guarantor institution should verify the medallion stamp is sufficient to cover the value of assets being transacted upon. A Notary Seal is NOT acceptable.

NEW HOLDER/RECIPIENT INFORMATION

If you are transferring to multiple new holders, feel free to photocopy the "New Holder/Recipient" page of the form prior to completion. This page must be completed for each new holder. Please be sure to clearly note the top of each page with the number of shares (not a percentage) to be transferred to each recipient.

9 Account Type – Mark only one box with an "X" indicating the type of account into which you are transferring shares. Complete additional sections as indicated.

Definitions of Account Types:

- An individual registration, e.g. John T. Smith, is used if there is only one account holder. There is only one individual listed on the account.
- A joint tenant registration with right of survivorship, e.g. John T. Smith and Jane T. Doe JT TEN, is used if there are two or more equal holders listed on the account. Please note, the registration must read "and." The word "or" cannot appear in the registration. In the event of the death of one of the listed holders, the securities in the account become the property of the surviving joint holder.
- A trust registration, e.g. John T. Smith and Jane T. Doe TR UA 4-3-66 Smith Family Trust, is used to allow the appointed trustees to handle the securities. All acting trustees are listed on the account, which also names the legal name and date of the trust agreement. To register shares under a trust, a legal trust agreement must exist.

- A custodial with minor registration under the Uniform Gifts to Minors Act (UGMA) or Uniform Transfer to Minors Act (UTMA) of the state of the donor, the state of the custodian or the state of the minor, e.g. John Doe Custodian for Jonathan Doe UTMA NY, is used if the securities are held by a custodian on behalf of a minor. The named custodian is given the legal authority to act on the account on behalf of the minor, until the minor reaches the age of majority under the applicable state's law. The Social Security number associated with the account is that of the minor.
- An estate registration, e.g. John Smith Executor for the Jane Doe Estate, is used to allow a court-appointed legal representative to act on the account. The account is registered in the decedent's estate.
- A transfer on death (TOD) registration, e.g. John Smith TOD Mary Smith, is used to allow an individual (John Smith) or joint owners with rights of survivorship (John Smith and Mary Smith JT TEN) to designate one individual (Mary Smith) or entity as the beneficiary of the account upon the death of the registered holder (John Smith). Please note, the assigning of stock to the beneficiary is not automatic and will require a written request at the time of transfer. NOTE: Only one TOD can be named per account. The TOD registration may not be available for all companies or for all states.
 - Complete A, B, C, D, G & H for a transfer on death (TOD) registration. If the account is being registered as a TOD account, provide the Social Security Number of the primary holder.
- Other common registrations include community property, Limited Liability Company (LLC), nominee, partnership, tenants by entireties and unincorporated association.
- A If the new holder already owns stock in the company under the exact account name being requested, transfer the shares to the existing account by entering the new holder's 11-digit Computershare account number, which starts with a "C".
- B Enter the new holder's 9-digit Social Security Number (SSN) or Employer Identification Number (EIN). Do not include hyphens. If the new account will be in more than one person's name, provide the information for the first name on the account or for the person who will be responsible for paying taxes. If the account is being registered as a custodial account, provide the Social Security Number of the minor. The Social Security number associated with a TOD account is that of the primary holder.
- Enter the new holder's name (first, middle initial, last) if the account type is individual, custodial, trustee, executor or other.
- D Enter the name (first, middle initial, last) of the second new holder on the account if the account type is joint, minor, co-trustee, TOD beneficiary or other (if applicable).
- **E** Enter the name of the trust or estate (if applicable).
- **F** If a trust is entered in section 9E, enter the date of the trust. Leave this section blank if the new account is for an estate or another type of account.
- G Enter the street address or PO Box for the new holder whose Social Security Number or Employer Identification Number was entered in section 9B. If applicable, enter apartment or unit number.
- H Enter the new holder's city, 2-letter state abbreviation and 5-digit postal zip code.
- after Purpose for Transfer/Cost Basis Data instructions for shares acquired after 12/31/2010. Please check off the applicable purpose of the transfer. If this section is not fully completed, all transfers will be treated as Gifts, unless we receive documentation that this is a decedent transfer (i.e. Affidavit of Domicile) in which case the transfer will be treated as an inheritance. We recommend that you consult with your tax advisor regarding the tax implications for each type of transfer.
 - Private Sale: Include the Date of Sale and the Cost Per Share.
 - Gift: Include the Date of Gift was received or the gift date will default to the date that the transfer is processed.
 - Inheritance: Include the Date of Death and Cost per Share or it will default to the date that the transfer is processed.
 - No Change of Ownership: Change of name in cases of marriage or divorce, minor coming of age, addition of spouse to registration, etc. Existing cost basis of shares will be carried over to the new account.



Frequently Asked Questions (FAQs)

Below you will find answers to common questions regarding:

- Account Information
- Transferring Shares
- Uncashed Checks
- Transfer Request Form
- Stock Certificates
- Medallion Signature Guarantee
- Tax Certification, Form W-9
- Managing Your Account Online (Investor Centre)

Note: Reference to our website – www.computershare.com/investor – is made throughout this document.

Account Information

How do I determine the type of shares that I own?

- You own book-entry shares if the shares are held in an electronic account at Computershare. A paper certificate was not issued for these shares.
 - **Direct Registration System (DRS) shares** are book-entry shares that are not part of a company's investment plan.
 - Investment plan shares are book-entry shares that are part of a company's dividend reinvestment plan (DRP) or direct stock purchase plan (DSPP).
- You own certificated shares if a paper stock certificate was issued to you.

How can I find out my current share balance?

If your shares are held electronically by Computershare in book-entry form, the most recent statement that you received will provide the current share balance. For certificated shares, each certificate indicates the number of shares it represents directly on the stock certificate.

Transferring Shares

I want to give my shares to someone I know. Do I have to transfer the shares to them?

Yes. When you give your shares to someone, you are transferring ownership to them.

My legal name has changed, do I have to transfer the shares to myself? Yes. In the case of a legal name change, such as through marriage, complete a Transfer Request form and sign using your old name, which is the current name on the account. Please enter your new legal name in section 9C of the form.

Now that I am of age I would like to remove the custodian from my account. Do I have to transfer the shares to myself?

Yes. You will need to transfer the shares to a new account in your name. Your completed Transfer Request form can be signed by you or the named custodian. Refer to the enclosed form instructions for information on the different account types that are available to you for the new account, e.g. an individual account listing just you as the holder. Please note, you may need to provide proof of age to obtain the required Medallion Signature Guarantee. Also please note, the age of majority for purposes of UTMA/UGMA differs from state to state.

What do I do if I want to transfer shares to several other parties?

If you are transferring to multiple new holders, feel free to photocopy the "New Holder/Recipient" page of the form prior to completion. This page must be completed for each new holder. Please be sure to clearly note the top of each page with the number of shares (not a percentage) to be transferred to each recipient.

What do I do if I want to transfer shares of several companies? You will need to submit a separate completed Transfer Request form,

including a Medallion Signature Guarantee, for each company.

How do I transfer my employee stock purchase plan (ESPP) shares? Please contact your ESPP administrator for details on how to transfer any ESPP shares that you hold.

How do I transfer shares to a brokerage account?

Please contact your stockbroker to initiate the transfer of shares in your Computershare account to a brokerage account.

The new holder has an existing account to which I want the shares transferred. Where can I find the account number of the account to which I want to transfer shares? What if I can't find it?

The new holder should be able to obtain the account number from a statement or other document for that account. If you do not have the account number, please provide all the information you have on the Transfer Request form, and note "unable to locate" in section 9A of the form so that we know you would like the shares transferred to an existing account. We may or may not be able to do this based on the information provided.

