

The Depository Trust Company

IMPORTANT

B#: 0774-06

DATE: January 03, 2007

TO: DTC Participants

CATEGORY: Operations

FROM: Product Marketing and Development

ATTENTION: Operations Manager, Cashiering, Securities Lending

SUBJECT: SMART/Track for Corporate Action Liability Notifications:
Proposed NYSE Rule Change

In November 2006, the New York Stock Exchange (“NYSE”) filed with the U.S. Securities and Exchange Commission (“SEC”) proposed changes to Rule 180. As stated in NYSE Rule Filing SR-NYSE-2006-57, NYSE Rule 180 will be modified to, among other things, require that NYSE members use the automated liability notification system of a registered clearing agency when issuing liability notifications in connection with certain securities transactions (see SEC Release No.34-54818; File No. SR-NYSE-2006-57).

Currently, DTC is the only registered clearing agency operating an automated liability notification service. Accordingly, in anticipation of SEC approval in January 2007 of proposed changes to NYSE Rule 180, participants that are also members of the NYSE will need to register for DTC's SMART/Track for Corporate Action Liability Notification Service.

See the instructions below for registering for the SMART/Track for Corporate Action Liability Notification Service or contact your DTCC Account Executive to register.

Registering for SMART/Track for Corporate Action Liability Notifications

To register for SMART/Track for Corporate Action Liability Notification Service, each participant firm must complete an Access Coordinator form (see attached copy). Participants can obtain a copy of the

Access Coordinator form from their account executive within DTCC's Relationship Services or by calling Relationship Services at 1-800-422-0582. The steps for registering for SMART Track are as follows:

Step One: Access Coordinator Form

1. Request an Access Coordinator form (see attached as a sample) from your DTCC Account Executive.
2. Fill in the names, telephone numbers, e-mails and street addresses of the people at your firm to be designated as Access Coordinator (at least two).
3. Obtain the signature of an authorizing officer. The authorized signature cannot be provided by any of the designated Access Coordinators.
4. Affix the medallion guarantee stamp.
5. Send the completed and signed form to your Account Executive at DTCC.

Step Two: Registration Link

1. DTCC will e-mail Access Coordinators with a copy of the Access Coordinator Guide and a link to the SMART/Track for Corporate Action Liability Notifications registration site.
2. Click on the SMART/Track for Corporate Action Liability Notifications link
3. Complete the online registration form.

Step Three: E-Mail Confirmation

1. DTCC will e-mail Access Coordinators to confirm their e-mail addresses.
2. Click on the link provided to confirm the e-mail address and complete the registration process.

Step Four: Account Approval

1. DTCC will send two e-mails once the account is approved.
2. The first e-mail contains your DTCC Web Products ID
3. The second e-mail contains a user ID (password).

If you have any questions regarding this notice or SMART/Track for Corporate Action Liability Notifications, contact your DTCC Account Executive or Relationship Services at the number above or e-mail mkoontz@dtcc.com.

**Access Coordinator Authorization Form
for DTCC Systems & Applications**



This Form reflects _____'s ("Customer") acknowledgement of its responsibilities, and of the roles and responsibilities of Customer's Access Coordinators designated below, related to use of DTCC systems and applications.

References to DTCC in this Form refer, as the circumstances dictate, either to: (a) The Depository Trust & Clearing Corporation; and/or (b) the applicable DTCC subsidiary or other DTCC affiliate (including, without limitation, DTC, NSCC, FICC, EMCC, GAS, and Omgeo).

Customer and its Access Coordinators are responsible for:

- **Authorizing access** by workers of our organization to DTCC systems;
- Administering (including without limitation establishing, protecting maintaining, and revoking) the **credentials** (e.g., user IDs, passwords, digital certificates, and SecurIDs) issued to workers of our organization that may be required by DTCC for authentication purposes;
- Administering (including without limitation establishing, protecting maintaining, and revoking) the associated **entitlements** (i.e., function eligibility) in connection with the workers' communications with DTCC relating to use of DTCC products and services;
- **Monitoring** and reviewing credentials, entitlements, security breaches, access violations, and inactive accounts to ensure accuracy, and taking any appropriate follow-up action (e.g., notifying DTCC's Corporate Information Security Office and Relationship Management if potential security exposures are identified);
- **Overseeing** our organization's workers' **use of DTCC's systems**, and ensuring that each worker appropriately protects his/her access privileges (e.g., by safeguarding his/her credentials) and provides up-to-date accurate information to DTCC that can be used to verify his/her identity (e.g., in the event that a password must be reset);
- **Informing all workers of changes**, such as modifications to password syntax rules, that affect access or that may impact their ability to access DTCC systems;
- Immediately **modifying or disabling/revoking access privileges** where appropriate (e.g., for any worker who leaves our organization or changes responsibilities), and initiating the deletion and/or deactivation of associated credentials, and promptly notifying DTCC's Corporate Information Security Office and Relationship Management of the same; and
- Providing DTCC with up-to-date **information about themselves** (e.g., name, mail & email addresses, telephone number).

Customer will have at least two designated Access Coordinators at all times. A submitted Form purporting to be signed by an authorized officer of Customer will be conclusively presumed to have been signed by an authorized officer of Customer. If an Access Coordinator leaves Customer or changes responsibilities, our organization will notify DTCC immediately and will promptly designate a replacement Access Coordinator by either: 1. delivering to DTCC an Access Coordinator Authorization Form signed by an authorized officer of Customer; or 2. having the remaining Access Coordinator designate an additional Access Coordinator. Customer recognizes that access to DTCC systems and applications is further subject to the terms and conditions of the applicable DTCC rules and procedures, and DTCC agreements with Customer, and could be suspended or revoked at any time. **In no event shall DTCC be liable for: (1) any loss resulting directly or indirectly from mistakes, errors or omissions, other than those caused directly by DTCC's gross negligence or willful misconduct; and (2) any special, consequential, exemplary incidental or punitive damages.**

