

Bold, Underlined text indicates additions.

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The Depository Trust Company

Custody Service Guide

Preparing to Use the Custody Service and its related services

In order to use the services included in the Custody Service, a Participant must have access to one of the following:

- The Participant Terminal System (PTS) and Participant Browser System (PBS) networks.
- Computer-to-Computer Facility (CCF or CCF II) or Mainframe Dual Host (MDH)
- MQ Messaging Protocol.

In addition, in order to submit a request to make a security or other asset eligible for deposit into the Custody Service and/or to verify whether a particular security or other asset has already been made eligible for the Custody Service (i.e., may be deposited without first separately requesting eligibility), Participants must access DTC's online custody eligibility application ("Custody Eligibility Application"), as described below.* This application is part of DTC's Underwriting System Applications ("USA") and available through DTC's online portal at <https://portal.dtcc.com>.

Participants should contact their Relationship Manager for more information.

Custody Services

*** Prior to implementation of the Custody Eligibility Application, Participants submitted Custody eligibility requests to DTC by email only. The Custody Eligibility Application will be implemented in phases whereby Participants using the Custody Service will be migrated to use the Custody Eligibility Application to submit Custody Eligibility Requests over a period of approximately two months beginning on October 31, 2016. However, email submission of Custody Eligibility Requests will remain available to Participants as a valid method to submit Custody Eligibility Requests until the later of (i) January 31, 2017 and (ii) 30 calendar days following the date all Participants using the Custody Service have migrated to be able to submit Custody Eligibility Requests using the Custody Eligibility Application ("Final Effective Date"). On and after the Final Effective Date, DTC will no longer accept such email requests and Custody Eligibility Requests will be required to be submitted through the Custody Eligibility Application. This footnote will be deleted from this Custody Service Guide as of the Final Effective Date. The Final Effective Date will be announced via a DTC Important Notice.**

About the Service

Custody Services include deposits and safekeeping, withdrawals, and transfers of securities that are eligible or, in some cases, ineligible for all of DTC's services.

DTC's Regular Custody Services provides a Participant with a convenient method for outsourcing the custody and processing of physical securities for those securities that are not eligible for DTC book-entry services. Some of the types of securities for which Participants can use these services are:

- Securities that are not eligible for full depository services
- Foreign securities
- Government securities
- Restricted securities
- Private Placements and Safekeeping

A Participant deposits the physical certificates and any accompanying documents with DTC for placement in its secure vault and DTC can then perform the physical processing on its behalf, such as transferring certificates.

A Participant may also withdraw certificates easily. DTC will mail them to the depositing Participant, or deposit the position into its general free account for credit on the same business day. The Participant may have foreign securities forwarded to a global custodian or shipped to an overseas agent. The Participant can have government securities presented to the Treasury Department or Federal Reserve Bank of New York (FRBNY). DTC will also clip coupons and present them through its Coupon Collection Service (CCS).

Functions of the Service

DTC's Custody Service frees the depositing Participant from physical handling of securities that are not eligible for DTC full-service processing, or are DTC-eligible, but not registered in the name of DTC's nominee, Cede & Co. For securities deposited into the Custody Service DTC will:

- Handle transfers
- Process withdrawals, mailing certificates to the depositing Participant or depositing position into its general free account at DTC
- Deliver certificates to other agencies, including global custodian and overseas agents
- Present government securities to federal agencies
- Affix the depositing Participant's official facsimile signature and medallion guarantee stamp to securities being transferred
- Clip coupons

Functional use of the Custody Service

First, the depositing Participant must prepare the physical certificates to be deposited, then using DTC's online system (CUST), or a CCF deposit file or MDH system, the depositing Participant must enter its custody information. The Participant may then send the certificates to DTC.

After DTC's staff has examined, electronically imaged and recorded the deposit, the physical certificates are placed in a DTC secure vault and unique reference numbers are assigned.

Once the deposit is accepted and recorded, a Participant can withdraw and transfer securities easily, issuing its instructions via the PTS/PBS function CUST or via messaging.

Note: If the Participant does not know whether a security or other asset, as applicable, is currently eligible for deposit in DTC's Custody Service, the Participant should verify the

eligibility status using the online Custody Eligibility Inquiry Function through USA, as defined below. If the security or asset is not eligible then the Participant must, prior to depositing it at DTC, submit a request to DTC to make the security or asset eligible for the Custody Service using the Custody Eligibility Application as described below.

Deposits

DTC examines deposits, reviewing the securities for negotiability as well as ensuring the accuracy of the data the Participant transmits in the "deposit expectancy file".

- A Participant may request a SIC verification at the time of deposit through DTC's Branch Deposit Service (optional service). DTC will provide a file to SIC using the Participant's FINS number and access code.
- DTC will identify and create reorg deposits when applicable.

