

## **Operational Criteria for FAST Transfer Agent Processing**

The operational criteria listed below are in addition to the requirements contained in the FAST agreement between DTC and the FAST transfer agent.

1. When DTC forwards a Deposit Shipment Control List (“SCL”) for an issue to the FAST transfer agent for that issue, DTC expects the agent to add those shares to DTC’s balance position in due course. DTC’s records reflect that the shares are “in transfer” until the agent confirms the SCL.
2. Prior to confirming the SCL to DTC’s balance, the transfer agent must make certain that all transfer requirements pertaining to the shares being added to the balance have been met, including but not limited to checking for “stops”. If the agent has found some deposited shares are unacceptable for transfer, the agent indicates via Fast Reject and Confirmation (“FRAC”) which “line item(s)” is (are) unacceptable and adjusts the total share quantity accordingly. The rejected certificates are then returned with the SCL to DTC.
3. Although agents are strongly urged not to confirm the SCL until all stops and other transfer irregularities have been thoroughly reviewed and the SCL adjusted if necessary, some agents indicate that a further review of the deposited certificates may reveal problems that were not identified by the agent prior to returning the confirmation copy of the SCL. Therefore, DTC will accept late adjustments to the confirmed balance but only under the following conditions:
  - a) If, within 72 hours of confirmation (i.e. within 72 hours after DTC receives the agent’s on-line confirmation via FRAC), the agent returns the physical certificates they now find unacceptable, or
  - b) If, within 72 hours of confirmation the agent provides DTC FRAC notification, and written documentation, for any confiscated deposit certificate(s) clearly identifying the Participant involved, the certificate number(s) and the reason for confiscation, or
  - c) If both DTC and the agent mutually agree that a balance is incorrect and should be adjusted.

Once a deposit SCL has been confirmed and the securities it represents have been included by DTC on three consecutive Balance Confirmation Summary Reports (which means that the agent has not notified DTC of any adjustments described in subparagraphs a and b above), the issuance by DTC of the fourth Balance Confirmation Summary Report reflecting those deposited securities is deemed to be the equivalent of the delivery to DTC of a certificate registered in the name of Cede & Co. upon original issue or registration of transfer by the issuer.

4. The transfer agent must confirm the balance position for each FAST issue for which it is the agent by accessing the Fast Balance Confirmation System (“FBCS”) and confirming the balance position via the Balance Confirmation Update option. An authorized

individual must enter his/her name and job title. All differences should be clearly noted on FBCS. The specific SCL with which the agent disagrees must be identified by its SCL identification number, or by specific reference to the type of transaction that caused the discrepancy.

5. The transfer agent must agree to provide record date protection on all SCLs dated record date or earlier. DTC uses this information to update its dividend and interest payment file to detect record date missed transfers which result in underpayments requiring research between the agent and DTC.
6. If the transfer agent has an issue in the FAST program, but the agent is not the paying agent for that issue, the FAST agent acknowledges that DTC should receive the interest or dividend payment due on that issue based on DTC's confirmed FAST balance with the FAST agent, and will, upon notification by DTC of payment discrepancy, agree to actively pursue resolution of any discrepancy which exists between the record of DTC's FAST balance on its books and the records of the paying agent. If the FAST agent cannot agree to this criterion for certain issues, such issues must be removed from the FAST program.
7. For Participants customer transfers (Withdrawals by Transfer – WTs), the transfer agent must agree to accept automated information from DTC in a DTC approved format and return automated information relating to completed transfers of customer securities in a DTC approved format. As part of the automation process DTC will no longer forward hard copy Transfer Assignment Control Forms (TACFs) to the agent. The agent must imprint on each transferred certificate the unique reference number assigned by each Participant to each transfer.

Please acknowledge your agreement to the above criteria by signing below.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Title

\_\_\_\_\_  
Transfer Agent Name

Please print your name, your title, and the name of the FAST Transfer agent you represent.