

Broadridge

Broadridge's involvement during the proxy process begins when it transmits data (brokers and banks) it receives from search cards/material requests to its clients. Broadridge will provide the estimated material needs to the group originating the broker search by indicating the number of underlying holders and positions that hold the security searched.

Approximately 45 days prior to the Meeting date, Broadridge collects the name, address, and share amount of beneficial (street name) shareholders as of the record date, and provides the company (transfer agent) with an estimate of the proxy material needed to distribute to each beneficial holder. Definitive numbers will be available three days after the record date.

Between 30 and 35 days prior to the Meeting date, Broadridge should receive the proxy, either directly from the printer or the issuing company. At this point, Broadridge will scan the proxy card into its system and reformat it to fit its generic Voter Instruction Form (VIF).

Then, Broadridge mails the proxy material to the underlying beneficial owners within five business days (SEC rules) upon receipt of the material.

If Broadridge has done the mailing 25 calendar days or more prior to the Meeting date, it will transmit the first vote to Continental 15 days prior to the Meeting. If the mailing commenced less than 25 calendar days prior to the Meeting, the first vote will be transmitted 10 days prior to the Meeting. In either case, after receiving the first vote, daily votes are transmitted thereafter. On the day of the Meeting, Continental will receive a final vote tally from Broadridge and other non-Broadridge entities via fax.

Broker Search

SEC Rule 14a-13(a) requires that the corporation mail a search card to all banks, brokers, and nominees no later than 20 business days prior to the record date for an Annual Shareholder Meeting or as soon as practicable. This rule does not apply to a Special Meeting; however, the search card still must be sent as early as possible in order to have enough time to gather pertinent data.

The search is made to determine the number of sets of material required to be mailed to all beneficial holders. The recipients of the search are required by SEC regulations to respond no later than five business days after the receipt of the search card.

The search card contains several bits of information: the dates of the upcoming Annual/ Special Meeting (record, mail, and Meeting dates), an address to forward broker invoices for payment, the identity of the entity sending material, and a location where voting tabulation should be sent.