

**Rule 3: Eligible Securities**

3.1 Eligible Securities. Eligible Securities will be securities that the Company, in its sole discretion, accepts as such, taking into consideration factors including, but not limited to: (a) Participant interest in the Company providing services in respect of a security; (b) the extent to which readily available information regarding the security issuer is available; and (c) the extent to which readily available and reliable pricing information regarding the security is available. Eligible Securities must at all times also be securities that DTC accepts as eligible securities under its rules and to which DTC provides book-entry services. In the event that DTC accepts a security as an eligible security but then no longer accepts the security as an eligible security and/or does not provide book-entry services for the security, the security will no longer be an Eligible Security.

3.2 Service Limitations Regarding Eligible Securities. The Company is a DTC participant and will, as soon as practicable (but in any event before the start of trading on the next Business Day after the Company receives notice from DTC), impose service limits on Eligible Securities in conformity with any such service limits as DTC may impose from time to time, including, but not limited to, no longer recognizing a security as an Eligible Security, and the Company will also impose such other service limits on an Eligible Security as may be required by law. In addition, the Company may impose its own limits on services for Eligible Securities, including, but not limited to, no longer recognizing the security as an Eligible Security, where the Company determines, in its sole discretion, that the security no longer meets one (1) or more of the factors specified in Rule 3.1. The Company will, as soon as practicable (but in any event before the start of trading on the next Business Day after the Company makes such a determination), impose any such limits on the Eligible Security.

3.3 Notice of Service Limitations or No Longer Recognizing and Eligible Security. Notice of any service limit for an Eligible Security, including any determination by the Company to no longer accept a security as an Eligible Security, will be promptly provided by the Company in writing to all Participants.