Will account features I previously selected automatically carry over from the old account to the new account?

No. Account features, such as direct deposit of dividends or reinvestment of dividends, do not carry over to a new account. Once the transfer is complete, the new holder can easily set up his or her account options online after creating a login ID to use Investor Centre. Please note, any change in registration, including changing a name, will result in a new account.

What do I do if I want to use a different option for transferring my shares other than FIFO?

Please consult your tax advisor and then please contact us online through the "Contact Us" section of the website for further instruction.



Frequently Asked Questions (FAQs)

What legal documents do I need to submit when requesting a transfer on behalf of another?

The institution from which you obtain a Medallion Signature Guarantee will require documentation to verify your identity, legal authority and capacity. For transfer requests valued at less than \$14 million, Computershare does not require copies of the legal documents; however, we may require other documentation for tax purposes, e.g. a certified Affidavit of Domicile. If the value of the shares you are transferring exceeds \$14 million, please contact us online through the "Contact Us" section of the website for further requirements. Please note, you will need to sign the Transfer Request form in your capacity (e.g. John Smith, Executor).

Is there a fee to transfer stock?

Computershare does not charge a fee to transfer stock; however you may incur fees from other institutions. For example, you may be charged a fee by the institution that provides the Medallion Signature Guarantee.

Will you return the paperwork I send to you?

All submitted documents will be kept as part of Computershare's permanent records and will not be returned to you.

Uncashed Checks

Can you reissue uncashed checks in the name of the new holder? No. If any uncashed checks have been lost, we can reissue a check in the name of the original holder. To replace those checks, check box 7 on the Transfer Request form. Holders may also be able to replace checks online via Investor Center: refer to the Investor Center information provided in this FAQ.

Transfer Request Form

Who can I call for help completing the form?

Please contact us online through the "Contact Us" section of the website.

I can't fit all the information in the space provided. What should I do? Please feel free to attach additional pages as needed.

What are examples of other account type choices for the new holder? Other common account types include community property, Limited Liability Company (LLC), nominee, partnership, tenants by entireties and unincorporated association.

Stock Certificates

What if I can't find a stock certificate?

Please contact us online through the "Contact Us" section of the website to find out the cost and process for requesting a replacement. The certificate must be replaced prior to transferring the shares.

How should I send the certificate? Should I insure the mailing?

We recommend using registered mail or a courier service that provides a return receipt. We also suggest that you insure the mailing with the carrier for 3% of the stock's market value, which is the approximate cost to replace a certificate in the event that it is lost in transit.

Should I sign the back of the certificate before I send it?

No. For your protection, we suggest that you do not sign the back of the certificate when presenting it to us for a transfer.

Medallion Signature Guarantee

What is a Medallion Signature Guarantee? Where can I obtain one?

A Medallion Signature Guarantee is a special stamp provided by a bank, broker or credit union (guarantor institutions) that indicates that the individual signing a form is legally authorized to conduct the requested transaction. The guarantor institution should verify the medallion stamp is sufficient to cover the value of assets being transacted upon. Please refer to the note on the cover letter to this form to see if you may be eligible to utilize the Medallion Waiver Option.

Tax Certification, Form W-9

What is a Form W-9? Why do I have to complete the form?

Form W-9 is an Internal Revenue Service tax form that certifies an individual's Taxpayer Identification Number. Submitting a completed form will prevent earnings and sale proceeds paid to the new account from being subject to backup withholding. Without the completed form, Computershare would be legally required to withhold a percentage of each payment to ensure that tax is collected and paid to the Internal Revenue Service.

Where can I obtain one?

The enclosed Transfer Request form includes a Form W-9. The new holder can fulfill this requirement by signing and dating the included Form W-9. The complete Form W-9 can also be downloaded from the "Help" section of the website listed at the beginning of this FAQ document.

What if I do not have the information for the new holder, or the new holder is not available to sign the included Form W-9?

If the new holder is unable to provide tax certification at this time, Computershare will be required to withhold taxes on any dividends or other cash distributions until certification is received. Once we process the transfer request and set up the new account, we will send the appropriate tax certification form (Form W-9) to the new holder.



Frequently Asked Questions (FAQs)

Managing Your Account Online (Investor Centre)

I am a new account holder. Can I access my account online?

Yes. Non-business entity accounts can gain access through "Investor Centre" at www.computershare.com/investor.

Computershare's Investor Centre is a free online service that provides you with a wide variety of self-service tools to help track and manage your personal holdings in the companies we service. Investor Centre allows you to manage your holdings in several different companies simultaneously. Please note that Computershare does not permit online access to accounts registered as a business such as corporations, banks, associations, some trusts, nominees, etc.

What can I do with Internet account access?

Here are some of the things you can accomplish through Investor Centre:

- View current account balances
- Sign up to receive statements and documentation electronically (where available)
- Where available, issue certificates from book positions (may require payment of a fee)
- View transaction history
- View payment history
- View stock prices
- Change your mailing address
- Certify your tax status online (Form W-9 certification)
- Update your bank account details to have funds directly deposited into your bank account
- Replace checks
- Review information on available investment plans
- Enroll in an investment plan, such as a dividend reinvestment plan (where available)
- Buy shares through a direct stock purchase plan (where available)
- Sell book-entry shares held by Computershare
- Download forms
- Access a comprehensive list of frequently asked questions

How do I start using Investor Centre?

To access your account, just follow these easy steps:

Step 1: Go to www.computershare.com/investor and click "Create Login"

Step 2: Fill in the required information

Step 3: Read and accept the terms and conditions

Step 4: Select your member details including a unique user ID and password

Following the initial registration steps, most Investor Centre users are immediately granted full member access to their account and will receive an Investor Centre welcome letter by mail. In some cases, additional verification will be required before access to your account can be granted. Don't worry, this is only temporary, and is done for your protection based upon your account and validation information. In these cases, we will mail you a notice of registration, which includes a verification code. Once you receive your verification code, simply log on to Investor Centre with your user ID and password. Enter the verification code when prompted and you will be granted full member access immediately.

Is my Investor Centre account information secure?

Yes. All communication between our Web server and your computer use industry-standard Secure Sockets Layer (SSL) 2048-bit encryption when you are viewing any details of your holding(s). This is the same type of encryption used by financial institutions worldwide.





Computershare PO Box 505005 Louisville, KY 40233-5005 www.computershare.com/investor

Name	
Address	
City, State, Zip	Holder Account Number
	Company Name
Direct Registration Transaction Request For	m
This form is only applicable to shares held in Direct Registration (DR	S).
Please fill in only one box. If both boxes are filled in all DRS shares will be sold. Sell All Sell This	Deposit The Enclosed Certificate(s)
Shares * OR Number Of Whole Shares *	Quantity of shares to be
Sales requests submitted on this Direct Registration Transaction Request For	
processed as a batch order. Please see instructions on the reverse side for more	information.
If you would like to issue all or some of your shares in certificate form, please access	ss your account via our web site or contact a customer service agent. Please note that fees may apply to
certificate issuance requests.	or your account the cast that are a contract a contract and against a contract that are they apply to
Signatures: The instructions given above must be signed by the registered hol By signing, I/we agree to the terms and conditions of Direct Registration. If you	
Signature 1 - Please keep signature within the box.	Signature 2 - Please keep signature within the box.
District (IV)	
Date (mm/dd/yyyy)	Daytime Telephone Number
* For sales requests for partnerships or corporations, please have your signate	ure(s) medallion guaranteed or provide us with a certified copy of the corporate resolution dated within
180 days or a certified copy of the partnership agreement dated within 60 day	
IN THE EVENT YOU WISH TO MAKE A TRANSACTION TO	7
YOUR ACCOUNT, PLEASE MARK ONE BOX ONLY.	
IF YOU DO NOT WISH TO MAKE A TRANSACTION AT THIS	
TIME, PLEASE RETAIN THIS FORM FOR FUTURE USE. YOU ARE NOT REQUIRED TO TAKE ANY FURTHER ACTION.	
THE REPORT OF THE PARTY OF THE	'

