

The Depository Trust Company

Deposits Service Guide

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About Deposits:

Introduction

Overview

This section describes DTC's Deposits products. Each section includes an overview of a product and how it works, as well as a list of associated Participant Terminal System (PTS) and Participant Browser System (PBS) functions that Participants can use to access the product.

Overview

Warning! *Although DTC makes every effort to provide Participants with timely information with respect to deposit activity, Participants are primarily responsible for maintaining such information for purposes of their own bookkeeping. It is recommended that every Participant reconcile its records with information provided by DTC before and after making a deposit and before and after any critical dates.*

About DTC's Deposits Service

DTC's Deposits service allows Participants to use a full range of safekeeping and processing services offered by the depository for various types of eligible securities.

DTC's Deposits service offers the following products:

- Branch Deposits (BDS)
- Reorganization (Reorg) Deposits
- Legal Deposits
- Deposit/Withdrawal at Custodian (DWAC)
- Restricted Deposits
- Custody
- Custody Reorg Deposits
- Continuous Net Settlement System (CNS) Deposits.

After receiving deposit instructions, DTC credits deposited securities to the Participant's general free account unless they are custody deposits, mandatory reorg deposits, restricted deposits, or full service legal deposits or if DTC's Interim Accounting procedures are in effect.

The Deposit Automation Management (DAM) system allows Participants to transmit details of a deposit via the PTS function DAMP or the PBS function Deposit Automation before forwarding physical securities to DTC. DTC's Deposits staff reviews and edits high-value items and full service legal deposits items and notifies Participants of any problems or other relevant information involving the securities noted by DTC during its review. DAMP also allows Participants to consolidate deposits, research the status of a deposit, and pend a deposit for up to 10 days. See DAMP for more information.

Depositing Securities at DTC

This section briefly describes how deposits are processed by DTC. Participants can review information and account activity via various PTS or PBS functions, as explained in Tracking Deposits.

Participants can make deposits by using one of the following methods:

- DTC's Deposit Automation Management system (via the PTS function DAMP or PBS function Deposit Automation), and deposits made through DTC's Interface Department)
- The Branch Deposits system (via Computer-to-Computer Facility [CCF/CCF II] transmissions)
- The Restricted Deposits system (via the PTS function RDSP and PBS function Restricted Deposit Service – Participant)
- The Fast Automated Securities Transfer system (FAST) (via the PTS function PDWC and PBS function Participant Direct Deposit Withdrawal).

Note: To expedite the deposit process, Participants should carefully follow the steps described in *Preparing Certificates for Transfer before making a shipment to DTC.*

Participants can submit certificates in one of three ways:

1. **Messenger delivery** to DTC's Central Delivery Department at 570 Washington Blvd. (side entrance 30 Newport Parkway), Deposits Window (for New York metropolitan area Participants)
2. **Overnight delivery** to the Interface Department (for Participants outside the New York metropolitan area)
3. **Branch deposits** via air courier or messenger

Once an acceptable deposit is received, DTC credits the Participant's general free account at the depository as follows:

- Same-day credit: Deposits received before noon Eastern Standard Time at DTC's Central Delivery window, or by DWAC deposit.
- Next Day credit: Deposits received between 2:00 p.m. and 5:30 p.m. Eastern Standard Time at the Central Delivery Window or via the Interface Department.
- Same-day credit: Branch deposits received by 11:00 a.m. Eastern Time.

Note: This processing schedule does not apply to certain products such as restricted deposits and mandatory reorg deposits. See those sections for details.

Reorg Deposits

The day after certificates are received as a reorg deposit, DTC sends the material to the agent with the appropriate instructions, typically a letter of transmittal. The letter of transmittal generated by DTC also shows entitlements expected at DTC.

Overview

Glossary Term	Abbreviation	Definition
Book-entry-only security	BEO	An issue authorized for deposit at DTC in the form of one or more global certificates for each tranche of an issue. Ownership positions and transactions in each security are reflected in DTC's records and in the records of participating banks and brokers.
Chill		A systemic way DTC can prohibit Participants from processing certain activities (e. g., a valued delivery chill will prevent Participants from making valued deliveries from their account).
Continuous Net Settlement	CNS	NSCC's Continuous Net Settlement System.

Glossary Term	Abbreviation	Definition
Contra-CUSIP		The CUSIP used to indicate a Participant's tendered position (representing instructions submitted to surrender securities).
CUSIP Number		The identification number created by the American Banking Association's Committee on Uniform Security Identification Procedures (CUSIP) to uniquely identify issuers and issues of securities and financial instruments. The CUSIP number consists of nine digits; the first six digits identify the issuer and have been assigned to issuers in alphabetic sequence, and the next two characters (alphabetic or numeric) identify the issue. The ninth digit is the check digit.
Fast Automated Securities Transfer	FAST	An arrangement between DTC and transfer agents to eliminate the movement of securities certificates. By signing the Balance Certificate Agreement with DTC, agents agree to maintain DTC-eligible inventory in the form of a FAST balance certificate registered in DTC's nominee name, Cede & Co. This certificated requirement is waived for issues participating in the Direct Registration Service (DRS). DTC and FAST agents electronically reconcile the results of Participants' daily deposit and withdrawal activities.
Free Account		General DTC Participant Account.
Letter of Transmittal	LT	The document signed by the security holder in which it agrees to tender its securities pursuant to the terms of the offer. It contains information about the certificates and quantity being tendered, as well as where and to whom the payment should be made.
American Depositary Receipt	ADR	A certificate issued by a U. S. bank or trust company against the deposit of the original foreign share certificate with a sub-custodian in the country of original issue. As foreign shares are deposited abroad, the equivalent ADRs are issued to buyers in the U. S. markets.
Bearer security		A security that is not registered with the issuer in the name of the owner and that is negotiable without endorsement and transferred by delivery.
Legal deposit		A registered security and any legal documentation other than or in addition to a stock/bond power required for the transfer of that security, such as power-of-attorney or death certificate.
Registered security		A security registered with the issuer of the security in the name of the owner or a nominee name on behalf of the beneficial owner.
Reject		A deposit sent back to a Participant and the free position reversed because of nonnegotiable status, incomplete or incorrect information entered by a Participant, or the failure to meet DTC or transfer agent criteria necessary for the completion of the transfer.
RRG Account		The reorganization account created to hold the position of a security undergoing a reorganization activity. On the payment date, DTC reduces the security's position in the Participant's RRG account.

