



## Tender Offer Website

**Automate the Tender Offer process for your exchange program, ease administration and provide excellent service to your employees**

With the stock market down, more and more companies are considering repricing or other exchange programs. Managing the required Tender Offer process is one of the most time-consuming tasks companies face.

SOS's Tender Offer Website streamlines this process by automating the distribution and election process. By utilizing SOS's state-of-the art technology, your company will save time, money and provide excellent customer service to your employees worldwide.

### Tender Offer Features: Employee Access:

- 24/7 access to a secure, customized website
- Post all company documents related to the Tender Offer
- Accept or decline to tender the eligible stock options
- Automatic e-mail notification to the participant, confirming every election
- Participants can make unlimited changes to their elections at anytime, until the Tender Offer closes

### Administrator Access:

- Easy, electronic distribution of TO documents and receipt of elections, reducing the time and cost of creating, printing and mailing
- Effortless reminder emails to employees who have yet to complete their elections
- Instant access to review and update individual employee data
- Real-time, comprehensive reports on all employee activity, non-activity, elections, etc. help you keep management up-to-date on the status of your TO

**Demo** Equity Award Exchange Program  
Opens June 15<sup>th</sup>, 2009  
Closes July 11<sup>th</sup>, 2009 at 9pm Pacific Time

Welcome: ADMIN USER [Home](#) [Logout](#) [Administration](#)

Make My Elections (Step 1 of 4)

Indicate your decision to tender your Eligible Options identified below for exchange for new awards by selecting the "Yes" choice in the Election column.

If you do not want to tender one or more of your Eligible Options for exchange, select "No" choice in the Election column for those particular options.

If you do not select the "Yes" choice with respect to an Eligible Option, your election with respect to that option will default to "No". In that event, the Eligible Option will not be exchanged.

You may not tender only a portion of an Eligible Option.

Original Award						Replacement Award			
Number	Type	Date	Price (\$)	Shares Outstanding	Shares Vested	Type	Shares	Shares Vested	Election
1	ISO	Aug-23-2001	\$3.45	750	250	NQ	800	150	<input checked="" type="radio"/> Yes <input type="radio"/> No
2	ISO	Aug-23-2001	\$3.45	750	250	NQ	800	150	<input type="radio"/> Yes <input checked="" type="radio"/> No
3	ISO	Dec-10-2003	\$3.45	750	250	NQ	800	150	<input checked="" type="radio"/> Yes <input type="radio"/> No
4	ISO	Oct-12-2004	\$3.45	750	250	NQ	800	150	<input type="radio"/> Yes <input checked="" type="radio"/> No
5	ISO	Oct-12-2004	\$3.45	750	250	NQ	800	150	<input checked="" type="radio"/> Yes <input type="radio"/> No

**Need Help?**  
Contact the stock plan services group at (650) 555-1212 or [stock@demo.com](mailto:stock@demo.com)

### Benefits:

- Retains log file of all transaction activity
- Unlimited number of TO documents
- Reduces employee phone calls and emails to the plan administrator
- Paperless elections save time and money
- Easier for your participants to participate in the exchange program
- Fast and easy implementation process

Participant Experience:

Login Page

Demo

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**Welcome to your Option Exchange Program website!**

Please enter your login Id and Password.

If you have misplaced or did not receive your password, please send an email to [WebDev@sos-team.com](mailto:WebDev@sos-team.com).

Login Id:

Password:  (Case Sensitive)

Welcome Page

Demo

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**Learn**

Click on any of the links below to learn more.

- [Offer to Exchange](#)
- [FAQs](#)
- [Employee Presentation Materials](#)
- [Schedule TO – Tender Offer Statement](#)

The PDF documents above require Adobe Acrobat Reader. If necessary you can download if from Adobe Systems.

**Make My Election**

You have 13 days left to elect whether to keep your Eligible Awards or exchange some or all of them for Restricted Stock Units or Cash. You elected to exchange SOME of your awards.

- [View/Change My Election](#)
- [Print My Election Confirmation](#)

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[Change Your Password](#)

- Lists an unlimited number of Tender Offer documents available in PDF format
- Allows the user to see their election status, start the election process, get help or change their password
- The Administration link only appears for users with admin access.

