

*Shareowner Services*

# The industry's best service backed by the capabilities of Wells Fargo

Stock transfer • Corporate actions • Annual meetings • Investment plan services • Escheatment services





# Work with the recognized leader in transfer agent services



Selecting a transfer agent is an important business decision that reflects your commitment to maintaining and fostering shareowner relations. Wells Fargo Shareowner Services has been the stock transfer unit of Wells Fargo since 1929 and is an industry leader in meeting shareowner needs. We service more than 500 issuers and their millions of shareholders with:

- Global cash capabilities
- Innovative technology
- Unparalleled risk controls
- Customized solutions

Because Wells Fargo is one of the U.S.'s largest financial institutions, we have the strength to help you meet the needs of your company now and to help you prepare for inevitable changes that will occur in your business's future.

## Comprehensive solutions

Our experienced shareowner services professionals take the time to understand your needs and are committed to delivering the right solutions for your business. We offer:

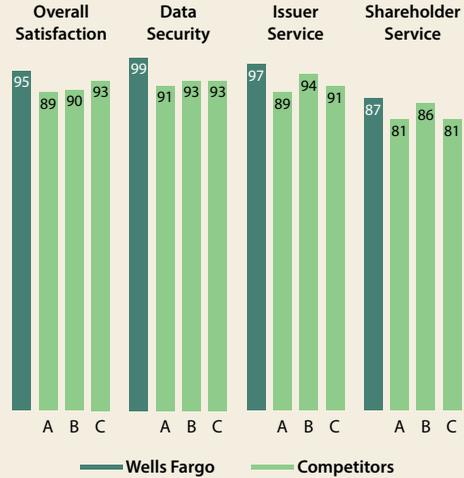
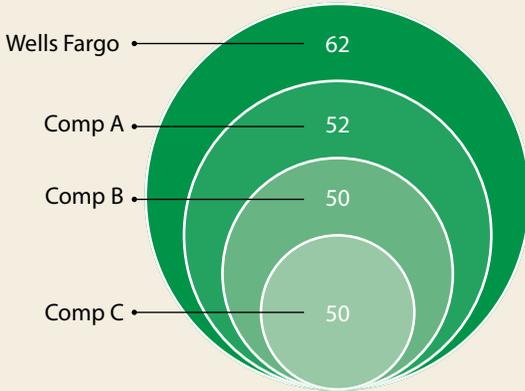
- Stock transfer and registrar services
- Proxy and annual meeting services
- Corporate action services
  - Paying agent
  - Exchange agent
  - Initial and secondary public offerings
- Investment plan services
  - Dividend reinvestment plans
  - Direct purchase plans
  - Employee stock purchase plans
  - Dividend disbursements
  - Waiver discount feature

# Why Wells Fargo?

At Wells Fargo, we care about our clients. We focus on building lasting relationships so we can share innovative insights and strategies to help your business succeed as the industry changes and your business evolves.

## Issuer survey results (Group 5, 2016)

For the 7th consecutive year, Wells Fargo holds the highest rating for loyalty.



## Our relationship-centered approach

Shareowner Services has a long-standing reputation of being a trusted provider who enhances our customers' businesses. After all, issuer and shareowner satisfaction are at the center of everything we do.

- **Innovative solutions.** As part of a world-leading diversified financial services company, we use the Wells Fargo enterprise to deliver in-house services and tailored solutions.
- **Strength and stability.** Wells Fargo has been serving the needs of its customers for more than 160 years. You can rely on the strength and stability of Wells Fargo to bring additional comfort to clients and shareowners.
- **Service excellence.** With dedicated Shareowner Services professionals who average more than 20 years in the industry,<sup>1</sup> we are well-versed in the intricacies of today's

changing markets and regulations. We can guide you through your stock transfer decisions with assurance; we've been recognized for providing the industry's best service for 16 of the past 17 years.<sup>2</sup>

- **Accessible team.** Our expert relationship managers are known for their consultation, guidance, and accessibility. Shareowners are served when and how they'd like to be served — online, by phone, and in person at our Minnesota headquarters. Wells Fargo serves one in three households, and those shareowners who are our bank customers can also receive a medallion guarantee at any Wells Fargo branch.

1. Senior account management and senior leadership financial industry expertise  
2. Third-party surveys, including Group Five "Shareholder Services Industry Benchmark Study"

## Strength and stability you can count on

When you select Wells Fargo Shareowner Services, you enlist the resources of one of the world's largest and strongest financial institutions.