How To Fill Out the Direct Registration Transaction Request Form

Sell - To sell ALL shares, check the "Sell All Shares" box on the reverse side. To sell only a portion of the shares you hold, **DO NOT** check the "Sell All Shares" box; instead, indicate the number of shares you wish to sell in the "Sell This Number Of Whole Shares" box, and return to the address below. Sale requests submitted on this *Direct Registration Transaction Request Form* will be treated as a batch order and are generally processed no later than five business days after the date on which the form is received. A market order sale may be available by telephone or through Investor Centre at www.computershare.com. Please contact us at the phone number listed on the reverse side or refer to the Terms and Conditions of Sales Facility in the Direct Registration brochure for more information concerning the types of orders available and fee details. Note: market orders and batch orders are subject to different fees. When selling through Computershare, you are unable to direct the time at which the shares may be sold and you are unable to select the broker through whom sales are made.

Deposit - Indicate the quantity of shares to be deposited in the "Deposit The Enclosed Certificates" box on the reverse side and mail your certificates with the *Direct Registration Transaction Request Form* to the address below. We recommend that you ship the certificates via courier service. Do not endorse the certificates. A confirmation of the transaction will be mailed to you for your records.

Issue - Certificate issuance requests may only be made via our web site or by calling a customer service agent. Please note that a fee may apply to certificate issuance requests.

Cost Basis - The IRS requires that we report the cost basis of certain shares acquired after January 1, 2011. If your shares are covered by the legislation and you sell or transfer the shares and request a specific cost basis calculation method, we will process as requested. If you do not specify a cost basis calculation method, we will default to either the first in, first out (FIFO) for equity issuers or for certain closed-end funds, average cost basis method. Please note that Closed-End Funds and/or Registered Investment Companies are not required to report cost basis until January 1, 2012. Please visit our website or consult your tax advisor if you need additional information about cost basis.

SSN/TIN Certified - If your account is not certified, you must complete a W-9 or W-8BEN tax form or taxes will be withheld from any dividends or sales proceeds per Internal Revenue Service requirements.

OTHER TRANSACTIONS - To obtain forms for transferring your Direct Registration shares to another person or to make changes to your account, such as an address change, please call the telephone number or visit our website on the reverse of the form.

MAIL TO: Regular Mail: Computershare Courier or Certified Mail: Computershare

PO Box 505005

Louisville, KY 40233-5005

462 South 4th Street, Suite 1600 Louisville, KY 40202



INVESTOR SERVICES

Direct Registration

the security and convenience of certificateless share ownership

The Company in which you own stock has elected to use the Direct Registration System (DRS) as its means of recording stock ownership. This brochure outlines what DRS means to you as a shareholder.

DRS is share ownership without paper stock certificates. Your shares are held in book-entry form. As the Company's transfer agent, Computershare keeps a record of your shares on the Company's register of owners. When you transfer or sell DRS shares, the transaction takes place electronically without the movement of stock certificates. The following pages more fully describe DRS.

Frequently Asked Questions

Why is the Company using DRS?

DRS:

- Eliminates your risk of loss, theft or destruction of certificates, plus the time and expense to replace a lost certificate
- Eliminates the cost of maintaining a secure place to keep your certificates
- Makes your stock transactions faster and easier
- Saves the Company unnecessary printing and mailing expenses
- Supports the U.S. securities industry's move towards certificateless shares
- Has become the global standard for share ownership
- Offers a quick and convenient way of selling your DRS shares

Without certificates, how will I know how many shares I own?

Each time you have a share transaction you are sent a *Direct Registration Transaction Advice (Advice)* reporting the number of the Company's shares you hold in book-entry form. For instructions on how to transfer your shares, please visit us online or call Computershare at the telephone number on your *Advice*.

What about the certificates I already hold?

If applicable, you may convert your **certificated shares** in the Company to DRS if you wish. To do this, send your stock certificate(s), along with a signed written request to deposit the enclosed certificates into your account, to:

Computershare

Attn: Stock Transfer Department 462 South 4th Street, Suite 1600

Louisville, KY 40202

Note: We cannot convert your stock certificates to DRS shares without receipt of the actual certificates.

We recommend that you use a courier service and please make sure that you **DO NOT** sign the back of your certificates.

How do I sell my DRS shares?

You may sell your shares through the DRS Sales Facility, administered by Computershare Trust Company, N.A. The types of sale orders available may be different for each company. You may go online at www.computershare.com/investor or call Computershare to find out what order types are available. The following describes the types of orders.

Market Order. A market order is a request to sell shares promptly at market price. For Market Orders, depending on the number of shares being sold and current trading volume in the shares, a Market Order may only be partially filled or not filled at all on the trading day in which it is placed, in which case the order, or remainder of the order, as applicable, will be cancelled at the end of such day. To determine if your shares were sold, you should check your account online at www.computershare.com or contact us. If your Market Order sale was not filled and you still want the shares sold, you will need to reenter the sale request. A sale request received in writing may, in Computershare's sole discretion, be treated as a Market Order sale or may be submitted with other sales requests for a security received in writing as an aggregated request. Sale instructions received in writing by Computershare will be processed no later than five business days after the date on which the order is received (except where deferral is required under applicable federal or state laws or regulations), assuming the applicable market is open for trading and sufficient market liquidity exists.

Day Limit Order. A Day Limit Order is an order to sell shares when and if the stock reaches a specific price on a specific day. The order is automatically canceled if the price is not met by the end of that trading day (or, for orders placed outside of market hours, the next trading day). Depending on the number of shares being sold and current trading volume in the shares, such an order may only be partially filled, in which case the remainder of the order will be canceled. Any request by you to otherwise cancel a pending Day Limit Order will be honored on a best efforts basis.

Good-Til-Canceled (GTC) Limit Order. A GTC Limit Order is an order to sell shares when and if the stock reaches a specific price at any time while the order remains open (typically 30 days, but may differ by company). Depending on the number of shares being sold and current trading volume in the shares, sales may be executed in multiple transactions and may be traded on more than one day. If shares trade on more than one day a separate fee will be charged for each day. The order (or any unexecuted portion thereof) is automatically canceled if the price is not met by the end of the order period. The order also may be canceled by the applicable stock exchange or at your request, by telephone or online.

Are there any fees?

Sales proceeds in Market Orders, Day Limit Orders and GTC Limit Orders equal the market price that the broker receives for your shares, less applicable taxes and fees. If available, requests for such order types may only be placed online or by telephone using the Interactive Voice Response (IVR) system or through a Customer Service Representative (CSR).

For more information about the timing, processing, and the pricing of sale requests, see the Terms and Conditions of Sales Facility on the back of this page. For questions on fees please log into your account at www.computershare.com. Note: the different types of orders and orders placed by telephone through a CSR are subject to different fees.

Can I transfer my DRS shares to my broker?