Glossary Term	Abbreviation	Definition
Stock power		A power of attorney form transferring ownership of a registered security from the owner to another party. It is typically used when endorsement and medallion guarantees are required on numerous certificates of the same security all registered to the exact same party undergoing the same transaction.
Transfer agent	TA	An entity that provides a number of shareholder-related services for a corporation or a municipality, which typically includes shareholder recordkeeping, transfer processing, corporate actions and the monitoring of certificated and book-entry positions.

Preparing to Use the Products

In order to use the products associated with this service, Participants must have access to at least one of the following:

- The Participant Terminal System (PTS) network
- The Participant Browser System (PBS)
- Computer-to-Computer Facility (CCF or CCF II) or Mainframe Dual Host (MDH). DTC's Custody Service also allows branch offices or correspondents to bypass their main offices and send securities received from their customers directly to DTC for deposit.

Participants should contact their Relationship Manager for more information.

Note: DTC also provides various SMART/Search reports.

Service Topics

About OFAC Certification

In 2003, DTCC implemented a Bank Secrecy Act, Anti-Money Laundering and Office of Foreign Assets Compliance (OFAC) Program to comply with the regulatory requirements set forth in the applicable provisions of the Bank Secrecy Act, USA PATRIOT Act and OFAC regulations.

As a result, DTC requires U.S. Participants to confirm they have checked the registrations on their deposits against the OFAC SDN List and that no valid matches were identified. For deposits made by non U.S. Participants or facilities, DTC will perform the OFAC screening in-house.

This certification will be expected on deposit transactions made via Deposit Automation (DAMP), Restricted Deposit Service – Participant (RDSP), Branch Deposit Service (BDS) and Custody (CUST).

About Sanctions against Foreign Countries and Individuals

The U.S. government imposes economic and trade restrictions, which may include freezing assets held in the United States, on foreign countries and individuals engaged in terrorism, international narcotics trafficking and other prohibited activities, including nuclear weapons proliferation and trading in illegally procured diamonds.

The agency that administers enforcement of economic sanctions is the OFFICE OF FOREIGN ASSETS CONTROL (OFAC). OFAC is a division of the U.S. Department of Treasury.

Making a BDS Deposit

Participant branch offices receive physical certificates from their customers and enter details of the certificates into their internal system. They then transmit the information to the main office and ship the securities to DTC.

When packages are received by DTC, their contents are sorted for non-branch securities and correspondence. Correspondence and items not related to BDS are picked up by representatives from the main office, if the office is located in the New York metropolitan area. The securities are then processed versus the expectancy file.

All securities received at DTC by 11:00 a.m. eastern time are fully examined for negotiability and transferability, imaged, and credited to the Participant's free account, if they are in good form, on the same day that they are received, enabling deliver orders to be filled if the position is necessary for this activity.

DTC applies the following to negotiable securities:

- Participant's medallion guaranty
- Power of attorney release
- Non-Inheritance Tax certification (PLA)
- Cede assignment.

Custody items are processed and turned over to the Custody department (See Custody Service User Guide).

Participants can also view images of deposited certificates (Refer to Imaging) and find out about the status of their deposits via the PTS function BDSI or PBS function Branch Inquiry.

If there are problems with a deposit, the Participant will be notified either by electronic intraday messages, e-mail or phone call and images of certificates made available to the Participant. Participants can send processing instructions and corrections using the same method, so that errors can be addressed and resolved on the same day. DTC performs the following services to reduce the need to return deposits:

- Correcting quantity discrepancies
- Researching the possibility of name changes, correcting names if necessary, and crediting the Participant's account on the same day
- Presenting to the paying agent and collecting interest on past due coupons that might still be attached to bearer bonds
- Processing as reorg deposits any deposits with reorg status
- Consolidating into one deposit a single certificate that must be credited to multiple accounts
- Locating and processing priority deposits promptly during business hours.
- Checking selected deposits against the Securities Information Center (SIC) database to confirm that there are no stops on the deposited certificates
- Holding regular or legal deposits in a Custody box and notifying Participants about the required documents, crediting their Seg account in the interim, and allowing them to deposit the documents as trailing documents when Participants receive them.

Associated PTS/PBS Functions

Use This Function	To
ART / Activity Research Tool	Obtain detail information on transactions processed by DTC and view historical information on transactions.
BDSI / Branch Deposit Inquiry	View information on deposits and obtain images of certificates.
GWIZ / CUSIP Inquiry	Obtain security information.
SEEK	Obtain security information.

Continuous Net Settlement

A Participant may submit CNS deposits just as it would a regular deposit. For more information on this product, refer to CNS Training Workbooks.

Signature Guarantee Medallion Stamps

When processing of certificates in connection with the Branch Deposit Service (BDS), DTC may use a Participant's Medallion Signature Guarantee stamp(s) ("Medallions or Stamps"). DTC shall not use the Medallions or Stamps except for the specific intended purpose of making negotiable Participant securities for transfer or sale in accordance with Participant's instructions (including standard instructions). Each such Medallion or Stamp provided by a Participant to DTC shall be registered in the name of the Participant and either bear the facsimile signature of a duly authorized officer of the Participant or the Participant name, and shall remain under the control of such officer, and each use of each such Medallion or Stamp by DTC shall be deemed to be done under the authority of such duly authorized officer or Participant.

During non-business hours a Participant's Medallions and Stamps held by DTC will be secured in DTC's vaults.

DTC will use a control log to track the daily issuance and return of a Participant's Medallions and Stamps. The Participant's Medallions and Stamps will be kept in a secured container when a DTC employee leaves the secured Securities Processing area, access to such container being controlled by DTC supervisors.

Any requests by DTC for a Medallion or Stamp replacement (due to breakage), will be made to the Participant in writing. A Participant's Medallions and Stamps remain the property of the Participant and DTC will return them to the Participant promptly upon the Participant's written demand.

