

801.10

Verne, B. Michael

From: [REDACTED]  
Sent: Friday, January 27, 2006 9:19 AM  
To: Verne, B. Michael  
Subject: Merger - treatment of options and other non-voting securities

Hi Mike,

If the Acquiring Person is acquiring the Acquired Person by Merger and in that Merger it will (i) cancel the options and pay the option holders cash, (ii) cancel the other non-voting securities and pay the holders cash and (iii) pay the holders of the voting securities cash. In determining the acquisition price do you include the value of the options and other non-voting securities?

Many thanks

[REDACTED]

NO -  
Burdick  
1/27/06

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