Yes, have your broker request your shares be sent to them through the Depository Trust Company's Direct Registration Profile System. You need to supply your broker with a copy of your latest *Advice* and the following information:

- Your Computershare account number (on your Advice)
- Your Social Security Number
- Computershare's DTC number, 7807
- The number of whole shares you wish to move from your Computershare account to your brokerage account

02NSYB

Terms and Conditions of Sales Facility

As a condition to using the Direct Registration services provided by Computershare Trust Company, N.A. ("Computershare"), you hereby agree to the following terms:

- Sale Requests
- (a) As a holder of book-entry shares, you may request that Computershare sell all or a portion of your shares online at www.computershare.com, via telephone or in writing. In submitting the sale instruction, you agree that Computershare may transfer your shares to complete the sale, including transfers to a nominee account of Computershare and to Computershare's brokerage firm.
- (b) If available, Market Order, Day Limit Order, and Good-Til-Canceled (GTC) Limit Order sale requests received at www.computershare.com through Investor Centre or by telephone will be placed promptly upon receipt during market hours (normally 9:30 a.m. to 4:00 p.m. Eastern Time). Any orders received after 4:00 p.m. Eastern Time will be placed promptly on the next day the market is open. The price shall be the market price of the sale obtained by Computershare's broker, net of fees. For Market Orders, depending on the number of shares being sold and current trading volume in the shares, a Market Order may only be partially filled or not filled at all on the trading day in which it is placed, in which case the order, or remainder of the order, as applicable, will be cancelled at the end of such day. To determine if your shares were sold, you should check your account online at www.computershare.com or contact us. If your Market Order sale was not filled and you still want the shares sold, you will need to re-enter the sale request.
- (c) Sale requests received in writing may, in Computershare's sole discretion, be treated as a Market Order sale (as described in Section 1(b) above), or may be submitted with other sale requests for a security received in writing as an aggregated request. Sale requests received in writing by Computershare will be processed no later than five Business Days after the date on which the order is received assuming the relevant markets are open and sufficient market liquidity exists (and except where deferral is required under applicable federal or state laws or regulations). (As used herein, the term "Business Day" means any day except a Saturday, Sunday, Federal Reserve Bank holiday or New York Stock Exchange holiday). In the event sale requests are aggregated, the price to each selling shareholder shall be the weighted average sale price obtained by Computershare's broker net of fees for each such order placed by Computershare and executed by the broker. To maximize cost savings for aggregated order sale requests, Computershare will seek to sell shares in round lot transactions. For this purpose Computershare may combine each selling shareholder's shares with those of other selling shareholders.
- (d) A Day Limit Order (an order to sell shares when and if the stock reaches a specific price on a specific day) is automatically canceled if the price is not met by the end of that trading day (or, for orders placed outside of market hours, the next trading day). Depending on the number of shares being sold and current trading volume in the shares, such an order may only be partially filled, in which case the remainder of the order will be canceled. Any request by you to otherwise cancel a pending Day Limit Order will be honored on a best efforts basis.
- (e) For a GTC Limit Order (an order to sell shares when and if the stock reaches a specific price at any time while the order remains open (typically 30 days, but may differ by company)), depending on the number of shares being sold and current trading volume in the shares, sales may be executed in multiple transactions and may be traded on more than one day. If shares trade on more than one day a separate fee will be charged for each day. The order (or any unexecuted portion thereof) is automatically canceled if the price is not met by the end of the order period. The order also may be canceled by the applicable stock exchange or at your request in writing, by telephone or online.
- (f) Proceeds from the sale will generally be mailed within three (3) Business Days of the date upon which the sale transaction is settled. You agree that Computershare makes no representations or warranty that any of the services shall be performed at any set time, and Computershare shall not be liable of any change in the market value of any security at any time. If you are a shareholder enrolled in the Company's dividend reinvestment or direct stock purchase plan (collectively, the "Plan"), and the Plan provides that split, spin-off, or distributed shares are to be allocated to the shareholder through the Plan, then the sale of book-entry shares will be subject to the Plan, in which case such shareholder may not use the sales facility.
- (g) Computershare will instruct its broker, which may be an affiliate of Computershare, to effect sales on any securities market where the Company's shares are traded, subject to such terms with respect to price, delivery or other factors as Computershare may determine. No instruction to sell shares recently acquired will be accepted until the shares have been completely posted by Computershare to your book-entry Direct Registration account. You do not have any authority or power to direct the exact time at which shares may be sold or to select the broker or dealer through whom sales are to be made.
- (h) Except as otherwise provided for Day Limit Orders and GTC Limit Orders, all sales requests are final. Once Computershare receives your sale instructions, the request cannot be stopped or canceled. Shares sold may be a combination of DRS and Plan shares. Computershare does not provide any investment advice or recommendations with respect to any sale transaction initiated by you. Any decision to sell any security under the Sales Facility must be made by you based upon your own research and judgment. The IRS requires that we report the cost basis of certain shares acquired after January 1, 2011. If your shares were covered by the legislation and you sold or transferred the shares and requested a specific cost basis calculation method, we have processed as requested. If you did not specify a cost basis calculation method, we have defaulted to the first in, first out (FIFO) method. Please visit our website or consult your tax advisor if you need additional information about cost basis.
- 2. Fees. In processing a sale instruction, you agree that Computershare is entitled to compensation under its fee schedule. The charge for the transaction is available online at www.computershare.com. All fees shall be deducted from the sale proceeds. The fees are subject to change at any time without notice. You may inquire about the applicable fee before requesting a sale.
- 3. Taxes. Computershare, as dividend disbursing agent and as Direct Registration sales service agent, is required to perform backup withholding on those accounts which do not have a certified tax identification number. To avoid backup withholding on dividend disbursements or on sales of shares, please be sure your tax identification number on file with us is certified through the completion of Form W-9. Please visit us online if you need a W-9 for this purpose.
- 4. Corporate Insiders. If you are subject to Section 16 of the Securities Exchange Act of 1934 (or any rule promulgated thereunder) or are an affiliate of the Company (as that term is defined in Rule 144 of the Securities Act of 1933), you agree not to use the Sales Facility except in strict compliance with applicable securities law. You further agree that you are solely responsible for determining and maintaining compliance under applicable securities law. (Please note that the processing of such sales orders may entail additional delays.)
- 5. Limitation of Liability. No obligations are assumed by Computershare other than those that are specifically set forth herein, it being expressly understood that there are no implied duties or obligations under this Sales Facility. Computershare shall not be liable to you for any action taken or omitted to be taken in connection with or under this Sales Facility, except that Computershare shall be liable for direct losses incurred by you arising out of the willful misconduct of Computershare. Under no circumstances whatsoever shall Computershare be liable for special, indirect, incidental, punitive or consequential loss, or damage of any kind whatsoever (including, but not limited to, lost profits), even if Computershare has been advised of the possibility of such loss or damage. Under no circumstances whatsoever shall Computershare be liable for any actions or inactions of any brokerage firm retained by Computershare to perform any services under this Sales Facility. Computershare shall not be liable for any loss or damage resulting from its inability to comply with these Terms and Conditions by reason of events beyond its reasonable control, including acts of war, terrorism, riots, civil emergencies, acts of God or nature, local or regional electrical or communications system breakdowns, or acts of civil or military authority.
- 6. Entire Agreement and Modifications. The terms and conditions of this Sales Facility, including this brochure and all exhibits attached hereto, constitutes the entire agreement between the parties with respect to the subject matter hereof and supersedes all prior or contemporaneous agreements, whether written or oral, between the parties. Computershare reserves the right to amend or modify these Terms and Conditions and to terminate this Sales Facility at any time, by sending a copy of such modification or notice of termination (that may be included with normal company mailings to shareholders) to shareholders in Direct Registration or by posting a copy of such modification or notice at www.computershare.com.
- 7. Governing Law and Jurisdiction. The Sales Facility shall be governed by the laws of the State of New York (without regard to the conflict of law principles), and the parties hereby consent to the jurisdiction of courts in Illinois, New Jersey, and Massachusetts (whether state or federal) over all matters relating to this Sales Facility.

