



Our dedicated Executive Services Group operates with a primary focus — to deliver the highest level of service to our clients and their employees.

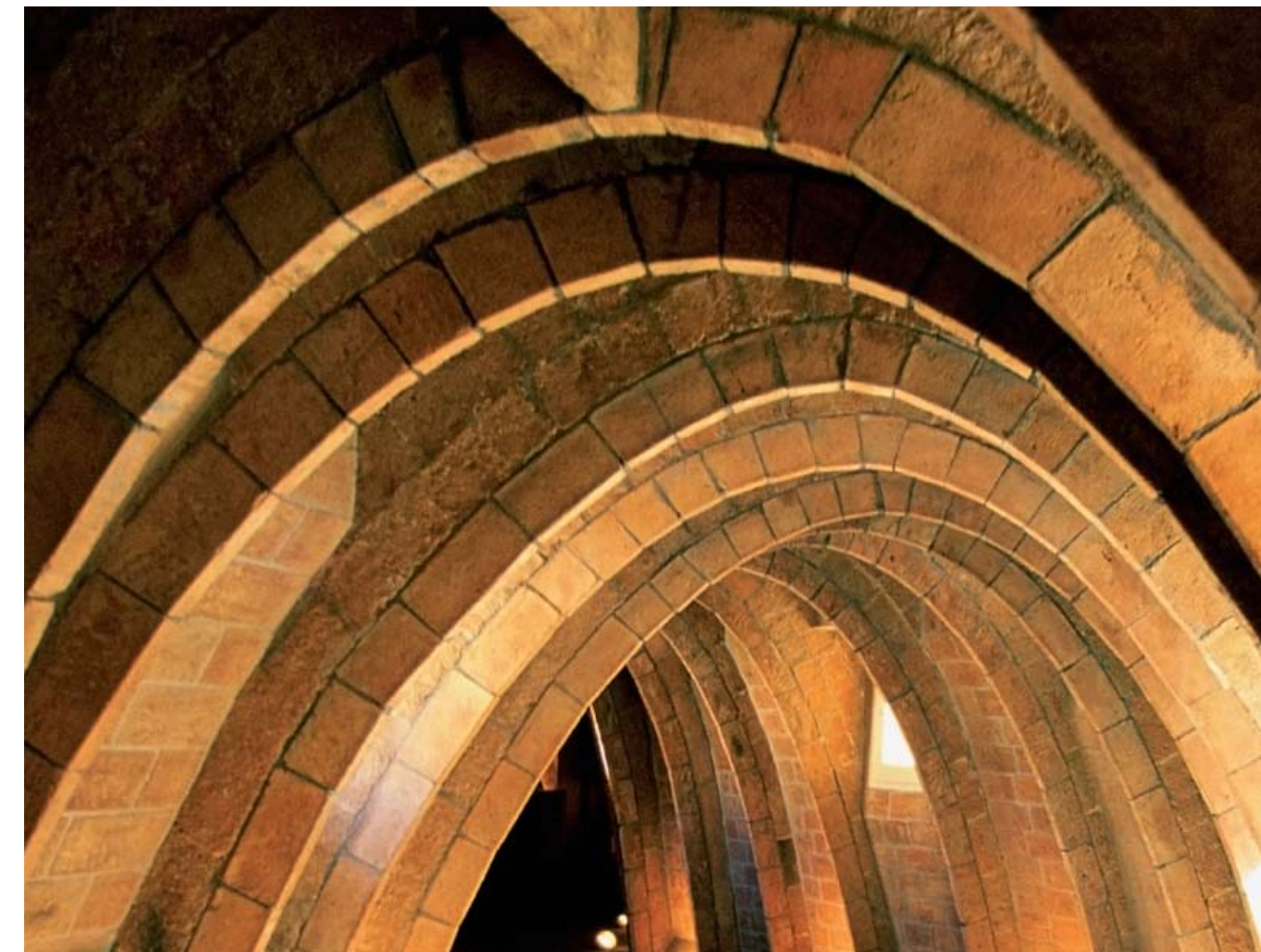


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Mellon Securities LLC | Executive Services Group

Help your executives more effectively manage their corporate equity programs.



