



Guiding your path to

A Smooth Transition

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Welcome

Equiniti (EQ) is delighted by our appointment as transfer agent and registrar and we thank you for the trust you have placed in us. EQ will partner with you in all aspects of your shareholder servicing to help ensure that we continually meet, if not exceed, your expectations for service excellence, security, accuracy and flexibility.



We are pleased to offer you this transition guide which has been prepared as a map to chart your progress through the transition process. We are confident that our highly experienced team of specialists and our disciplined methodology will serve as a strong introduction to a long-term and mutually beneficial relationship.

A dedicated Project Manager within our Business Integration Unit (BIU) will partner with your Relationship Manager (RM). They will co-manage your transition to ensure a seamless event, including the migration of all historical data and systematic indicators.

Our team of specialists will work directly with your company officials, regulatory authorities, prior transfer agent and any other parties necessary to ensure the accurate and timely completion of the transition onto our platform.

In this capacity, our team will:

- Act as a liaison between relationship management, operations, legal counsel, external vendors and other technical units during the transition process as it pertains to your records in order to confirm that all aspects of your transition occur seamlessly.

- Ensure that the appropriate subject-matter experts work with you to update your plan prospectus as it relates to the transition, if applicable.
- Partner with you to develop and deliver shareholder communication materials that will introduce your investors to the change in agent and all related instructions.
- Interface with EQ's Data Integrity Unit to review all of the appropriate shareholder related data such as historical details, geographical, tax and special account codes.
- Confirm balances such as outstanding deposits from past payments and associated balances for funding accounts with the prior agent.
- If applicable, work with you to transfer your dedicated toll free number from the prior agent.
- Ensure that all audit requirements and internal verifications related to transition records are fulfilled and received from the prior agent.

In the next section we will review our four step approach to the transition process. We encourage you to reach out to your RM frequently throughout your transition, leveraging his/her expertise and role as your advocate within Equiniti. Let's get started!



A Smooth Transition

Equiniti approaches each client transition as a unique event, taking into consideration your company's specifications, corporate profile, shareholder base, historical activity and immediate to long-term goals. The progress of the transition is closely managed and calibrated as needed to ensure that all checkpoints are met.

Prior to the transition start date you will receive a customized plan that requires your approval in order for EQ to ensure that your expectations are met. For example, the following section illustrates Equiniti's disciplined transition methodology. The transition consists of four phases.

01

Discovery

Analysis of current data platform and system requirements, Completion of legal documents

02

Planning

Assessment of client profile requirements, Creation of customized project plan

03

Transition

Data file migration, Data mapping and cleansing, Approval of certificate inventory, Shareholder welcome mailing, Parallel processing

04

Production

Activation of restricted stock processing, options exercises, and other day-to-day functions, Coordination with Depository Trust and Clearing Corporation (DTCC) to enable daily Deposit/Withdrawal At Custodian (DWAC) and Direct Registration System (DRS) transaction processing, Activation of EQ's Interactive, Voice Response System (IVR) and links between your company website.

**Phase 1: Discovery**

In this phase key specifications and your company's unique requirements are vetted. This includes:

- Identifying key accounts (executives, primary holders, etc.)
- Analyzing historical activity (stock splits, change in ownership)
- Reviewing Dividend Reinvestment, Direct Stock Purchase and Employee Stock Ownership Plans
- Identifying management reporting criteria
- Developing shareholder communications and messaging for your Investor Relations website
- Reviewing required mailing and logistical services

EQ will work with you to determine if additional processes are needed to support your specific transition.

**Phase 2: Planning**

In this phase your dedicated Project Manager within EQ's Business Integration Unit (BIU) will partner with your Relationship Manager (RM). Together they will work directly with your company officials, regulatory authorities, prior transfer agent and any other parties necessary to ensure the accurate and timely completion of the transition onto our platform. In this capacity, our team is responsible for:

- Participating in the due diligence review process to analyze processing requirements and system functionality in order to determine correct transition mapping.

- Acting as a liaison between relationship management, operations, vendors and other technical units during the transition process as it pertains to your records.
- Reviewing shareholder data and confirming all appropriate balances with the prior agent.
- If applicable, planning the details of any shareholder communication related to your transition.
- Planning any additional activities required to complete your specific onboarding.

EQ will also review the entire shareholder file upon transition to identify any potential liability incurred with the prior transfer agent. This is especially important for rules set forth by the State of California. For issuers not in compliance, we will assist in facilitating release and indemnification agreements from each jurisdiction, as well as provide strategies and engage third party specialists to minimize exposure/abate interest charges and penalties.