Privacy Notice

At Computershare, we take privacy seriously. In the course of providing services to you in connection with employee stock purchase plans, dividend reinvestment plans, direct stock purchase plans, direct registration services and/or custody services, we receive nonpublic, personal information about you. We receive this information through transactions we perform for you, from enrollment forms, automatic debit forms, and through other communications with you in writing, electronically, and by telephone. We may also receive information about you by virtue of your transaction with affiliates of Computershare or other parties. This information may include your name, address (residential and mailing), social security number, bank account information, date of birth, government-issued identification number, and other financial information.

With respect both to current and former customers, Computershare does not share nonpublic personal information with any non-affiliated third-party except as necessary to process a transaction, service your account or as required or permitted by law. Our affiliates and outside service providers with whom we share information are legally bound not to disclose the information in any manner, unless required or permitted by law or other governmental process. We strive to restrict access to your personal information to those employees who need to know the information to provide our services to you. Computershare maintains physical, electronic and procedural safeguards to protect your personal information.

Investor Center User Guide



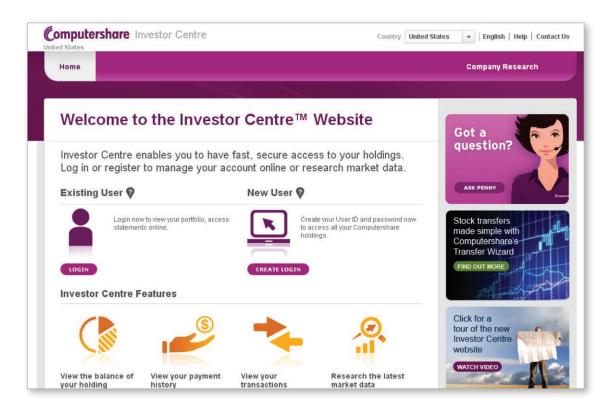
Investor Center User Guide

CONTENTS

Overview	3
Getting Started	9
How to Register	4
Portfolio	10
Dividends and Payments	14
Transaction History	16
Statements and Documents	18
Company Research	19
My Profile	20
Selling Shares	21

OVERVIEW

Welcome to Computershare's Investor Center™ website. We have designed our shareholder Web application to provide shareholders with easy access to their portfolio of accounts, including historical transaction and payment data, statements, and tax documents. The Investor Center site is available around the clock. User access is secure and designed to allow shareholders to get the most out of their online account management experience.



GETTING STARTED

Go to: www.computershare.com/investor.

First-time users should click the "create login" button to follow the steps for creating a unique user ID.

Returning investors simply click login and enter their user ID and password. If you have forgotten your user ID or password and wish to access your account, click on the "forgot user ID?" or "forgot password" button on the page to go through the recovery process.

HOW TO REGISTER

If you are a first-time user, you will need to validate your account with us. You can do this by using either your social security/taxpayer number or your account number and providing the requested additional information.

Option 1 - Social Security number:

- > Social Security number or taxpayer ID
- > Zip code
- > Ticker symbol or company name



Option 2 - Holder Account Number (US resident)

- > Account number
- > Zip code
- > Ticker symbol or company name



Option 2- Holder Account Number (not a US resident)

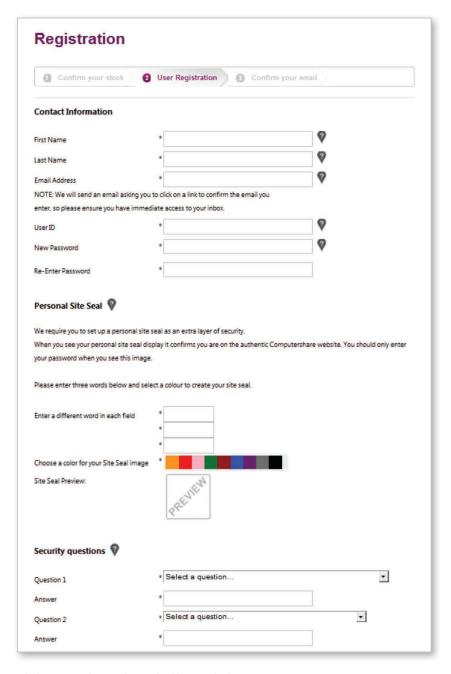
- > Account number
- > Last Name
- > Ticker symbol or company name



Investor Center User Guide

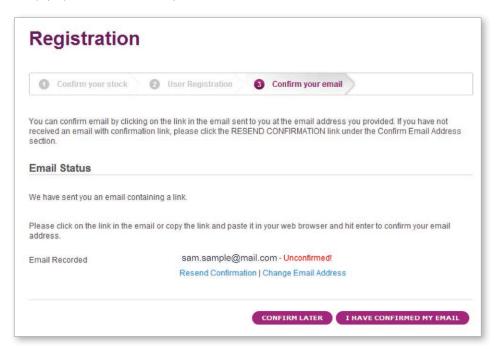
After accepting the terms and conditions, you will be directed to the "User Set-up" page. There, you will provide your name, email address and mobile phone number for account validation (mobile number is optional). You will also be prompted to create a unique "site seal" by choosing a color and entering three words of your choice. This custom site seal will appear each time you log in as an added layer of verification.

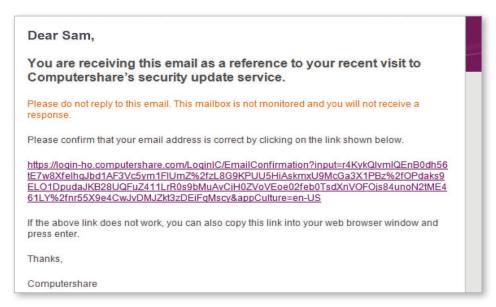
Choose a user ID and password for your account and enter them into the designated boxes. Finally, you will be asked to select three security questions.



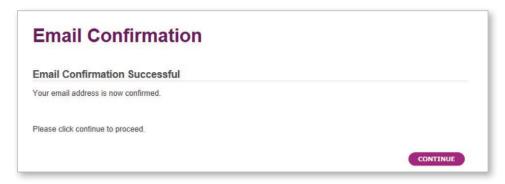
Click "Save" to continue to the next step.

On the next page you will receive a message that an email confirmation link has been sent to you. Simply open the email that you receive and click the confirmation link.





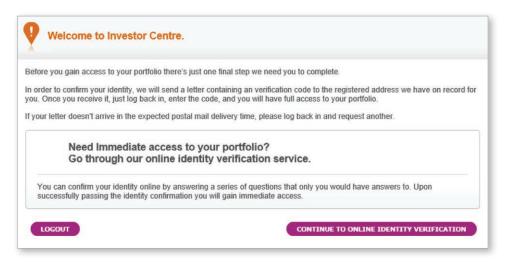
Upon clicking the link you will receive a confirmation that your email address has been confirmed.



Due to regulatory considerations, some accounts meeting certain criteria may need to provide further authentication before gaining full access to their portfolio. If this is the case for you, you will be offered one of two options:

Option 1:

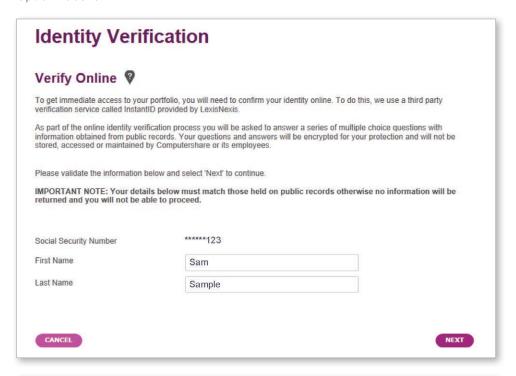
If you do not have Social Security number on record in Investor Center, after confirming your email address you will be notified that a verification code is being mailed to you. Once you receive your verification code in the mail, simply log onto the site and enter the code when prompted.