A Participant may deposit securities or documents into custody using:

- Participant Terminal System (PTS)/Participant Browser System (PBS) functions
- Computer-to-Computer Facilities (CCF) file transmission
- Mainframe Dual Host (MDH)
- MQ Messaging Protocol

As a safekeeping service for deposited securities DTC provides:

- Security in a DTC secure vault. DTC's vault and certificate-handling practices provide for secure facilities and promote prompt and accurate securities processing. Inventories are segregated in various locations, sometimes referred to as "boxes". The depositing Participant may move certificates from one box to another to reflect changes in the status of the securities.
- Assignment of a unique reference identification number to all deposits. Each certificate received into custody is identified by customer account number. At any time the depositing Participant may update the customer's account number on certificates.
- Continuous random audit checks. Auditors for the depositing Participant or its custodial customer may occasionally require access to the custody inventory. Given appropriate notice, DTC will provide a secure space under camera surveillance where securities can be examined.
- Availability of detailed information on every certificate, including certificate number, registration, negotiability status, and restricted indicator and access to images of the Participant's certificates or documents through CUST. See Imaging.

Items Accepted for Deposit

- Stocks (negotiable, non-negotiable, and restricted)
- Bonds
- DTC eligible securities
- DTC ineligible: open-ended mutual funds, short-term money market instruments, foreign securities, interest only, limited partnerships, promissory notes, private placements, customer-registered custodial assets.
- Gold certificates
- Non-standard assets

Items Not Accepted

As noted in Eligibility above, DTC reserves the right, in its sole discretion, to refuse to accept a security or other asset for deposit in its Custody Service. Items not accepted include, but are not limited to, the following:

- Terminal output of stock record positions
- Vouchers or cash for airline tickets
- Legal correspondence on Participant assets
- Bank account applications
- Bills of sale
- Contracts of prevailing wage certificates
- Assignment of real estate
- Individual Retirement Accounts (IRA) statements
- Tax returns

Trailing Document Deposits

The Participant may make a trailing document deposit, also known as a document-only deposit, by instructing DTC to append the documents to a previous Custody deposit. When the trailing documents are received, DTC will re-examine the original deposit to determine whether it is negotiable.

Note- DTC will not accept a document-only deposit if it is not linked to an existing Custody deposit ID.

Foreign Securities Deposits

DTC will safe keep foreign securities, and if instructed, will forward the Participant's foreign securities to a global custodian for deposit into the Participant's account.

When DTC receives a deposit of this type, DTC's Custody staff will:

1. Examine it to verify negotiability, transferability, issue type and quantity
2. Credit the Participant's custody account
3. Send instructions and security to the agent at the Participant's request
4. Inform the Participant if the security is rejected by the agent, place it in the Participant's custody account and await the Participant's instructions whether to return the security to the Participant, Participant's branch office, or Participant's customer.

Custody Locations

DTC uses the segregation account (Seg 22) to house custody positions. Within the segregation account there are 100 locations or a series of sub-locations, referred to as "boxes", to further differentiate the positions. The CUST function allows the depositing Participant to change its certificate box location from one box location to another, as needed.

Custody Reject and Hold

Certificates sent for deposit to a Participant's general free account that do not meet all the requirements for regular DTC deposits because of missing documents, or certificates being in firm name, can, on the Participant's instruction, be held in DTC's Custody vault instead of being returned. The reject is reflected on the daily Participant statement.

Coupon Clipping

As with regular DTC-eligible securities held at DTC, the Coupon Clipping Service (CCS) is available for custody-held bearer securities. The Participant may instruct DTC to clip these coupons and to present them through CCS, which provides one central location for submitting coupons and one central source of payment. This centralizes transactions for the collection of bearer municipal interest. DTC promptly allocates interest to the Participant directly, once the interest payment is funded by the paying agent.

Withdrawals

A Participant may withdraw the certificates deposited into Custody as it would withdraw regular deposits. Four types of withdrawals are allowed.

1. **Withdrawal and Pick Up:** A withdrawal and pick-up allows securities to be removed from Custody and brought to DTC's Central Delivery Department promptly to be picked up by the Participant's messenger. A Participant can withdraw any security from its Custody position by using this method, with the exception of "blocked" securities such as those subject to OFAC restrictions.
2. **Withdraw and Ship:** A Participant may instruct DTC to mail withdrawals to the Participant or directly to a customer, if so instructed accompanied by a letter on letterhead of the Participant signed by a duly authorized officer of the Participant.
3. **Withdraw and Deposit to DTC Free Position:** A Participant may request a withdrawal from custody and instruct DTC to deposit it into its DTC free account for credit on the same business day.
4. **Withdraw and Deliver at NYW:** The New York Window (NYW) provides clearance and settlement service for physical securities and related paperwork. The service allows Participants to clear and settle trades outside DTC's regular book-entry settlement services (i.e. Over the Window and NSCC Envelope Service).
5. **Withdraw and Deliver to DTC's Restricted Deposit Service:** A Participant may request a withdrawal from custody and instruct DTC to deposit it into the Restricted Deposit Service (RDS). This will allow for processing of legend removal as set forth under the RDS section below.