Election Page

Demo

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**Make My Elections (Step 1 of 4)**

Indicate your decision to tender your Eligible Options identified below for exchange for new awards by selecting the "Yes" choice in the Election column.

If you do not want to tender one or more of your Eligible Options for exchange, select "No" choice in the Election column for those particular options.

If you do not select the "Yes" choice with respect to an Eligible Option, your election with respect to that option will default to "No". In that event, the Eligible Option will not be exchanged.

You may not tender only a portion of an Eligible Option.

Reminder

Before making your election, please ensure that you have reviewed and understand the documents that constitute this offer:

- [Offer to Exchange](#)
- [FAQs](#)
- [Employee Presentation Materials](#)
- [Schedule TO - Tender Offer Statement](#)

**Original Award**

Number	Type	Date	Price (\$)	Shares Outstanding	Shares Vested	Type	Shares	Shares Vested	Election
1	ISO	Aug-23-2001	\$3.45	750	250	NQ	800	150	<input checked="" type="radio"/> Yes <input type="radio"/> No
2	ISO	Aug-23-2001	\$3.45	750	250	NQ	800	150	<input type="radio"/> Yes <input checked="" type="radio"/> No
3	ISO	Dec-10-2003	\$3.45	750	250	NQ	800	150	<input checked="" type="radio"/> Yes <input type="radio"/> No
4	ISO	Oct-12-2004	\$3.45	750	250	NQ	800	150	<input type="radio"/> Yes <input checked="" type="radio"/> No
5	ISO	Oct-12-2004	\$3.45	750	250	NQ	800	150	<input checked="" type="radio"/> Yes <input type="radio"/> No

**Replacement Award**

Cancel

Submit My Election

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- Displays a list of eligible grants
- Columns shown customized to client's preference
- You choose which option details display on the page
- Remembers prior election if the participant logs in again during the TO period

### Review Election Page

Demo

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**Make My Elections (Step 2 of 4)**

You have made the following elections with respect to your eligible options:

Original Award					Replacement Award				
Number	Type	Date	Price (\$)	Shares Outstanding	Shares Vested	Type	Shares	Shares Vested	Election
1	ISO	Aug-23-2001	\$3.45	750	250	NQ	800	150	<input checked="" type="radio"/> Yes <input type="radio"/> No
2	ISO	Aug-23-2001	\$3.45	750	250	NQ	800	150	<input checked="" type="radio"/> Yes <input type="radio"/> No
3	ISO	Dec-10-2003	\$3.45	750	250	NQ	800	150	<input checked="" type="radio"/> Yes <input type="radio"/> No
4	ISO	Oct-12-2004	\$3.45	750	250	NQ	800	150	<input type="radio"/> Yes <input checked="" type="radio"/> No
5	ISO	Oct-12-2004	\$3.45	750	250	NQ	800	150	<input checked="" type="radio"/> Yes <input type="radio"/> No

Cancel

Continue

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### Submit Election Page

Demo

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**Submit Elections (Step 3 of 4)**

I acknowledge my Election is subject to the terms, conditions and restrictions contained in the Offering Materials.

**Email Address:** WEBDEV@SOS-TEAM.COM  
**Employee ID:** 123

An e-mail will be sent to the e-mail address above confirming your election after you select the "I Agree" button below.


Cancel

I AGREE

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Print Election Page



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Print Election Confirmation (Step 4 of 4)

Your election has been recorded as follows:

Original Award						Replacement Award			
Number	Type	Date	Price (\$)	Shares Outstanding	Shares Vested	Type	Shares	Shares Vested	Election
1	ISO	Aug-23-2001	\$3.45	750	250	NQ	800	150	No
2	ISO	Aug-23-2001	\$3.45	750	250	NQ	800	150	No
3	ISO	Dec-10-2003	\$3.45	750	250	NQ	800	150	No
4	ISO	Oct-12-2004	\$3.45	750	250	NQ	800	150	Yes
5	ISO	Oct-12-2004	\$3.45	750	250	NQ	800	150	Yes