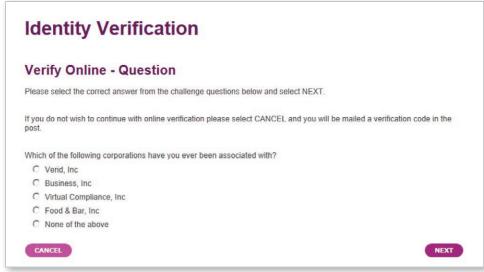


Option 2:

If you have a Social Security number on record in Investor Center, you will be offered the option to use our online identity verification process. Just verify your Social Security number, name and address and click next to proceed. Using our third party provider, LexisNexus, we will present you with question obtained from public records. Once the questions are answered successfully you will have full access to the site.

If you answer the questions incorrectly, we will simply mail you the verification code as stated in Option 1 above.

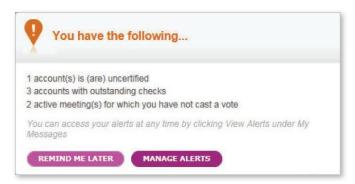




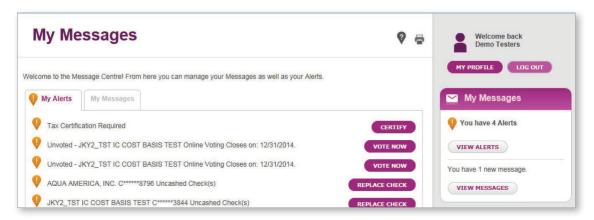
ALERTS

Investor Center will alert you if you have important items you need to address in your portfolio. If any of your accounts have one of the following scenarios you will receive a pop-up alert when you log in. You will see the alert(s) upon each login until the item is addressed:

- > Invalid mailing address
- > Uncertified Tax status
- > Uncashed checks
- > Unvoted proxy for an annual or special meeting



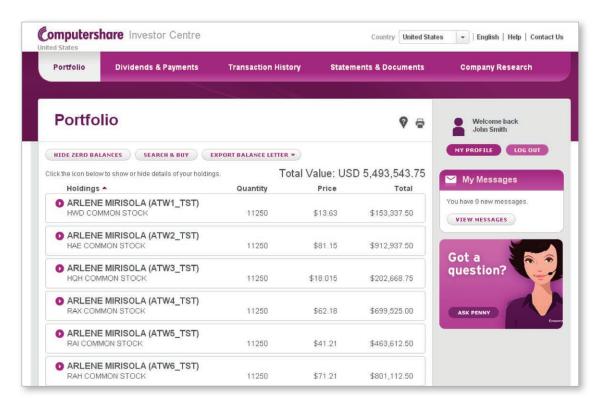
To respond to an alert simply choose "Manage Alerts" and select the alert you wish to action. You will then be taken to the related online wizard to complete your update.



Investor Center User Guide

PORTFOLIO

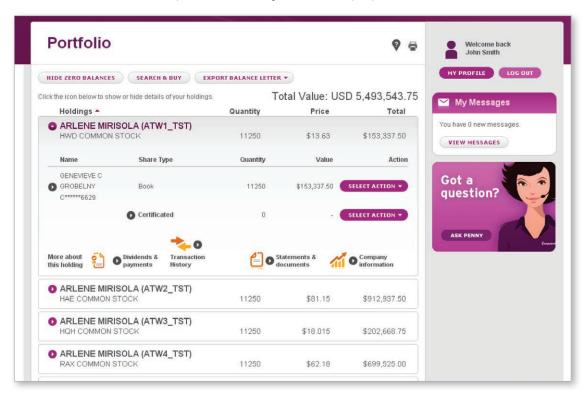
Portfolio is a snapshot of all your holdings with Computershare, including number of shares held, values and related links. Your portfolio is organized by company, so if you own various types of shares in a particular company (certificate shares, registered shares, employee plan shares, etc.), they are all consolidated under the same holding.



The Portfolio also serves as the launching pad for your Investor Center experience. Using the navigation bar at the top, you can easily access the other sections of the site. Profile information and your message center can be found on the right.

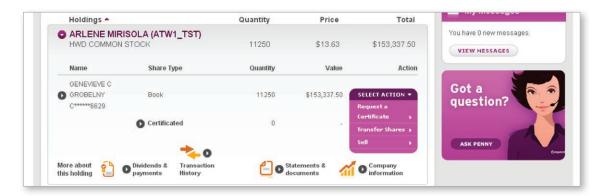
Additional detail on holdings

To see additional detail on a particular holding, click on the purple arrow icon on the left.



For each type of holding, you can hover your mouse over the "Select Action" drop-down menu to see a list of transaction options for that type of holding. You will only see actions applicable to your holdings, such as "sell shares," "buy shares," "share transfer" and certificate requests.

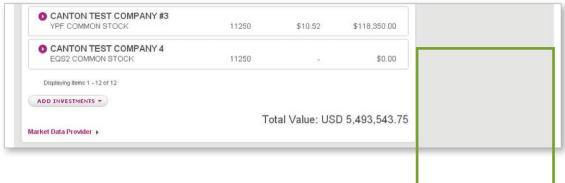
You can also obtain more information about your holding by clicking on one of the "More about this holding" shortcut buttons.



Add investments

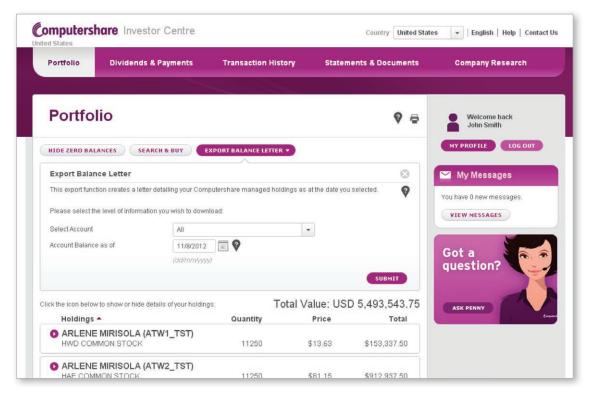
If you have shares held outside of Computershare you may use the Add Investments feature to enter the number of shares you own and the company. This will then be added to your portfolio balance and provide you with a total portfolio value.

Please note that any decrease or increase in you balances entered in Add Investments are not update automatically as they are not managed by Computershare. You may use the Edit feature to make updates to the balance.



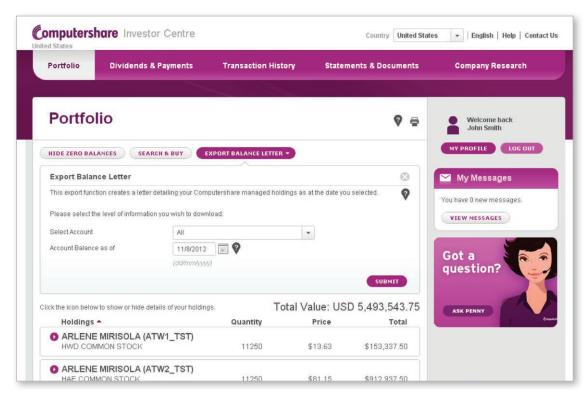
Balance letter

To retrieve a balance letter, simply click on the "Export Balance Letter" button and select the criteria you desire for you letter.