Transfers

DTC's Custody Service allows a Participant to submit transfers requests for registrations changes and/or denominational breakdowns.

Custody Transfers

As part of the transfer instruction, the instructing Participant must provide a Custody location in which to put the newly issued shares. DTC sends securities to the transfer agent the day after receiving transfer instructions and performs appropriate aging follow-up with the agents.

Rush Transfers

DTC sends rush transfer instructions to the transfer agent by express delivery on the day after the instructions are received, unless it is for exception processing. DTC performs proof-of-delivery information the next day. Aging follow-up is initiated on day one with feedback to the requesting Participant.

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	Process and view information on deposits.
CUST / Custody System	Process deposits, withdrawals, and transfers; inquire about positions, and request images.
GWIZ / CUSIP Inquiry	Obtain security information.
RDSP / Restricted Deposit Service	Process and view information on restricted deposits and transfers.
SEEK	Obtain security information.

Eligibility Inquiry Capability

The “Custody Eligibility Inquiry Function” is available for Participants to verify whether a security or other asset is already eligible for deposit into the Custody Service. The Custody Eligibility Inquiry Function is accessible through USA on the secure Internet portal used for DTC’s online applications generally, at <https://portal.dtcc.com>. The Participant can make such an inquiry by entering certain search criteria (“Search Criteria”). The Search Criteria include CUSIP or partial CUSIP (at least 6 characters), and Security Description (at least 3 characters). Additional Search Criteria allows the Participant to narrow the results including the Security Interest Rate range, Maturity Date range, Dated Date range and Sub-Issue Type.

If a security is eligible for deposit, the Participant can proceed to deposit the Security using the process described above.

Requesting Custody Eligibility for a Security

Custody Eligibility Requests must be submitted by Participants through the Custody Eligibility Application within USA which is accessible through the secure Internet portal generally used for DTC’s online applications, <https://portal.dtcc.com>.

Note: A Participant should contact its relationship manager with any questions it has regarding access to the DTC portal and the Custody Eligibility Application.

Custody Eligibility Requests must contain certain Data Elements and copy of the security certificate, or other relevant documentation for an asset that is not a security, as applicable, in order to be processed. Participants seeking to make multiple Custody Eligibility Requests at one time have the option to submit a spreadsheet containing the Data Elements for all the securities and other assets for which eligibility is being requested at that time.

Data Elements include CUSIP (if available); Sub Issue Type (required); Description (required); U.S./Non U.S. (This field is required for corporate debt and equity issues. For all certificates of deposit, and collateralized mortgage obligations must be U.S. issues. For municipal securities, this field is set to U.S. and is not updateable); Issuer Country of Origin (required for corporate debt and equity issue types); State of Incorporation (required for all U.S. issues), Dated Date (required for corporate debt and municipal security types); Accrual Date (required for corporate debt and municipal security types); Certificate Type (required and defaulted to R for Registered, can be updated to Bearer or

Interchangeable); Maturity Date (required for corporate debt, municipal securities and warrants); Interest Rate (required for corporate debt and municipal security types); DTC Participant Number, Name of Paying Agent (required for corporate debt and municipal security types); and Exercise Price (required for warrants). If the Participant does not enter the required Data Elements then the Custody Eligibility Application would prompt the Participant to include the missing information.

Once the Custody Eligibility Request is submitted by a Participant, DTC will validate the Data Elements. DTC will send an automated email to notify the Participant if a Custody Eligibility Request requires further review by DTC prior to adding the security or other asset, as applicable to the Custody system as eligible for deposit. DTC may require other information it deems necessary to complete its processing of a Custody Eligibility Request. If DTC requires additional information to complete its review of a Custody Eligibility Request, or otherwise identifies an issue that may affect processing of the Custody Eligibility Request (e.g., incorrect sub-issue type, OFAC issue, etc.), DTC staff will contact the Participant in this regard directly by phone and/or in writing.

If the security subject of the Custody Eligibility Request complies with the requirements set forth in these Procedures but has not been assigned a CUSIP, DTC will assign a CUSIP which the Participant may view on the Custody Eligibility Application screen. DTC will send the Participant making the Custody Eligibility Request an automated email communication to notify the Participant if the applicable security or other asset becomes eligible for Custody services.

Participants with questions regarding the above should call the DTC Underwriting Hotline phone number at 866-724-4402.
