

# **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:**

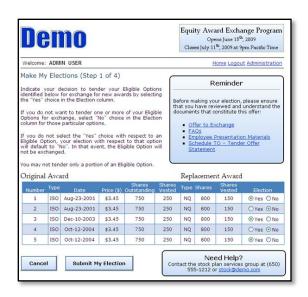
- 24/7 access to a secure, customized website
- Post all company documents related to the Tender Offer
- Accept or decline to tender the eligible stock options
- Automatic e-mail notification to the participant, confirming every election
- Participants can make unlimited changes to their elections at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

## **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

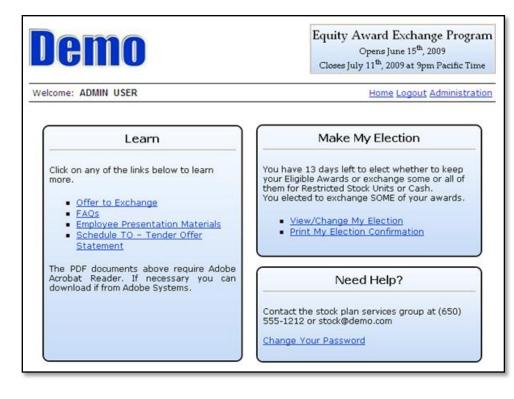


# Participant Experience:

## Login Page

Demo	Equity Award Exchange Program Opens June 15 <sup>th</sup> , 2009 Closes July 11 <sup>th</sup> , 2009 at 9pm Pacific Time				
Welcome to your Option Exchange Please enter your login Id and Passwor If you have misplaced or did not rece					
WebDev@sos-team.com.  Login Id:  Password:	(Case Sensitive)				
	ENTER				

# **Welcome Page**



- 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**



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.

#### Reminder

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

- Offer to Exchange
- FAOs
- Employee Presentation Materials
- Schedule TO Tender Offer Statement

Original Award

#### Replacement Award

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

Cancel

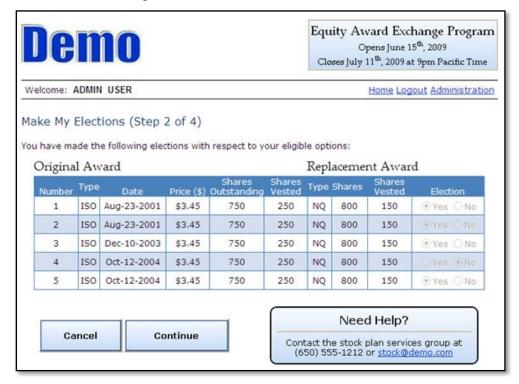
**Submit My Election** 

## Need Help?

Contact the stock plan services group at (650) 555-1212 or stock@demo.com

- 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**



## **Submit Election Page**



# **Print Election Page**



## **Administrator Functions:**

## **Admin Page**



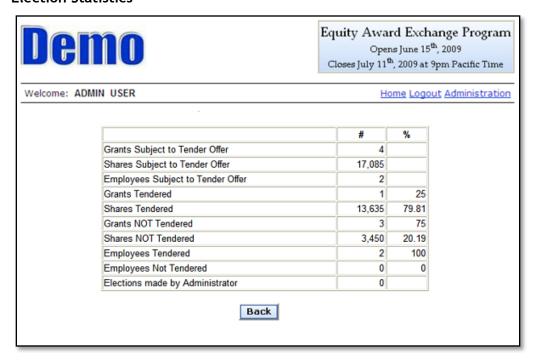
- Reports
- Review/Enter Employee Election
- Unlock Employee Account (locked after multiple unsuccessful login attempts)
- Generate Lists
- Send e-mail notifications

# Reports Menu



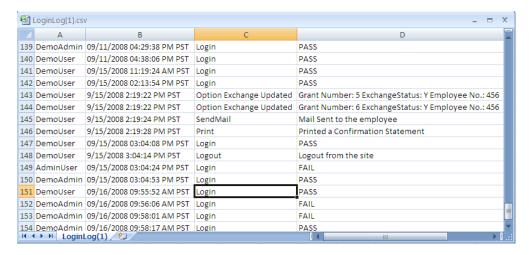
- Election Statistics
- Employee Lists
- Log File Export
- Export Complete Database

## **Election Statistics**



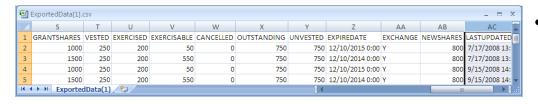
- Real-time status summary with a click
- Keep management informed on the status of the tender offer

# Log File Export



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

## **Complete Database Export**



 Contains the current status of all grants with grant details

# **Automated Email Announcements / Reminders / Notifications**



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