User tools

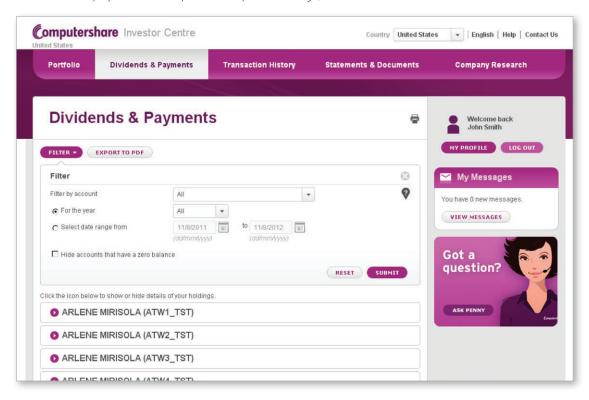
On the right-hand side of the website, you will see the user tools, including your name, message center and a link to "My Profile" where you can manage your account details. From the "My Profile" page, you can update your account and holding preferences, enroll in dividend reinvestment plans, update banking information, purchase additional shares and retrieve tax information (more information on "My Profile" can be found later in this document).



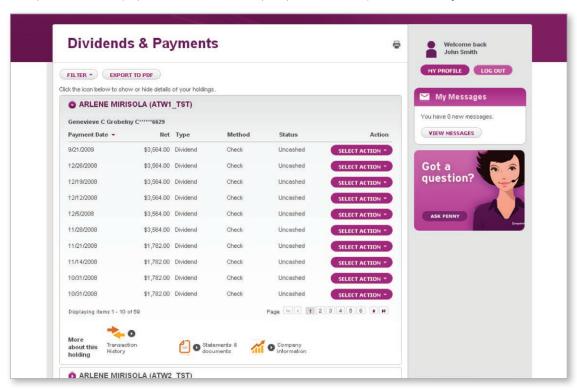
DIVIDENDS AND PAYMENTS

You can manage your dividends and payments through this section of the site. The "Filter" button at the top allows you to narrow down your dividend information to a selected account, year or date range.

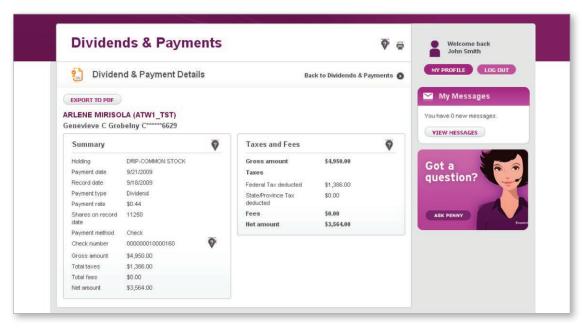
You can export a PDF of your dividend and payment history by clicking the "Export to PDF" button (the PDF will contain all information for the filter criteria you selected; if you select no criteria, the PDF will contain all dividend and payment history for all of your holdings).



To see more about a particular holding, click on the purple arrow icon to the left. This view will show you every dividend and payment over the history of your ownership of the holding.

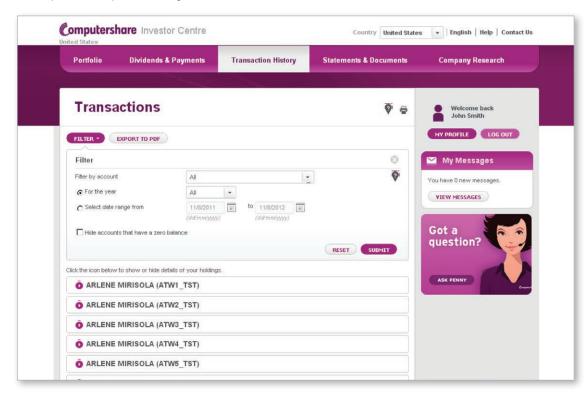


For more information on a particular dividend, click the "More Details" button to view all the details on a particular dividend payment with the option of exporting to a PDF file.

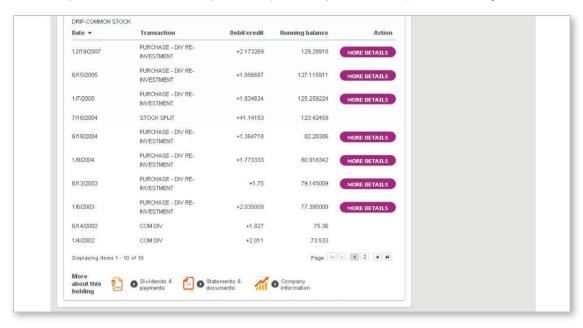


TRANSACTION HISTORY

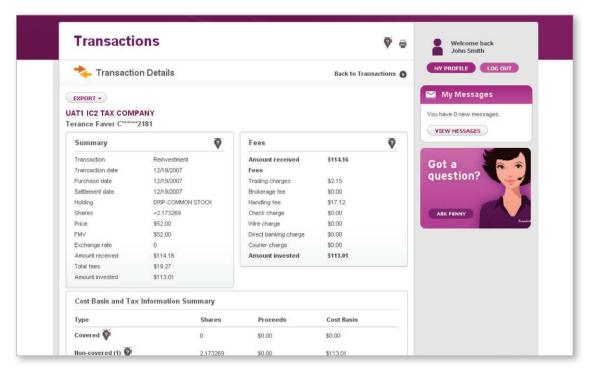
This area allows you to view and manage your transaction history. The "Filter" button at the top allows you to narrow down your transaction history information to a selected account, year or date range. You can export a PDF of your transaction history information by clicking the "Export to PDF" button (the PDF will contain all information for the filter criteria you selected; if you select no criteria, the PDF will contain all transaction history for all of your holdings).



To see more about transactions from a particular holding, click on the purple arrow icon to the left. This view will show you all transaction history over the period of your ownership of the holding.

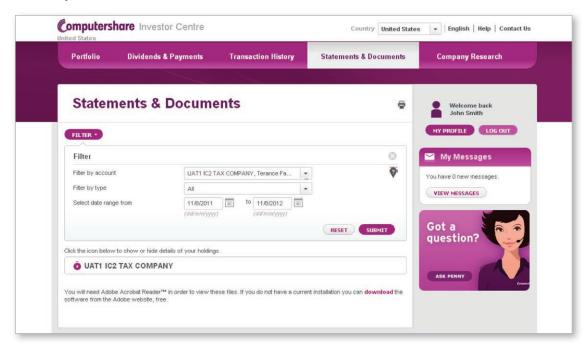


For more information on a particular transaction, click the "More Details" button to view all the details and to export into a PDF file.

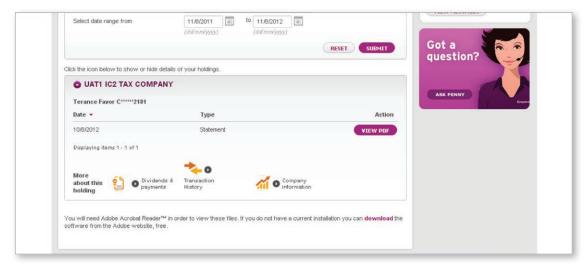


STATEMENTS AND DOCUMENTS

This area allows you to view and manage various statements and documents for your holdings. The "Filter" button at the top allows you to narrow down your statements and documents to a selected account, year or date range.

