



TARP Program Capital Purchase Program

DTC Eligibility Requirements and Procedures

DTC Underwriting Services

Primary Contact

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DTC Eligibility Requirements

Required Documentation Includes:

1. Term Sheet, Prospectus, Private Placement Memorandum (Other types of offering documentation will be accepted)

Form that contains all critical attributes of Security such as Name, Interest Rate, Payment Schedule, Agent Name, Callable Features, and other related information.

2. Letter of Representation (LOR) from Issuer. (Blanket Letter of Representations (BLOR) currently on file with DTC are sufficient)

Form that discloses an agreement between DTC and the Issuer. This includes various representations made to DTC by the Issuer in order to make certain issue types eligible for DTC Book Entry Only (BEO) services. Completed LOR forms must be filed with DTC as a requirement for all BEO issues, Rule 144A issues, and Regulation S. issues.

3. DTC Eligibility Questionnaire completed by Crediting Participant

Form that contains critical attributes of the parties involved in the transaction. This includes name, contact information and account numbers for the Issuer, DTC crediting participant, lead underwriter (if applicable) & paying agent.

General information and related documents can be downloaded from the DTCC website;
<http://www.dtcc.com/legal/eligibility/index.php>



Closing Procedure

TARP Program; Book Entry Only (BEO) with FAST Paying Agents

1. Closing date – 10 (Late fees apply thereafter)

- Email documentation to UW-Corp@dtcc.com
 - cc: DColacino@Dtcc.com
 - cc: RBainlardi@Dtcc.com
 - Indicate “TARP Program” in subject

2. Closing date

- Crediting participant submits Deposit and Withdrawal at custodian (DWAC) instructions to designated paying agent.
- Paying agent confirms DWAC instruction with DTC

If a physical closing is required, DTC will accommodate via the following process.

On Closing date

- DTC Underwriting hosts a closing conference call including Crediting Participant and Paying Agent. (212 855 3750)

- Upon completion of closing call, Underwriting moves position from DTC internal account to crediting participant account.