GENERAL INFORMATION

Company Name *

Contacts

Please provide contacts for the purposes of processing this form. In addition, Nasdaq recommends that you share access to this form with at least one other company or legal representative by entering their email address on our Share Your Form page.

Note that the system will send an email to any contacts with whom this form has been shared, even if the form has not yet been submitted.

Name *

Title/Firm

Phone *

Email *

Primary Contact *

Security Information

CUSIP   Symbol   Security Class and Description *

Pre-Transaction Total Shares Outstanding (TSO), excluding Treasury Shares *

As Reported on the Company's * as of (mm/dd/yyyy) *

Other General Information

1. Select the box(es) below that best describe the nature of the transaction. *

- [ ] Acquisition/Merger
- [ ] Adoption/Amendment to Equity Compensation Plan Including Employee Savings, Stock Purchase or 401(k) Plan
- [ ] Dividend Reinvestment Plan
- [ ] Equity Award Repricing or Similar Action
- [ ] Inducement Grant
2. Provide a brief description of the transaction *

3. Provide the following:
   3a. Shares expected to be offered by company (including shares underlying convertible securities) *
   3b. Shares expected to be sold by selling shareholders *
   3c. Maximum number of shares expected to be offered *

4. Are there any contingencies that would result in the issuance of additional shares not included above (such as earn-out payments, anti-dilution adjustments, price protection, reset or other similar provision)? *
   - Yes
   - No

5. Are any of the securities to be issued convertible or exercisable into common stock? *
   - Yes
   - No

5a. Are the securities future priced securities?
   According to Rule IM-5635-4, a Future Priced Security is generally structured in the form of a convertible or exercisable security and typically has the following characteristics:
   - The Company typically receives all of the capital proceeds at the closing.
   - The conversion price of the Future Priced Security is generally linked to a percentage discount to the market price of the underlying common stock at the time of conversion.
     - The conversion rate for Future Priced Securities floats with the market price of the common stock.
     - The lower the price of the Company's common stock at the time of conversion, the more shares into which the Future Priced Security is convertible or exercisable.
   - Yes
   - No

6. Does any officer, director, employee or consultant of the company have a direct or indirect interest in the transaction (including as a selling shareholder)? *
   - Yes
   - No

7. Does any shareholder who owns 5% or more of the company have a direct or indirect interest in the transaction (including as a selling shareholder)? *
   - Yes
   - No

8. In connection with the transaction, will any party receive board nomination or designation rights? *
   - Yes
   - No

9. If you answered Yes to any of questions 4-8, please explain. *

10. Provide the name and percentage ownership of the largest shareholder (if greater than 5%) before and after the transaction, assuming the maximum number of shares is issued.

    Largest shareholder's name
    **Before Transaction**
    **After Transaction**
11. Has shareholder approval for this transaction been obtained?  
   * Yes  No

   If yes, provide date of shareholder approval. *

   Does the company expect to obtain shareholder approval? *
   * Yes  No

12. Date or expected date of issuance *

AFFIRMATION

User Id
Name *
Title/Firm *
Date *
Initials *

I have been authorized by the Company and have the legal authority to provide information on the Company's behalf; to the best of my knowledge and belief, the information provided is true and correct as of this date; and I will promptly notify Nasdaq of any material changes. I understand that the Company has a continuing duty to update Nasdaq whenever there is an addition to or change in information previously furnished.

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* Indicates a field required for submission.

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