PRINT A CONFIRMATION
LOGOUT
RETURN TO WELCOME PAGE

Administrator Functions:

Admin Page



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**Welcome to the Administration Page**

Please select one of the following menu items:

1. [Reports](#)
2. [Email Notifications](#)
3. [Participant View / Election Entry](#)
4. [Unlock Accounts / Reset Passwords](#)

- Reports
- Review/Enter Employee Election
- Unlock Employee Account (locked after multiple unsuccessful login attempts)
- Generate Lists
- Send e-mail notifications

## Reports Menu

Demo

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**Administration Reports**

1. [Option Election Statistics](#)
2. [Employee Lists](#)
3. [Log File Export](#)
4. [Export Complete Database](#)

- Election Statistics
- Employee Lists
- Log File Export
- Export Complete Database

## Election Statistics

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	#	%
Grants Subject to Tender Offer	4	
Shares Subject to Tender Offer	17,085	
Employees Subject to Tender Offer	2	
Grants Tendered	1	25
Shares Tendered	13,635	79.81
Grants NOT Tendered	3	75
Shares NOT Tendered	3,450	20.19
Employees Tendered	2	100
Employees Not Tendered	0	0
Elections made by Administrator	0	

[Back](#)

- Real-time status summary with a click
- Keep management informed on the status of the tender offer

### Log File Export

A	B	C	D
139	DemoAdmin 09/11/2008 04:29:38 PM PST	Login	PASS
140	DemoUser 09/11/2008 04:38:06 PM PST	Login	PASS
141	DemoUser 09/15/2008 11:19:24 AM PST	Login	PASS
142	DemoUser 09/15/2008 02:13:54 PM PST	Login	PASS
143	DemoUser 9/15/2008 2:19:22 PM PST	Option Exchange Updated	Grant Number: 5 ExchangeStatus: Y Employee No.: 456
144	DemoUser 9/15/2008 2:19:22 PM PST	Option Exchange Updated	Grant Number: 6 ExchangeStatus: Y Employee No.: 456
145	DemoUser 9/15/2008 2:19:24 PM PST	SendMail	Mail Sent to the employee
146	DemoUser 9/15/2008 2:19:28 PM PST	Print	Printed a Confirmation Statement
147	DemoUser 09/15/2008 03:04:08 PM PST	Login	PASS
148	DemoUser 9/15/2008 3:04:14 PM PST	Logout	Logout from the site
149	AdminUser 09/15/2008 03:04:24 PM PST	Login	FAIL
150	DemoAdmin 09/15/2008 03:04:53 PM PST	Login	PASS
151	DemoUser 09/16/2008 09:55:52 AM PST	Login	PASS
152	DemoAdmin 09/16/2008 09:56:06 AM PST	Login	FAIL
153	DemoAdmin 09/16/2008 09:58:01 AM PST	Login	FAIL
154	DemoAdmin 09/16/2008 09:58:17 AM PST	Login	PASS

- Displays a complete and detailed record of all logins, login attempts and transaction activity

### Complete Database Export

	S	T	U	V	W	X	Y	Z	AA	AB	AC
1	GRANTSHARES	VESTED	EXERCISED	EXERCISABLE	CANCELLED	OUTSTANDING	UNVESTED	EXPIREDATE	EXCHANGE	NEWSHARES	LASTUPDATED
2		1000	250	200	50	0	750	750	12/10/2015 0:00 Y	800	7/17/2008 13:
3		1500	250	200	550	0	750	750	12/10/2014 0:00 Y	800	7/17/2008 13:
4		1000	250	200	50	0	750	750	12/10/2015 0:00 Y	800	9/15/2008 14:
5		1500	250	200	550	0	750	750	12/10/2014 0:00 Y	800	9/15/2008 14:

- Contains the current status of all grants with grant details

### Automated Email Announcements / Reminders / Notifications

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**Send Email Notifications**

- Commencement Email
- Reminder: Not Logged In
- Reminder: Logged In, No Election

- E-mail text is completely customizable
- Additional emails can be added, based on client requirements