DTC will indemnify and hold the Participant harmless against any claims, losses, proceedings, liabilities, judgments, damages, costs, or expenses (including, without limitation, attorneys' fees and costs) of any kind and character suffered by the Participant caused by the gross negligence or willful misconduct of DTC or its employees relating to its failure to act in accordance with these procedures as they relate to DTC's use of the Medallions and/or Stamps. Except as expressly stated above, DTC shall not have any liability of any kind (including, but not limited to, for any direct, indirect, incidental, special, consequential or punitive damages or damages for lost profits or lost opportunities and whether based upon contract, tort, warranty or otherwise for any reason) as it relates to the Branch Deposit Service.

Any Participant utilizing DTC's Branch Deposit Service (BDS), through its duly authorized officers authorizes DTC to affix various Participant Medallions and Stamps to certificates upon instruction of the Participant (including standing instructions) in order to make such certificates negotiable for sale or transfer. The Medallions and Stamps, which will be supplied to DTC by Participant, will include signature guarantees, power of attorney releases, Non-Inheritance Tax certification (PLA) and CEDE & Co. Assignment stamps. The Participant will indemnify and hold DTC harmless against all claims, losses, proceedings, judgments, costs, expenses, damages, or liabilities (including without limitation, attorneys' fees and costs) of any kind and character suffered by DTC arising out of DTC's affixing Participant stamps and medallions to those certificates in accordance with these procedures, provided, however, that Participant shall not indemnify DTC for any claims, losses, proceedings, judgments, costs, liabilities, damages or expenses (including, without limitation, attorneys' fees and costs) relating to DTC's use of the Medallions and/or Stamps that are a result of the gross negligence or willful misconduct of DTC or any of its employees or agents.

By utilizing DTC's Branch Deposit Service, a Participant represents that it has informed the underwriter of its Medallion program surety bond of DTC's authority to affix Medallions and Stamps of the Participant as set forth above and has provided such underwriter a copy hereof, and that Participant's underwriter agrees that such arrangement will not affect coverage under such bond.

Deposit / Withdrawal at Custodian (DWAC)

About the Product

Deposit/Withdrawal at Custodian (DWAC) is available as an online facility, file transfer or MQ format that lets Participants send requests to Fast Automated Securities Transfer (FAST) agents/custodians to deposit or withdraw securities into or out of their respective DTC account(s).

How the Product Works

FAST minimizes certificate movement and streamlines transfers for Participants who maintain a quantity of securities at a transfer agent in the form of a balance certificate registered to Cede & Co, DTC's nominee. These balance certificates are increased and decreased daily by the net of deposit and withdrawal-by-transfer (WT) activity.

Once a Participant requests a DWAC through PTS, PBS or the CF2DWX file, the custodian/agent responds to DTC, either accepting or rejecting the transaction. If the transaction is accepted then the custodian/agent also confirms that it has registered the transfer in the name of Cede & Co. in accordance with the (Balance) Certificate Agreement between itself, the transfer agent or registrar, and DTC. DTC will then increase the Participant's free position for the quantity of the transfer.

Once the custodian has acted on the Participant's request, PTS generates a confirmation ticket for both the Participant and the custodian indicating that a transaction is

- Recycled
- Dropped (custodian did not approve or cancel the Participant's request by the deadline)
- Pending custodian approval
- Approved
- Canceled.

This information is available via the DWCEOD file. The function user guide can be found at <http://dtcc.com/~media/Files/Downloads/Settlement-Asset-Services/CCF/securities%20processing/21DWACEOD.pdf>

Seventy-Two-Hour Pend Option

DTC offers Participants the option of selecting a 72-hour pend period for their DWAC deposits. This option gives custodians 3 business days (including the deposit date) to either approve or cancel a Participant's transaction before it drops off the system. Selecting this option saves Participants from having to resubmit a deposit if a custodian takes no action within 3 days. Otherwise, all transactions that were not approved or canceled by custodians will drop at the close of the business day, and Participants would have to reenter them on the following business day.

Note: Participants seeking to activate this option should contact their Relationship Manager. The 72-hour pend option cannot be used selectively on a deposit-by-deposit or on a CUSIP-by-CUSIP basis. Once activated for a Participant, the 72-hour pend feature covers all of a Participant's DWAC deposit transactions.

Associated PTS / PBS/File Functions

Participants can use the following list of PTS/PBS /File functions to submit DWAC deposits at DTC and to track their status

Use This Function	To
CDWC / TA Direct Deposit/Withdrawal	Receive and reply to participant requests. For custodian use only.
PDWC / Part Direct Deposit/Withdrawal	Submit deposit and withdrawal instructions to the custodian. For Participant use only.
CF2DWX File	Submit deposit and withdrawal instructions to the custodian. For Participant use only.

Legal Deposits

Overview

A legal deposit consists of a security registered in the name of holder (i.e., not a bearer security) and the legal documentation required for the transfer registration of that security into the name of DTC's nominee, Cede & Co.

Participants submit legal deposits through the Deposit Management System (DAM) as they would a regular restricted deposit, using the PTS function DAMP, the PBS function Deposit Automation, the CF2DEP file, or via BDS to make the deposit and generate the deposit ticket that will be sent to DTC. The procedures are the same as those for registered deposits except that

- Legal deposits are sorted separately from other deposits
- There is accompanying legal documentation if the deposit exceeds the insurance limit of the medallion or the transfer agent for the issue does not participate in the Paperless Legal Program. For Branch deposits, if the deposit ticket displays the letters PLX, Participants need to submit the documents. If it displays the letters PLA, Participants can retain the documents and submit the deposit as a Regular Deposit. Participants can pick up the PLAQSP file to identify "paperless" issues or check the *STP Paperless Agent CUSIP Report* on SMART/Search.

Legal Deposits at DTC – Both DAMP and BDS

Basic Service (DAMP)

If a Participant chooses the basic Legal Deposits service, it accepts the responsibility to examine the securities and documentation to ensure they are in order. DTC will route those deposits directly to the transfer agent, and all normal deposit reject fees will apply if the transfer agent rejects it.

Full Service

With Full Service Legal Deposits, DTC's staff examines Participants' deposits to ensure that the certificates and documentation are in order. If the deposit is not in proper transferable form, it will be rejected and all normal reject fees will apply.

