

# The Depository Trust Company

# **IMPORTANT**

**B#:** 1257

**DATE:** January 10, 2001

**TO:** All Participants

**CATEGORY:** Dividends

**FROM:** Nilesh Desai, Supervisor, Dividend Department

**ATTENTION:** Dividend Managers, Cashiers and Reorganization Managers

**SUBJECT:** Corrections Corporation of America Ser B Cum Pfd  
Cusip:22025Y308 R/D:12/22/00 P/D:01/02/01  
Rate: .033 Stock Dividend  
DTC Cut-off:01/16/01

**\*\*\*\*\* WARNING TIME CRITICAL \*\*\*\*\***

Participants should read this Important Notice carefully as DTC has just been granted permission by Corrections Corporation of America to extend Cash in Lieu down to the beneficial owner level for the above mentioned stock dividend.

The company's decision to accommodate cash in lieu down to the beneficial owner level which comes after the stock allocation on 01/02/01 and the cash in lieu allocation to the participant level on 01/03/01 was made because of the extreme variance of the cash in lieu price set by the company (\$24.46) versus the current market price (\$7.50). The company's decision will allow DTC's participants to utilize the Elective Dividend System; PTS function EDS, Sub function CRS, to certify the quantity of shares to be liquidated in order to satisfy their customers cash in lieu entitlements.

**PLEASE NOTE: PARTICIPANTS ELECTIONS HAVE TO BE IN FULL SHARE QUANTITY ONLY.**

EDS will be open for participants to certify their elections beginning on 01/10/01, up to and including 01/16/01. Participants will receive cash in lieu at the rate of \$24.46 per share.

If there are any questions regarding this Important Notice or the processing of related instructions via EDS, Participants should contact Mr. Neil Drepaal at (212) 855-4532 or Mr. Magdy Atalla at (212) 855-4515.