- Wells Fargo & Company (NYSE: WFC) is a diversified, community-based financial services company with \$1.8 trillion in assets.
- We serve one in three households in the United States.
- Wells Fargo provides banking, insurance, investments, mortgage, and consumer and commercial finance through 8,700 locations, 13,000 ATMs, the internet (wellsfargo.com), and mobile banking.

- We have offices in 36 countries to support customers who conduct business in the global economy.
- We focus critical resources to ensure data security, privacy, and fraud protection controls. Wells Fargo is ranked #1 for clear and simple security and privacy information, extensive money management tools, and wide variety of alerts,<sup>3</sup> and was named best corporate/institutional digital bank in the U.S.<sup>4</sup>

3. U.S. online banking benchmark, 2015 Forrester Research

4. World's best corporate/institutional digital banks in North America, 2015, *Global Finance* magazine

## WELLS FARGO IS A WORLD LEADER YOU CAN TRUST

# BEST

global and U.S. bank  
of the year

*The Banker* magazine, 2015

# BEST

bank in the U.S.

*Global Finance* magazine, 2016

# 269,000

TEAM MEMBERS

*Wells Fargo Today*, Q3 2016



7th  
BIGGEST  
public company  
in the WORLD

*Forbes*, 2016



# MOST VALUABLE BANK BRAND IN THE WORLD

*Brand Finance*®, 2013 – 2015

# Your needs, met by our resources

## Transfer agent

As a transfer agent, we serve as the issuer's record keeper for registered shares. We ensure shares are balanced and that regulations are met, work with clients to manage their shareowner base, and do so much more:

- Dedicated, expert relationship management teams provide guidance and support to our clients
- The Shareowner Relations Contact Center delivers the personalized support and service shareowners need
- Our operations team leverages deep industry experience to seamlessly execute shareowner transactions

The vast scale and resources of Wells Fargo help us deliver in-house services that ensure ongoing quality control in systems, trading, funds management, printing, and contact centers. As a leading financial institution, we also have unmatched controls to support compliance, data security, and transactional capabilities. And, our technology interface lets us serve clients and shareowners when and how they like to be served.

## Corporate actions

Choosing the right agent for a high-profile corporate action is critical to ensuring your transaction goes smoothly and that shareowner relations remain strong. Wells Fargo is one of the largest and strongest financial institutions in the U.S. We have provided corporate action services for more than 50 years, and are able to offer:

- Deep knowledge and advice to help execute your company's key strategic goals
- Experience and expertise — we've served on some of the largest and most complex transactions

## Recent corporate actions expertise

Paying Agent	Paying Agent	Paying Agent	Depository Agent
\$6.8 billion	\$55 billion	\$12.8 billion	\$12.55 billion
<b>Exelon Corp.</b>	<b>H.J. Heinz</b>	<b>UnitedHealth Group</b>	<b>The Procter &amp; Gamble Company</b>
Acquisition of Pepco Holdings Inc.	Acquisition of Kraft Foods Group	Acquisition of Catamaran Inc.	Split-off of beauty brands to Coty, Inc.
2016	2015	2015	2016

## IPOs

Our dedicated initial public offering (IPO) team is well-versed in managing the countless offering details, and we deliver a consultative approach backed by a proven project planning methodology. We executed the nation's largest IPO, which included shareholders in 150 countries, so we're ready for even the most complex transactions. We can manage:

- Prototype appointment and closing documents
- Shareholder communications
- Domestic and international wires
- Online share and shareholder reporting
- Custodian for selling shareholders
- Online access for shareholders
- Attend closing

## Annual meetings and escheatment

Clients can rely on our relationship management team to help plan and execute a successful annual meeting. In addition to assistance with planning, our services include:

- Proxy tabulation
- Inspector of election
- Notice and access

As transfer agent, we take a proactive approach to finding lost shareholders and processing escheatment in accordance with states' varied and complex requirements. Clients count on us to:

- Track all contact with shareowners
- Coordinate deep dive research to find lost shareowners
- Escheat abandoned property when necessary

## Recent IPO expertise

IPO	IPO	IPO	IPO
\$281 million	\$660 million	\$347 million	\$413 million
Noble Midstream Partners LP	Valvoline Inc.	Advanced Disposal Services, Inc.	WildHorse Resource Development Corporation
2016	2016	2016	2016

## Investment plan services

We offer a range of bank sponsored and registered plan services to help companies meet their shareowners' needs — as well as services that help issuers manage their shareowner bases. Our plan services include:

### Employee stock purchase plan

Our employee stock purchase plan (ESPP) services can help an issuer's employees become some of its most loyal investors by delivering a convenient and low-cost opportunity to invest in the company. There are many types of ESPPs (423b tax qualified, S-3 registered, company sponsored, bank sponsored, multipurpose), and our specialists can help customize a plan that supports your specific needs. Our range of services includes:

- Administration of employee enrollment and ongoing change management
- Distribution of plan materials

- Purchase allocation, limit monitoring, and recordkeeping
- Tax reporting (disposition tracking, 1099Div, 1099B, and 3922)

### Dividend investment plan

Direct stock purchase and dividend reinvestment plans can help shareowners put their dividends to work and purchase additional shares over time. Shareowners can make their initial investment in a new stock, choose automatic dividend investment, invest all or part of their dividends, and make additional investments online, by check, or by automatic investment. This helps issuers grow their shareowner base and reduce postage costs.

### Shareowner Services *InvestDIRECT*<sup>SM</sup> plan

Wells Fargo's *InvestDIRECT* plan gives shareowners and investors a convenient way to invest in your stock. All fees are shareowner-paid through the plan, making it a cost-effective way to





*We measure our success by the satisfaction of our clients and their shareowners.*

increase your shareowner base and reduce out-of-pocket expenses. Initial purchases can be as low as \$250 (through a \$250 one-time investment or 10 recurring investments of \$25). Shareowners that want to sell can select batch, market, limit, and stop-order sales.

#### **Direct Registration System (DRS) Share Sale and Share Sale Plus programs**

Effectively executing a client's shareowner strategy is an important objective at Wells Fargo. Our share sale plan options offer simple, cost-effective ways for companies to encourage selling within a subset of holders. With these plans, issuers can time and communicate a limited-time, special sale transaction fee to small or static

holders while avoiding street-holder solicitation and outbound calling services.

#### **Waiver discount**

Adding a Wells Fargo waiver discount feature to an investment plan provides an issuer with a low cost, institutional-level capital-raising solution.

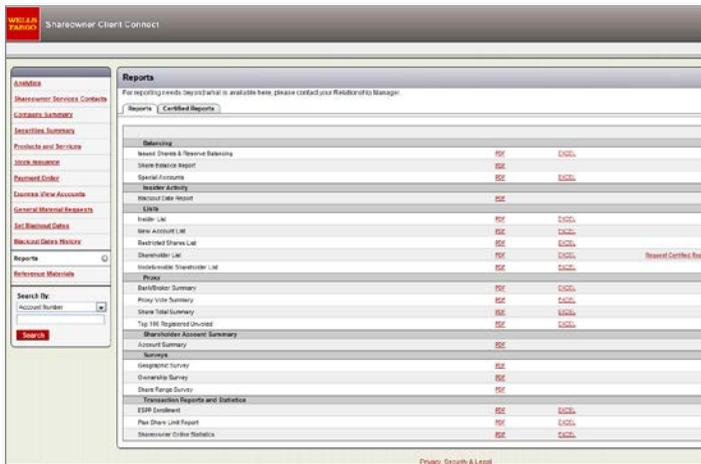
This solution can:

- Be used as a supplement or alternative to traditional follow-on or at-the-market offerings
- Help build closer relationships with institutional investors

By establishing an initial S-3 registered plan or amending an existing investment plan to include the waiver feature, the issuer will have the option to initiate an at-the-market level capital raise when the timing makes sense, at less cost and with limited marketplace exposure. The waiver discount also allows the issuer to sell shares over time, raising a considerable amount of capital with less dilution.

# Technology platforms

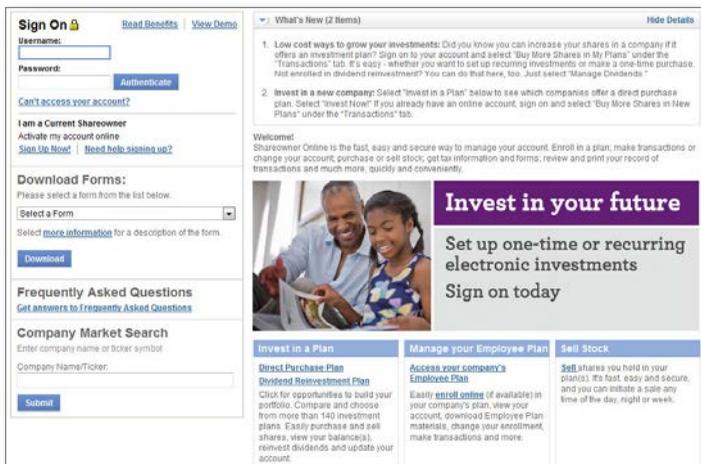
Our commitment to service means you have access to the best of Wells Fargo's technology infrastructure. This technology benefits our entire organization, from operations to our client and shareowner websites.