If DTC uncovers a problem that is correctable (for example, missing medallion stamps or documentation), DTC will contact the Participant to provide assistance in resolving the issue. Through BDS, Participants have the option of either accepting a reject, or instructing DTC to hold the pending legal deposit (in a "peld") custody box until it receives the missing documentation and then forward the material to the transfer agent. If the problem cannot be corrected, the deposit will be rejected to the depositing Participant and normal reject fees will apply. However, if the transfer agent rejects a deposit that has been reviewed and accepted by DTC, the Participant will not be charged a deposit reject fee.

Paperless Legals

The Paperless Legals Program is based on the specific and simple representations made by the Signature Guaranty process. By affixing a Signature Guaranty (medallion), the Participant as the guarantor warrants that:

- the signature is genuine
- the signer is an appropriate person to endorse or originate the instruction, or if the signature is by the agent, the agent has actual authority to act on behalf of the appropriate person, and

- the signer has legal capacity to sign.

Participants are responsible for obtaining all legal documents necessary to effect transfer of the securities they are depositing, but do not need to actually submit the documents if the transfer agent for the security participates in the Paperless Legals Program. For Branch Deposits, the documents are required for review. The Participant's signature guarantee medallion affixed to the certificates or stock/bond power guarantees to the transfer agent that the Participant has the appropriate documents and insurance to protect them, should something unforeseen occur.

Participants can identify issuers whose transfer agent participates in the Paperless Legals Program by the following methods:

- The letters "PLA" will print on the deposit ticket
- Accessing the STP Paperless Agent CUSIP Report on SMART/Search
- Taking in the weekly PLAQSP CCF file

Special Legal Deposit

If a Participant elects to submit a Special Legal Deposit they receive credit in a segregated account, Seg 36, when the deposit is processed at DTC. These shares are not available for any other DTC Settlement service. The position remains in this Seg account until the deposit clears transfer and DTC either processes a clean certificate registered to Cede & Co to its vault or the transfer agent confirms that the shares have been added to DTC's FAST Balance for that issue.

Participants wishing to monitor when their deposits clear transfer can either access the STP CCF Deposits Out Transfer Items Report on SMART/Search or take in the daily DEPOTF file via CCF.

Status Tracking Service

Available with either full or basic service, the status tracking service allows Participants to monitor their legal deposits from receipt at DTC to completion, clearing transfer or being rejected by the transfer agent. To track a deposit, Participants assign the tracking number and use the PTS function STSL and STDI or the PBS function Securities Transfer System legal to track the status of the transaction.

Associated PTS / PBS Functions

Participants can use the following PTS / PBS functions in conjunction with Legal Deposits.

Use This Function	To
DAMP / Deposit automation	Enter deposits into the Deposit Automated Management (DAM) system and create the DAM deposit tickets to attach and accompany the shipment of securities to DTC.
PELD / Pending Legal Deposits	Inquire about missing legal documentation before DTC submits the deposit to the transfer agent (Full service only).
STSL / Securities Transfer Legal Deposit	Track the status of a legal deposit.
CF2DEP File	Enter deposits into the Deposit Automated Management (DAM) system via file transfer and create the DAM deposit tickets to send with the securities shipment to DTC.

Use This Function	To
BDS1_5 File	Have Participant branch offices enter deposits into BDS

Preparing Certificates for Transfer

Transfer Requirements

Once DTC-eligible securities are deposited by the Participant, DTC will forward them to the agent/custodian in order to be transferred from the name of the current owner (firm, nominee, or customer name) to DTC's nominee, Cede & Co., provided that the depositing Participant complies with the applicable legal requirements that allow the transfer to take place. These requirements include the following:

- Completing the certificate assignment form to Cede & Co. or preparing a stock/bond power when depositing certificates with the same CUSIP number or those endorsed by a registered holder.
- Affixing a Release Power of Attorney Stamp and a signature guarantee medallion when the Power of Attorney line on either of the aforementioned forms is filled in.
- Submitting required legal documents for sale or transfer of securities for decedents, fiduciaries, trusts, bankruptcies, or corporate registrations.

Any procedures in this manual may be supplemented and/or superseded by Important Notices or other instructions from DTC. Because making a deposit may have important financial implications and, depending on the Participant's deposit position, places time limitations on the Participant's use of other DTC services, Participants must adhere to the checklist below. Participants can view Important Notices on DTCC's Web site, at <http://www.dtcc.com/legal/important-notices.aspx?subsidiary=DTC&pgs=1>

Note: Send exchange items directly to the exchange agent. Participants can deposit the new issue at DTC, but must make sure that the agent does not issue the new shares to Cede & Co. during the exchange.

Deposits Checklist for DAMP Deposits

Participants can call the Customer Help Center at (888) 360-3822, option 4 then option 3, or submit a WINS inquiry if a problem arises.

With respect to DAMP Deposits:

- Verify that the issues are DTC-eligible via the PTS functions DAMP or GWIZ, or Deposit Automation on PBS. Participants can automate this process by taking in the ELISC or Data Delivery Service Files
- Generate a bar-coded deposit ticket via the PBS function Deposit Automation and complete all required hard-copy forms as outlined in each product section.
- Ensure that the registered holder has endorsed the certificate or stock/bond power.
- Guarantee the security holder's signature (s) with a signature guarantee medallion stamp.
- Affix an additional medallion stamp to the certificate if:
 1. The endorsement differs from the registration on the certificate face
 2. The number of shares is changed
 3. Any information on the back of the certificate or stock power is erased or crossed out.