Your first step is to complete a transfer agency services questionnaire with our sales team. You will be asked to provide several pieces of key information, including:

- A copy of the termination letter to your current provider, stating your appointment of Equiniti as your new transfer agent, along with copies of your corporate bylaws and articles of incorporation.
- Company-specific communications for customer service responses, new shareholder packages, etc.
- A high resolution corporate logo for use on shareholder correspondence and forms.
- Specific parameters for your management reports – format, detail and timing. EQ's system allows clients to dictate the timing and delivery of reports in addition to ad hoc reporting. You will complete the necessary enrollment forms.
- Identification of key accounts — shareholders requiring additional attention based on their relationship with the company. This may include directors, senior officers, retired employees, sensitive shareholders, etc. that the company feels need more of a concierge level of attention. We do not limit the number of these accounts and there is no additional charge for flagging and monitoring this data.
- Details of any company plans (options, restricted stock, etc.) that require category coding on our system. This may include verification of any codes or flags to be converted from the prior agent.





Phase 3: Transition

The Business Integration Unit (BIU) will take the lead in this phase as your shareholder data is converted to EQ's platform. Once loaded into our test environment the team will perform an exhaustive review and analysis of the data to ensure that all specifications and expectations are met. Ideally, clients are staged for production approximately one week prior to your effective date. During this critical time, we mirror your production environment with your current transfer agent (TA), synchronizing all transaction data.

Other deliverables include:

- Completing the Depository Trust and Clearing Corporation (DTCC) Change of Transfer Agent Notification for issuers who have previously had obtained the services of a transfer agent
- Facilitating the migration of your existing dedicated toll-free telephone number
- Customizing shareholder servicing scripting for your Interactive Voice Response System (IVR) and Customer Service Representatives
- Arranging file and material transfers among third-party vendors
- Approving certificate inventory from the designated banknote company
- Confirming material inventory (e.g. check stock, shareholder correspondence, etc.)



Phase 4: Production

You are now live on EQ's platform and your Relationship Manager (RM) assumes all day-to-day management of your account. In this phase we will continue to update transaction data provided by your previous TA, ensuring that the data elements reflected on our system are in line with the prior TA's final certification. For dividend payers, all uncashed checks will be converted and posted to the EQ system within six months following your effective date.



Business Integration Milestones

Item	Task	Owner	Week				
			1	2	3	4	5
1	Notification of Appointment	Client					
2	Kick-off call with Business Integration Unit	EQ					
3	Determine Requirements for Events within one month of transition (e.g. Escheatment Filings, Dividends, Proxies, Tax Forms, etc.)	EQ					
4	On Project Plan Task List, verbiage used is "Create Transition Timeline"	EQ					
5	Termination notice submitted to Prior Transfer Agent (TA)	Client					
6	Depository Trust and Clearing Corporation (DTCC) Notification	EQ & Prior TA					
7	Legal Document Review (Contract, Agreements, Certificate of Appointment, etc.)	EQ & Client					
8	Review If going with Transition Timeline phrasing, change to "Timeline Structure" and Requirements	EQ & Client					
9	Toll Free Number and Interactive Voice Response System (IVR) Setup	EQ & Client					
10	Review Shareholder Welcome Letter	EQ & Client					
11	Coordinate Certificate Inventory with Prior TA and Banknote company	Client					
12	Client Access Training	EQ					
13	Deliver Transition Files for All Shareholder Records/Issues	Prior TA					
14	Status Call to Provide Feedback on Initial File Review	EQ					
15	Process Daily Activity Journals from Prior TA	EQ					
16	Website Updates and Announcements	EQ & Client					
17	Commencement of Welcome Letter Mailing	EQ					
18	Final Reconciliation Prior to Effective Date Effective Date:	EQ					
19	Final Business Integration Status Update (Bring all items to closure)	EQ					
20	Transition of Funds and Check File	EQ					

Sample: Termination Letter

Date

CONTACT NAME

TRANSFER AGENT NAME

ADDRESS

CITY, STATE, ZIP

Dear **Contact Name**:

This letter shall constitute **COMPANY NAME'S** written notice to you of our election to terminate the services of **TRANSFER AGENT NAME** as transfer agent and registrar of **COMPANY NAME** common stock, effective as of the close of business on **DATE**. **COMPANY NAME** is appointing American Stock Transfer & Trust Company (EQ) as successor transfer agent and registrar to begin services on **DATE**. Isaac Frelich with EQ will be acting as our conversion specialist, and will contact you to discuss requirements in transitioning our account. His contact information is as follows:

American Stock Transfer & Trust Company

55 Challenger Road

Ridgefield Park, NJ 07660

Direct: 718-921-8243

Email: businessintegration@equiniti.com

Thank you for your past service and support in this transition. Please feel free to contact me at **(XXX) XXX-XXXX** to discuss the termination or any questions regarding this letter.