The management of complex equity compensation programs carries a multitude of responsibilities and challenges — from securities compliance and reporting requirements — to performing a myriad of day-to-day administrative functions — to providing the highest level of service for company executives.

Engaging a partner who can offer a portfolio of the right solutions that will deliver the best experience for you, your company and your employees is the smart choice.

Mellon Securities LLC (member FINRA/SIPC) — in close conjunction with BNY Mellon Shareowner Services LLC — is that partner.

Mellon Securities

Our dedicated Executive Services Group operates with a primary focus — to deliver the highest level of service to our clients and their employees. We seek to achieve this goal by delivering a number of key benefits. These include:

- ▶ Trade execution, filing, validating pre-clearance, post-trade reporting and assistance with investing proceeds
- ▶ A team of qualified registered representatives who are easily reached and serve as a single point of contact
- ▶ Highly personalized attention and service
- ▶ Swift and accurate trade execution
- ▶ Access to a dedicated trading desk

Additionally, by engaging Mellon Securities, you can benefit from our affiliation with BNY Mellon Wealth Management, a leading wealth manager focused on the needs of the private investor. We can help you access the world-class resources and deep wealth management capabilities of our affiliates.

Take a moment to review our solutions — then ask us how we will deliver an experience that exceeds your expectations.

10b5-1 Plans

Individuals who possess material, non-public information are subject to strict rules governing how and when they can trade company shares. While the Securities and Exchange Commission (SEC) established these rules to safeguard investors from the far-reaching damages of insider trading, their impact significantly restricts access to personal wealth held in company stock.

To provide a degree of flexibility, the SEC established Rule 10b5-1, allowing insiders (when not in possession of material non-public information) to establish a plan to trade securities on the basis of pre-established instructions. While these individuals would continue to be subject to regulatory requirements for trade disclosures, such as filing SEC Forms 4 and 144, a 10b5-1 plan can arrange for a pre-determined and fixed investment schedule.

A 10b5-1 plan not only creates greater trading flexibility for insiders, but also provides a vehicle to establish a higher level of marketplace credibility and positive public perception surrounding trading activities. BNY Mellon Shareowner Services' dedicated Executive Services Group can apply its specialized knowledge and professional experience to help both your insiders and their advisors formulate a trading plan to complement individual investment strategies.

Establishing a 10b5-1 plan can be complicated. BNY Mellon Shareowner Services can help simplify the process.

What can a 10b5-1 Plan mean to insiders?

Adopting a 10b5-1 plan at a time when insiders are not in possession of material, non-public information helps to establish an affirmative defense against charges of insider trading. And because the plan continues without interruption, even while insiders do possess material non-public information, it will allow more market trading days to be available and provide greater control over the management of personal liquidity, asset diversification and financial planning.

Shareowner Services offers personalized administration of each 10b5-1 plan. Working with insiders and advisors, our Executive Services Group can help formulate pre-scheduled thresholds for the time and price at which insiders will trade. For example, the plan can stipulate date-based criteria, such as "Sell 1,000 shares on the first trading day of July, August and September," or set limit prices either above or below the current market price. Each time a trade is executed based on the plan's pre-set instructions, both the insider and any designated representative will receive a trade confirmation within twenty-four hours.

Whether choosing from one of our 10b5-1 plan templates for exercising stock options or vesting restricted stock, or working with us to develop another customized plan based on specific criteria, issuers and investors can benefit from Shareowner Services' trading and execution strengths.

By engaging Shareowner Services for 10b5-1 plan administration, you can benefit from our affiliation with BNY Mellon Wealth Management, a leading wealth manager focused on the needs of the private investor.

Let us prove how we can create an experience that is measurably different. For more information, contact:

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