- Affix a medallion guarantee if the endorsement differs from the registration on the face of the certificate.
- There is a maximum of 10 certificates per deposit submitted via the DAMP function, and 20 if the deposit is entered on Record Type 20 on the CF2DEP file, which will protect the Participant from having an agent reject its entire deposit.
- Do not combine the following types of certificates:
 1. ADRs with different depositories
 2. Common and preferred shares
 3. Foreign and domestic shares
 4. Different securities (for example, General Motors [GM] stock and General Electric [GE] stock)
 5. Class A and Class B stocks
 6. Bearer and registered bonds.
- Ensure that the total number of shares sent agrees with the number of shares on the DAM deposit ticket.
- Write CUSIP numbers on all attached paperwork, which will help the Deposits staff if paperwork becomes loose.
- Ensure the stock/bond power contains all applicable transfer requirements.
- Affix a Release Power of Attorney Stamp when the power of attorney line on the certificate or the stock/bond power is filled in.
- Ensure that the endorsements of all registered holders listed on the face of the certificate appear on multiple registration issues such as:
 1. Joint tenants (JT Ten)
 2. Tenant by the entirety
 3. Community property
 4. Tenants-in-common
 5. All other multiple registrations.
- Segregate securities that are subject to foreign ownership restrictions and owned by a non-U. S. citizen into Segregation Account 100. Use the PTS function SEG or the PBS function Segregation Release.

Frequently Used Forms

The following table describes the hard-copy forms frequently used when making deposits:

Form	Necessary Information
Stock/Bond Power	<ul style="list-style-type: none"> • Name of registered holder • Assignment and taxpayer ID • Share quantity • Class of security • Security description • Certificate number • Power of attorney appointment (must be released if completed) • Signature of registered holder (must be exactly as the holder's name appears on the certificate) • Medallion stamp • Any other applicable transfer requirements

Form	Necessary Information
Assignment to Cede &Co. (back of certificate)	<ul style="list-style-type: none"> • Tax identification of assignee • Cede &Co. , Box 20, Bowling Green Station, New York, NY 10274 • Power of attorney appointment (must be released if completed) • Date • Authorized signature
DAM Deposit Ticket	<ul style="list-style-type: none"> • Participant number • Number of shares • CUSIP number • Type of deposit <p>For more information, refer to DAMP.</p>
Indemnification for Losses Related to Certificates Deposited to Cover a Short Position (#10163)	<ul style="list-style-type: none"> • Date. • Participant name and number. • Contact name and phone number. • Number of shares. • CUSIP number. • Registration and certificate number of securities. • Authorized officer's manual signature. DTC requires a letter of indemnity for deposits of non-transferable securities to cover short positions. Use the PTS function GWIZ to determine whether the securities to be deposited are non-transferable, a status indicated by transfer agent numbers 2400 and 6767. Check the short position at DTC via the PTS function NPOS or Security Position on PBS. Participants can obtain this form from DTC's Forms Distribution Department. Without it, the deposit will be rejected and a rejection fee will be charged.

Imaging Fax and E-mail System

A participant may request that imaged copies of deposits be sent to up to six recipients via the Imaging Fax and E-mail System, which can be accessed from the following functions:

- DAMP / Deposit Automation for regular, bearer/nontransferable, and reorg deposits
- BDSI / Branch Inquiry for branch deposits
- RDSP / Restricted Deposit Service - Participant for restricted deposits
- STDI / Deposit Inquiry for deposits still in transfer as of the close of business the previous business day
- STSL / Securities Transfer legal Deposits for legal deposits.

Additional Information

- Participants can obtain record date information about municipal issues via the PTS function DIVA or PBS function Dividend and Income – Dividend Announcement Inquiry, and the CCF files DIVANN and RDRPRT.

- Participants can obtain record date information about corporate issues for today's date and the two business days following via the PTS function BOOK and PBS function Transfer Books Closing.
- Participants can track the status of their deposits via the PTS function STDI and PBS function Deposit Inquiry.

For other ways to monitor the transfer status of a deposit, refer to Tracking Deposits.

Custody Deposits

Regular Custody Services include deposits of securities that are eligible or, in some cases, ineligible for all of DTC's services. Please refer to the Custody Service Guide in this regard.

Rejected Deposits

When a deposit is rejected by DTC or a transfer agent, DTC automatically debits the depositing Participant's account for the quantity it was credited and returns the certificate and transfer documents to the Participant. In cases where the certificates and/or the documents are not returned by the transfer agent, typically for replaced or escheated certificates, DTC will notify the depositing Participant.

DTC will notify Participants of a rejected deposit by sending, or making available, as applicable via:

- Deposit Rejection Notices or Legal Deposit Rejection Notices accompanying deposit materials
- Participant Daily Activity Statements
- ATAM function on PTS; Activity Research Tool on PBS
- REJI function on PTS; Billable Reject Inquiry on PBS
- DTF PART File
- Unsolicited Message System (UMS) tickets printing on the Participant's PTS printer (optional service)

Note: A UMS ticket prints on the Participant's PTS printer on the day of a rejection only if the Participant has made arrangements through its DTC relationship manager.

Please refer to Tracking Deposits for a list of tracking functions commonly used with deposits to assist in researching deposit rejects. Participants can inquire about other available PTS functions via PTSI. After researching the rejection, either

- Resubmit the corrected deposit, or
- If the reject resulted in a short position, take the necessary steps to cover that short position.

Warning! Under DTC's Rules and Procedures, the Participant is responsible for verifying the accuracy of the Participant Daily Activity Statement. Any discrepancy in the statement must be reported to DTC's Reconciliation Department as soon as possible.

Short Positions

If a debit drives the Participant's account into a negative balance (short position), the Participant's settlement account at DTC will be debited by 130 percent of the current market value of the short

position until the short position is covered. For more information about short positions, call DTC's Customer Support Center at (888) 382-2721. To identify short positions, use the PTS function POS or PBS function Position Inquiry by Security.

A Participant may use the PTS function PART or PBS function Participant Activity Research Tool to research a journal history of adjustments that affected its positions. Participants can view the information by CUSIP number or date of and reason for the adjustments.

Billable Reject Inquiries

DTC assesses fees for rejected deposits. Use the PTS function REJI or PBS function Billable Reject Inquiry to view detailed information about deposits, withdrawals-by-transfer (WT), and certificates on demand (COD) that were rejected by either DTC (front-end rejection) or the transfer agent (back-end rejection).

Municipal Bearer Bond Deposit Rejections

DTC will contact Participants before correcting deposits that cannot be accepted as submitted (for example, relating to CUSIP numbers, or quantities on large deposits). If DTC is able to correct the error, the depositing Participant will receive a Municipal Bearer Bond Deposit Rejection Adjustment Notice from DTC's Municipal Central Delivery Department the next business day, indicating that the adjustment was made.