Sincerely,

Name of Authorized Representative

Title

Sample: Welcome Letter

EQ Account Number: XXXXXXXXXXXXX

Dear Valued Shareowner:

COMPANY NAME is pleased to announce the appointment of **EQ** as our transfer agent. Effective [Month, Day, Year] all shareholder records will be transferred from [Company Name] to EQ. Beginning [Month, Day, Year] you should contact EQ for any questions relating to your [Company Name] stock ownership as follows:

Online Account Access.

Accessing the EQ website is designed to be simple and secure. In order to access your account online, please follow these steps:

Step 1: Go to URL (TBD) equiniti.com/us/ast-access/individuals

Step 2: Select Shareholder Central and complete the registration process to create your unique login ID.

If you are a non – U.S. shareholder, please select Registration for Non-US Holders on the top of the page and complete the short registration process. You will need to know the EQ Company Number which is printed on the bottom right-hand corner of this letter. Your PIN number will then be mailed to the address of record for the account.

*Please note the following classifications of ownership do not have online access to account information: Individual IRAs, Corporate Entities, Non-Resident U.S. Citizens, Resident Aliens, and U.S. Citizens Living Abroad.

Telephone and Email Assistance.

You may reach an EQ representative by dialing (1-800) 937-5449 and selecting Option 1, or by dialing (718) 921-8124. You can also e-mail EQ at help@equiniti.com.

Customer service representatives are available 8 a.m. to 8 p.m. Eastern Time, Monday through Friday.

Mail Inquiries.

To contact EQ via postal mail:

[COMPANY NAME]

c/o EQ

1110 Centre Pointe Curve Suite 101 Mendota Heights, MN 55120

Please note that as a prudent measure in order to prevent your [COMPANY NAME] shares from being deemed dormant and treated as abandoned property under certain state statutes, we recommend that you log into your EQ account online, or contact EQ via letter, phone or e-mail, at least once a year.

We are confident that our partnership with EQ will provide you with superior customer service and support for all your shareholder transactions. Please see the reverse side of this letter for answers to questions you may have regarding your account.

Sincerely,

Equiniti Trust Company, LLC

Sample: DTCC TRANSFER AGENCY CHANGE FORM (Form 17AD-16)

Note: This is only required for issuers who have previously served as an in-house transfer agent.

Security Name:

Security Description:

CUSIP(S):

Circle all that apply:

Address Change	Name Change	Cusip Change	Contact Change	New Issue	Termination
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Prior Agent's Name, Address, Contact Name and Phone Number, Fins:

Today's date:

New Agent's Name, Address, Contact Name and Phone Number, Fins:

Effective date:

Special Instructions (Circle all that apply)

Transfers	Dividends/Interest Disbursements	Trustee (Bonds)
Paying Agent (Bond Coupons)	Redemption / Maturity (Bonds)	CUSIP(S):

Other (Please specify):

Attachments?

Yes

No

Authorization

Signature

Print Name

Title:

Telephone:

Fax:

Email:

Sample: Transfer Agent Questionnaire

Note: This is only required for issuers who have previously served as an in-house transfer agent.