Sample reports page

## Shareowner Client Connect® site

Our Shareowner Client Connect site, available through the Wells Fargo Commercial Electronic Office® (CEO®) portal, gives issuers immediate access to view information and perform certain client transactions. Issuers have robust viewing capabilities for transaction history, earnings summary, checks and check status, and more. In addition to running reports, clients can also use the site to replace shareowner checks, update addresses, code insiders, and set blackout dates.

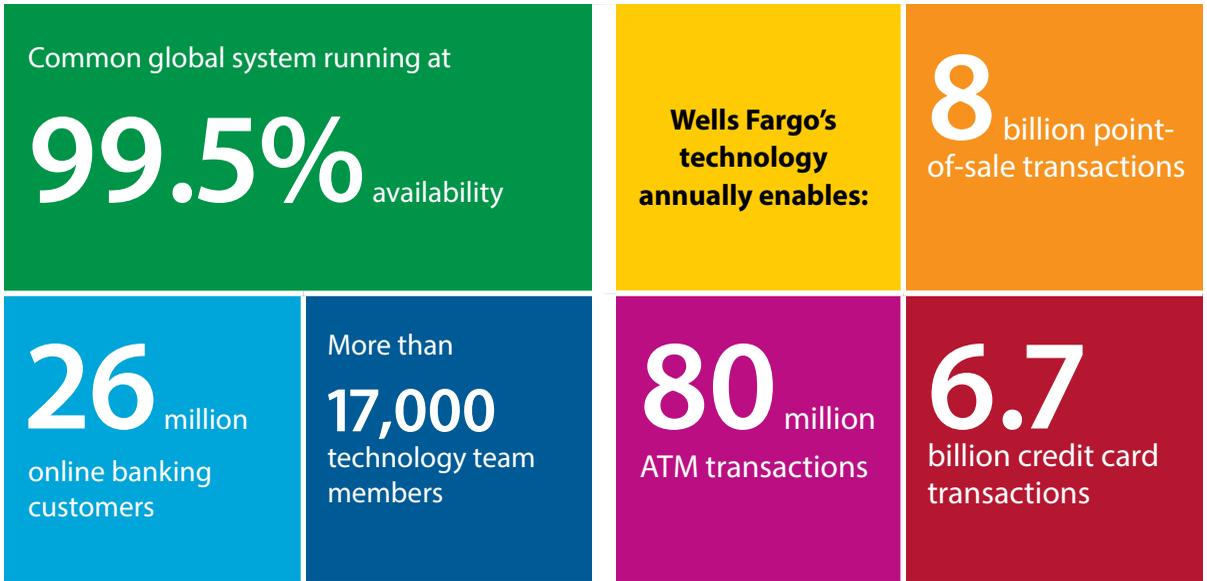


Shareowner Online landing page

## Shareowner Online

We designed Shareowner Online with the same navigation as Wells Fargo's award-winning online banking portal. It allows shareowners to stay informed and in control of their investments through robust viewing and transactional capabilities.

## Wells Fargo's technology platform



## Wells Fargo's robust technology infrastructure

Our Enterprise Information Technology team is responsible for delivering simple, safe, sound, innovative, and integrated information technology products, services, and strategic governance to our more than 70 million customers and 269,000 team members.

More than 17,000 team members manage the infrastructure for Wells Fargo's worldwide network of 8,700 locations and 13,000 ATMs. They provide banking access 24 hours a day, seven days a week through online, mobile device, and telephone transactions for customers, and they are responsible for providing technology to Wells Fargo's growing global footprint.

*We focus on innovation and continually implement technology that makes things simple for our customers. And, we have a constant focus on maintaining data security to help our customers transact safely and securely.*

## Talk to us today

When you choose to work with Wells Fargo Shareowner Services, you get a committed team of industry experts working to foster and maintain shareowner solutions on your behalf, backed by Wells Fargo's strength and stability.

Contact us today to learn how we can work together — now and over time — to help your business succeed.

Toll-free: 1-800-767-3330

[wellsfargo.com/shareownerservices](https://wellsfargo.com/shareownerservices)



Together we'll go far