When a deposit is unacceptable and the reason for rejection cannot be corrected, DTC will debit the depositing Participant's account for the full amount of the deposit. For a partial deposit rejection, that account will be debited for the amount credited and the credit for the partial deposit will be accepted. The Participant will receive a Municipal Bearer Bond Deposit Rejection Adjustment Notice, copy#2 of the Municipal Bearer Bond (MBB) Deposit form stamped REJECTED, and the rejected bonds, if available, from DTC Central Delivery Department window#4.

DTC will call the Participant if a rejection is greater than \$50,000.

Reorg Deposits

About the Product

The Reorg Deposits product allows Participants to deposit any DTC-eligible securities undergoing or having undergone mandatory reorganization, as well as full calls and partial calls. After the deposit is entered into the Deposit Automation Management (DAM) system via the PTS function DAMP or PBS function Deposit Automation, DTC credits the shares to the Participant's reorganization (RRG) account and submits the securities to the paying agent.

Mandatory reorganizations generally involve an exchange of securities for one or more of the following entitlements:

- Stock
- Cash
- Stock/cash combination
- Cash in lieu of fractional shares
- Past stock or cash dividends.

Deposits Made After the Effective Date

About the Product

How the Product Works

Participants enter reorg deposits into the Deposit Automated Management (DAM) system via the PTS function DAMP, the Deposit Automation function on PBS (from which they print all DAMP deposit tickets), the CF2DEP file or the BDS file. The Participant then prepares the physical certificates for shipment by following the procedures described in Preparing Certificates for Transfer.

The following reorganization activities are eligible for Reorg Deposits and Mandatory Reorg Deposits.

Associated PTS / PBS Functions

The following table shows PTS/PBS functions that can be used to make reorg deposits at DTC and track their status:

Use This Function	To
ART / Activity Research Tool	View RRG account activity information.
DAMP / Deposit Automation	Enter the deposit into the Deposit Automated Management (DAM) system and then create the DAM deposit tickets to be attached to the deposits shipped to DTC.
POS / Position Inquiry	View RRG account position information.
RIPS / Reorganization Summary	View entitlement and allocation information.
SDAR / Reorg/Redemption/Dividend Allocation	Monitor cash allocations.

Restricted Deposit Service

About the Product

Benefits of the Product

Using RDS offers Participants the following benefits:

- Outsourcing of labor-intensive handling, shipping, and follow-up associated with restricted transfer processing
- Contracted out-transfer cycle

- Early credit to the general free account of a Participant on sold shares through the FAST system
- Ability to outsource all processing of physical securities when used in conjunction with Regular Custody Services and the Branch Deposit Service
- A separate Seg account for deposits that initially fail DTC's examination for negotiability and require additional documents, such as a stock power
- Ability to view comments about deposit and transfer status through the PTS function RDSP
- Ability to request that imaged copies of a deposit be sent to up to six recipients via the Imaging Fax and E-mail System (IFE), which is accessed through RDSP on PTS and Restricted Deposit Service – Participant on PBS.
- Participants can also use the Drop Box imaging service and receive copies of all of their DTC deposits.

How the Product Works

Via the RDSP function on PTS or the Restricted Deposit Service – Participant function on PBS, enter the data applicable to the deposit. An RDS ticket then prints on the Participant's local printer.

Once the data is entered and the ticket printed by the Participant, the ticket is attached by the Participant to the physical securities and other documentation and delivered to DTC. If the shares are on file in DTC's Custody Vault, they are processed by DTC's staff and the deposit is submitted to the transfer agent.

Making a Restricted Deposit

1. As noted above, use RDSP or Restricted Deposit Service – Participant function to enter information such as CUSIP number, total quantity, quantity sold, and registration instructions about the restricted deposits. DTC receives the information and an RDS ticket generates automatically on the Participant's local printer.
2. Custody Service Participants can also route units of work from the Custody Vault to the RDS processing area
3. Send the physical securities, the RDS ticket, Opinion of Counsel letter authorizing removal of the restriction, and any other necessary documentation to the RDS unit. If the shares are on file in the DTC Custody Vault, the Custody Service staff will deliver them to the RDS unit for processing. The RDS unit then submits the deposit to the transfer agent.

Signature Guarantee Medallion Stamps

Any Participant utilizing DTC's Restricted Deposit Service (RDS), through its duly authorized officers authorizes DTC to affix various Participant Medallions and Stamps to certificates upon instruction of the Participant (including standing instructions) in order to make such certificates negotiable for sale or transfer. The Medallions and Stamps, which will be supplied to DTC by the Participant, will include signature guarantees, power of attorney releases, and transfer as directed assignment stamps. The use of Medallions and Stamps for RDS is subject to the same terms applicable to both DTC and Participants as set forth in the procedures regarding Medallions and Stamps in connection with the Branch Deposit Service set forth above.

Processing Restricted Deposits

When the RDS unit receives the restricted deposit, the securities are imaged and examined for CUSIP number, quantity, and negotiability. The unit ensures that the securities have been properly endorsed, the correct stamps have been affixed, and all manifested documents are received. If a deposit is deemed non-negotiable, DTC will notify the depositing Participant of the missing documents or signatures. DTC will hold the deposit at the Participant's request for a maximum of 5 business days to allow the Participant to gather and send the necessary documents.

Restricted Transfers

Restricted deposits and their transfer instructions are hand delivered or sent by Priority Overnight service to the transfer agent. Once DTC acknowledges proof of delivery for the package, it will follow up with the agent as necessary to facilitate timely processing.

RDS transfers can be processed as rush or non-rush items. For rush items, agent follow-up begins on the second business day following the deposit. For non-rush items deposited with the Opinion of Counsel letter, agent follow-up begins on the fourth business day following the deposit. For items deposited without the Opinion of Counsel letter, follow-ups begin on the seventh business day following the deposit. The status of the open transfer and the name of the DTC contact are posted on both RDSP and Restricted Deposit Service are available for Participant review. The status includes a history of the transfer agent's responses, including dates and appropriate names. The role of the transfer agent and its responsibility for the transfer of restricted securities remain unchanged.