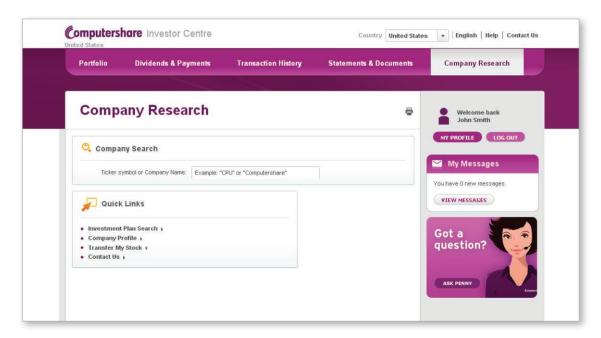


To see more about transactions from a particular holding, click on the arrow icon to the left. This view will show you all transaction history over the period of your ownership of the holding. To view a document in your chosen holding, simply click the "View PDF" button.

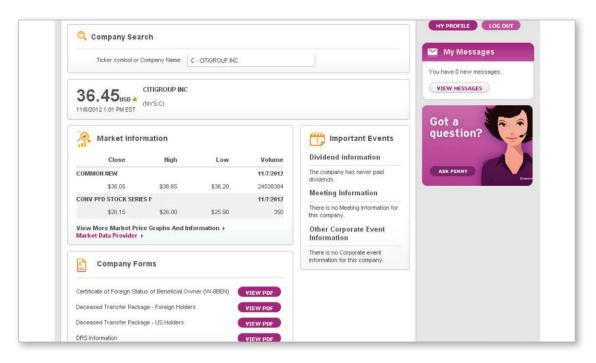


COMPANY RESEARCH

You can learn more about the companies you are invested in, or obtain information on companies you are considering investing in, by going to the "Company Research" section of the Investor Center site. Simply type in the ticker symbol or company name to begin your search.

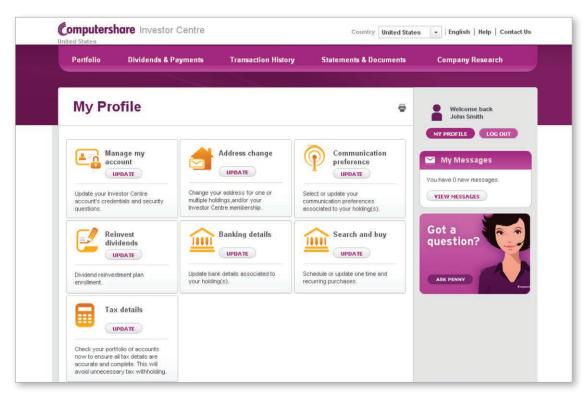


Information for the company you select will appear on the screen, including market price (and an option to view even more detailed market information on the company), any upcoming corporate actions or events, and company forms.



MY PROFILE

The "My Profile" section is where you go to update your account and holding preferences, enroll in dividend reinvestment plans (if available), update banking information, purchase additional shares and retrieve tax information.

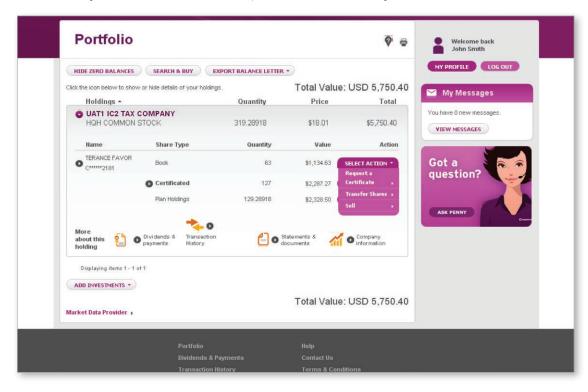


You can conduct the following activities from the various links within "My Profile":

- > Manage my account update your Investor Center account and login information
- > Address change update/edit addresses for any of your holdings
- > Communication preference enroll in electronic communications to receive documents electronically, rather than via mail, providing fingertip access to materials and reducing environmental impact
- > Reinvest dividends if one of your holdings offers a dividend reinvestment plan, this link will take you to a page that walks you through the enrollment process
- > Banking details provide account and routing numbers for direct deposit of payments and dividends
- > Search and buy expand current holdings or purchase shares in a new company
- > Tax details confirm all tax information is current and complete

SELLING SHARES

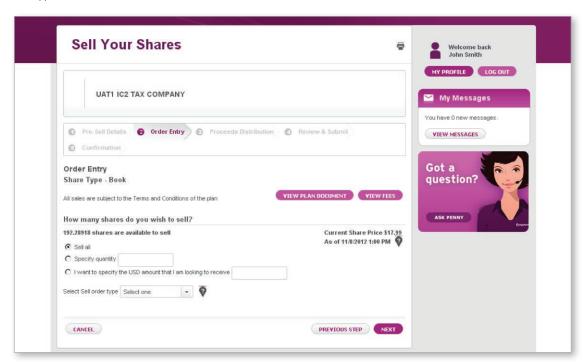
Selling shares is easy through the Investor Center website. From your portfolio, click on the holding you wish to sell from, go to the "Select Action" drop-down menu on the right and click "Sell."



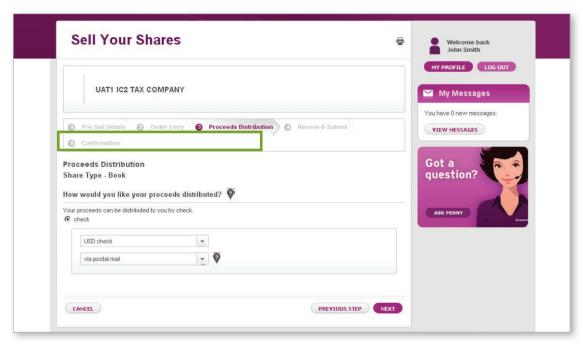
Investor Center User Guide

From here, you will be walked through a simple, five step process to sell shares.

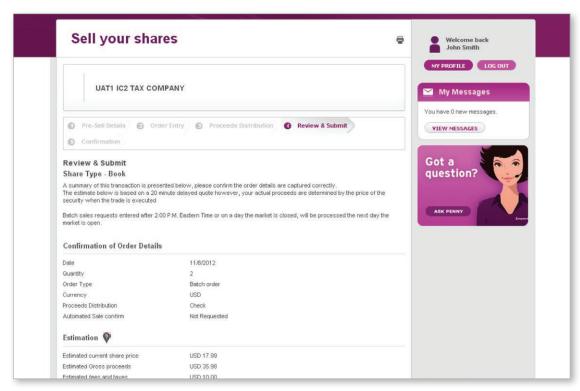
- 1. Pre-sell details. Confirm that your address and banking information is correct before clicking "Next."
- **2. Order Entry.** Specify the amount of shares you wish to sell (by number of shares or dollars) and the order type. Click "Next."



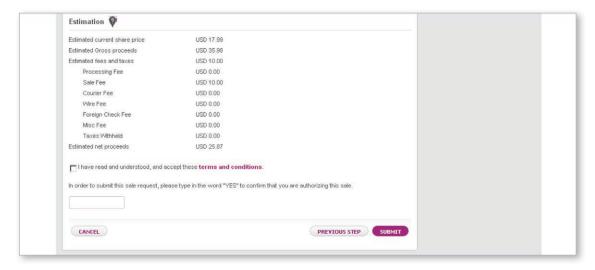
3. Proceeds distribution. Select how you wish to receive your payment (check, ACH deposit, etc.) and your preferred delivery method. After making your selections, click "Next."



4. Review and Submit. This page provides a recap of your sale, including your total proceeds after all applicable fees.



To confirm the sale, click the check box acknowledging the terms and conditions, and type "YES" into the authorization box (this final step prevents inadvertent sales).



5. Confirmation. This final page confirms your order and can be printed for your records.