Corporate Information					
Company Name:			Website:		
Address:		Stock Exchange:		Ticker Symbol:	
Shareholders of Record:				Fiscal Year End:	
City:		State:		Zip:	
PRIMARY COMPANY CONTACTS					
Transfer Agent Contact #1 Name:					
Title:		Phone:		Email:	
Transfer Agent Contact #1 Name:					
Title:		Phone:		Email:	
Plan Administrator Name:					
Title:		Phone:		Email:	
Proxy or Post-Merger Cleanup Name:					
Title:		Phone:		Email:	
Disbursement of Dividends (DIV)			Employee Stock Purchase Plan (ESPP)		
Do you pay dividends?	YES:	NO	Do you currently offer an ESPP?	YES:	NO
Do you allow direct deposit?	YES:	NO	Type of plan:		
Are all dividends paid in cash?	YES:	NO	Original issue or market plan?		
Investment Plans (DRP/DSPP)			Frequency of purchases:		
What type of plan do you offer?	DRP	DSSP	Number of participants:		
Type of plan:	YES:	NO	Optional cash feature?	YES:	NO
Do you allow partial reinvestment?	YES:	NO	Plan discount percentage, if applicable:		
Original issue or market purchase:			Is EQ to perform disqualifying disposition services?	YES:	NO
Who pays broker commissions?			Are there foreign participants?	YES:	NO
Who pays transaction fees?			Please provide a copy of plan documents		
Plan discount percentage, if applicable:			Restricted Stock Plan (RSP)		
Are optional payments allowed?	YES:	NO	Do you offer RSP?	YES:	NO
Frequency of optional cash:			Number of participants		
Volume of optional cash:			Frequency of grant issuances:		
Do you allow direct debit?	YES:	NO	Frequency of grant vestings/releases		
Volume of direct debit:					
Volume of sales/terminations:					
Please provide a copy of plan documents.					

SERVICE INFORMATION

REQUESTED SERVICES. Please list services of interest (e.g., transfer agent, stock option or ESPP provider, annual meeting and proxy advisory, asset recovery services, other):

Current Transfer Agent:

Contract Expiration Date:	Years with Current Provider:	Annual Meeting Date:
Other Provider Information:	Contract Expiration:	Services Provided:

Comments:

ANNUAL MEETING AND PROXY INFORMATION

Will EQ attend as inspector of election?	YES:	NO
Will EQ coordinate mailing proxy materials?	YES:	NO
Is proxy material mailed to unexchanged holders?	YES:	NO
Will EQ tabulate proxies?	YES:	NO
Voting accepted via:		
Do you use notice & access?	YES:	NO

ESCHEATMENT SERVICES

Will EQ perform escheatment services?	YES:	NO
Date of the last escheatment?		
Are there any unexchanged classes of stock?	YES:	NO
If yes, please list details:		

MISCELLANEOUS

Do you utilize online reports as an issuer?	YES:	NO
Do your shareholders have online access to their accounts?	YES:	NO
Does your company allow e-delivery?	YES:	NO
Does your company have any preferred/warrant issues?	YES:	NO
Does your company currently have blanket options on file with transfer agent for original issuances?	YES:	NO
If yes, please list details:		
Any special tax reporting requirements [constructive receipt (corporate actions); w-8/w-9 certifications; k-1 reporting, dividends]?	YES:	NO

Thank you for your time and effort in answering these questions. As a full service provider of employee and shareholder services, the EQ family is well positioned to meet all of your securities needs. Please use the following space to enter any other relevant items.

Frequently Asked Questions & Glossary

What action do i need to take at this time?

No action is necessary. All of your information will be transferred to EQ .

Do i need to exchange my stock certificates?

No exchange is necessary.

Will my account still be set up for dividend reinvestment (drip)?

If you are currently enrolled in the DRIP, you will remain in the plan and no action is needed.

Will my account still be set up for the direct stock purchase plan (dspp)?

If you are currently enrolled in the DSPP, you will remain in the plan and no action is needed.

I have not cashed all of my dividend checks. What should i do?

If you are holding a dividend check you should cash it as soon as possible. To verify the status of a check that you are holding or to request a replacement check you should contact the prior Transfer Agent.

My account is set up to have dividends deposited directly into my bank account. Do i need to provide EQ with my bank information?

No. All of your account information will be transferred to EQ .

How can i set up my account so that dividends are direct deposited into my bank account?

If you wish to enroll in direct deposit, please follow these easy steps:

- Go to www.astfinancial.com and click on Login located at the top right hand corner of the page.
- Click on Individuals on the login page as you user type.
- Click Login under Shareholder Central – If you have not registered you will need your account number and your tax ID number to complete the one time registration process.
- Once registered, click on Receive Dividends via Direct Deposit under the Dividends & Payments drop-down menu. You will need your bank name, ABA number and account number (this information appears on your personal checks).

What will happen to certificates that i previously sent to current transfer agent?

All shareholder correspondence will be forwarded to EQ and processed as soon as possible.

Will EQ have my historical account information?

Yes. All account information is being transferred to EQ .

ABOUT EQ

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

REACH OUT

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Transfer Agent, employee plan administration, trustee and other services requiring trust powers are offered through Equiniti Trust Company, LLC.