Participants can also submit amended instruction requests through either RDSP or Restricted Deposit Service - Participant if, for example, the Participant received authorization to increase the quantity of shares sold. If the securities have not been transferred, DTC contacts the transfer agent on behalf of the depositing Participant and will modify the instructions. Additionally, delivery instructions can be amended.

Participants can access their Custody accounts through both RDSP (via option 7 [Custody Withdrawal] on the Main Menu until 2:30 eastern time), Restricted Deposits Service – Participant, or by requesting a Custody withdrawal with delivery instructions to the RDS unit. All restricted functions are available to Participants using the Custody Service, including the ability to either return unsold shares to Custody or have them mailed directly to the customer.

RDS Accounting

When DTC accepts a deposit, the Participant's segregated account is credited as follows:

- Deposits that are deemed non-negotiable by DTC will be held in the 22-250 account (PERD) until either the missing documents are deposited or other instructions are provided.
- Deposits accepted to transfer will be posted to two different accounts:
 1. Securities transferred to Cede & Co. (full shares, sold portions of partial sales, or legend removals) are credited to the 22-251 account.
 2. Customer transfers (unsold portions of partial sales, gifts, breakdowns, or custody only options) are credited to the 22-252 account.
- Approximately 80 percent of RDS Deposits received eligible issues are DTC FAST. Upon transfer they are added to DTC's FAST balance by the agent. About 30 minutes later, the 22-251 position will move to the 10 (free) account, allowing the Participant access to the shares. All share positions in the 22-252 account are reduced when physical certificates are received from the agent and processed by DTC. Eligible issues that are non-FAST issues must be returned as physical certificates by the agent and processed by DTC before DTC reduces the 22-251 account to the free account, making the shares available.

Note: FAST transfer agents have a 72 hour rescission period to reverse shares that have been incorrectly credited to the Cede FAST balance.

Associated PTS / PBS Functions

The following PTS / PBS functions are used in association with the Restricted Deposit Service:

Use This Function	To
ART / Activity Research Tool	View details of transactions processed by DTC and historical information on transactions.
BDSI / Branch Deposit Inquiry	View branch deposit information.
CUST / Custody Services	Process custody deposits, withdrawals, and transfers; inquire about positions; and request images for custody items.
GWIZ / CUSIP Search	View information about a specific security.
RDSP / Restricted Deposit Service - Participant	Process and view information on restricted deposits and transfers.
SEEK	Obtain security information.

Security Eligibility

DTC-Eligible Securities

Participants can check DTC eligibility by reviewing any of the following sources:

- DTC Important Notices, which can be accessed on DTCC's Web site: <https://login.dtcc.com/dtcorg> <http://dtcc.com/legal/important-notices.aspx?subsidiary=DTC>
- The PTS function GWIZ / PBS function Security Detail.
- The Data Delivery Service File
- The ELISC-ELISCD file

If a security is not DTC-eligible and a Participant attempts to make a DAM deposit, a message to that effect will appear on the PTS/PBS screen when the Participant enters the CUSIP number. The Participant will receive a front end reject message for ineligible securities deposited via the CF2DEP file or the BDS file.

Eligible Securities Status

Corporate actions or temporary service problems with a transfer agent may affect deposits of DTC-eligible securities. During these periods, DTC places securities under one of the status categories in the table and descriptions that follow. Participants can use the PTS functions GWIZ/PBS Function Security Detail and RIPS to determine the reasons and deadlines for these events.

Status	Description	What to do
Chill	Trade activity suspended for activities shown on GWIZ, usually deposits, withdrawal-by-transfer (WT), or certificates on demand (COD). Issues are normally chilled at DTC:	Do not deposit when the GWIZ or Security Detail Status field displays 'DEP. '

Status	Description	What to do
	<ul style="list-style-type: none"> • Before maturity—6 weeks for both corporate and municipal issues • When issues do not have an active transfer agent. 	
Global Lock	All activity (physical and book entry) is temporarily suspended two days before the maturity of a debenture.	Do not deposit when the GWIZ or Security Detail Status field displays 'DEP. '
Interim	Interim Accounting is in effect. Refer to the Dividend service guide for more information.	Deposit the item, although the record/cutoff date for dividend protection has passed.
FAST	Fast Automated Securities Transfer	No effect on deposits.
Deleted	CUSIP number deleted and a new one assigned, most likely because of corporate reorganization.	Do not deposit the security using the old CUSIP number; instead use the new CUSIP number and security description found on the New and Contra CUSIP screen of RIPS.

Ineligible Securities

Do not deposit:

- Called bonds – deposit only as Reorg Deposits
- Securities subject to exchange – deposit only as a Reorg Deposit
- Securities reported lost or stolen.

Do not deposit securities on the day before their DTC-ineligible effective date, except for Custody Service Deposits.

Special Eligibility Conditions

The following conditions allow for eligibility under special circumstances.

Defaulted Municipal Bonds

Important Notices lists defaulted muni bearer bonds made eligible at DTC, along with the date of default and the number of the coupon that was payable at the time of the default. When depositing the bonds, leave the last coupon payable at the time to default attached to the certificate, as well as all subsequent coupons.

Municipal Issues without CUSIP Numbers

DTC accepts eligibility requests for both bearer and registered bonds and notes that are outstanding but do not have assigned CUSIP numbers. To request eligibility, submit photocopies of the certificate (front and back) and the legal opinion to:

The Depository Trust Company

c/o The Depository Trust & Clearing Corporation

Attn: Municipal Implementation Area

570 Washington Blvd.

Jersey City, NJ 07310

Be sure to indicate on the DAM deposit ticket that the deposited securities are covering a short position.

Corporate Bearer Bonds

A registered corporate bond may be DTC-eligible, although the bearer form of the security may not be. To determine eligibility, check the CUSIP number of the bond on GWIZ on PTS or Security Detail on PBS.

Corporate Multiple Purpose/Series

Each deposit of multiple purpose/series issues must consist solely of securities of the same purpose or series.

Church Bonds

Before depositing, contact DTC's Underwriting Service Hotline at 1-866-724-4402 to request an Older Issue Eligibility Form.

SBA Guaranteed Loan Pool Certificate

To deposit this type of security, Participants must fill out SBA Form 1088 (Form of Detached Assignment), which can be obtained from:

http://www.colsonservices.com/main/forms/form1088_062402.PDF

Affix a medallion stamp or signature guarantee to each form submitted.

Legal Considerations

The types of issues that follow all have various important legal considerations to keep in mind when making a deposit.

Ownership Certifications

Certain DTC-eligible issues are subject to restrictions regarding ownership of securities by designated types of persons. DTC requires each Participant to file special certifications relating to these securities before the Participant may deposit the securities or otherwise maintain them in its account. Various certifications apply to different categories of such securities. Each such category and the nature of the certification applying to the category is described in this Section. The securities issues in each category are identified on DTCC's public web site at http://www.dtcc.com/customer/directories/dtc/dtc_reference.php.

Maritime Issues

Issues of securities identified by DTC as maritime issues are subject to certain restrictions as to ownership by foreign nationals. These securities are identified on the Maritime Issues List, set forth found on DTCC's public web site at http://www.dtcc.com/customer/directories/dtc/dtc_reference.php. All Participants must have on file with DTC an executed Certificate as to Citizenship for Shipping Companies. These Certificates as to

Citizenship filed with DTC by participants apply to holdings in the issues listed on the Maritime Issues List.

Communications Companies

Issues of securities identified by DTC as communications issues are also subject to certain restrictions as to ownership by foreign nationals. These securities are identified on the Communications Issues List on DTCC's public web site at http://www.dtcc.com/customer/directories/dtc/dtc_reference.php.

Specialized Ownership Issues

DTC will inform Participants of each issue with a specialized ownership restriction made eligible by Important Notice. Important Notices are viewable on DTCC's Web site, http://www.dtcc.com/customer/directories/dtc/dtc_reference.php.

***Note:** Prior to June 20, 1988, when the Segregation Account#100 program first became available, foreign-owned securities of maritime, communication and specialized ownership issues could not be deposited with DTC at all. Since that time, the effect of the Certificate as to Citizenship is to prohibit Participants from maintaining foreign-owned securities of these issues in their general accounts; where the issue is eligible for the Segregation Account#100 program, however, Participants may maintain foreign-owned securities of that issue in their Seg-100 accounts. The Lists on DTCC's public web site at http://www.dtcc.com/customer/directories/dtc/dtc_reference.php identify the issues which are and are not eligible for the Segregation Account#100 program. The process for segregating securities is described in Section P, SUB-ACCOUNTING, of this Manual and in Sections 3.07 and 3.08 of the PTS Manual.*

Limited Partnerships/Oil and Gas Partnerships

Certain securities issues eligible for DTC represent interests in limited partnerships. These securities are identified on the Limited Partnership Issues List, on DTCC's public web site at http://www.dtcc.com/customer/directories/dtc/dtc_reference.php, which constitutes Exhibit A to the Limited Partnership Certificate. All Participants must provide to DTC certain representations and agreements, as set forth in the Limited Partnership Certificate. These Limited Partnership Certificates filed with DTC by Participants apply to holdings in the issues listed on the Limited Partnership Issues List. By filing a Limited Partnership Certificate each Participant has undertaken a continuing responsibility to ensure that it can make and comply with each of the representations and agreements set forth in the Limited Partnership Certificate with respect to each issue identified on the List which it may hold in its DTC account.

Certain of these securities have been issued by entities engaged in activities causing them to be subject to the ownership and control limitations under the Mineral Leasing Act of 1920, as amended. These securities are identified on the Oil and Gas Issues List, on DTCC's public web site at http://www.dtcc.com/customer/directories/dtc/dtc_reference.php which constitutes Exhibit A to the Oil and Gas-Eligible Citizen Certificate. All Participants must have on file with DTC an executed Oil and Gas-Eligible Citizen Certificate. These Oil and Gas-Eligible Citizen Certificates, filed with DTC by Participants, apply to holdings in the issues listed on the Oil and Gas Issues List.

By filing an Oil and Gas-Eligible Citizen Certificate each Participant has undertaken a continuing responsibility to ensure (1) that any positions in its account in any of the securities listed on the Oil and Gas Issues List are beneficially owned by an Eligible Citizen for purposes of the requirements under the Mineral Leasing Act, and (2) that it can make and comply with each of the other representations and agreements set forth in the Oil and Gas-Eligible Citizen Certificate with respect to each issue identified on the List that it may hold in its DTC account.

Tracking Deposits

DTC provides Participants with reports and PTS inquiry functions to research deposit and reject activity. The following charts list Deposits reports and the various ways to obtain necessary research material.

For this report	Use	Alternatively available via
Deposit Update	POS, PART Position Inquiry by Security, Participant Activity Research Tool	CCF, PTS message
Legal Deposit Update	STSL, PART Securities Transfer Legal Deposit, Participant Activity Research Tool	CCF, PTS message
Pending Full Service Legal Deposits	PELD, Pending Legal Deposits	None
Deposit Transfer Delay Report	STDI, Deposit Inquiry	Hardcopy
Deposit Reject	REJI, PART, Billable Reject Inquiry, Participant Activity Research Tool	CCF, PTS message, hard-copy
Legal Deposit Reject	STSL, PART, Securities Transfer Legal Deposit, Participant Activity Research Tool	CCF, PTS message, hard-copy
Journal Listing Reject	PART, Participant Activity Research Tool	CCF
Participant Adjustment Report	PART, Participant Activity Research Tool	CCF, PTS message
Branch Deposit End-of-Day File	None	CCF
Branch Deposit Status Inquiry	BDSI, Branch Deposit Inquiry	None
Branch Deposit Messages	None	Message delivery (mailbox)
Deposit Automation (DA) Inquiry	DAMP, Deposit Automation	None

Imaging Fax and E-mail System

Participants can request that imaged copies of their deposits be sent to up to six recipients via the Imaging Fax and E-mail System, which can be accessed from the following functions:

- DAMP / Deposit Automation for regular, bearer/nontransferable, and reorg deposits
- BDSI / Branch Deposit Inquiry for branch deposits
- RDSP / Restricted Deposit Service – Participant for restricted deposits
- STDI / Deposit Inquiry for deposits still in transfer as of the close of business the previous business day
- STSL / Securities Transfer Legal Deposit for legal deposits.