

Over-Voting And The Options

OPTION 1: SECTION G 2(i) OF PROXY PROTOCOL

Prorate the vote on all the proxies received on each item on the securities entitled to be voted.

Example:

Broker A: Record date position: 20,000	Resolution 1		Resolution 2	
	<i>For</i>	<i>Withhold</i>	<i>For</i>	<i>Against</i>
<i>Date</i>				
January 9	0	1,000	1,000	0
January 10	3,000	2,000	0	5,000
January 11	4,000	500	4,500	0
January 12	8,000	200	8,200	0
January 13	3,000	500	500	3,000
Total	18,000	4,200	14,200	8,000

Outcome of Using Option 1:

Each vote has been prorated down to the record date position providing a portion of each holder's vote to be accepted.

Broker A: Record date position: 20,000	Resolution 1		Resolution 2	
	<i>For</i>	<i>Withhold</i>	<i>For</i>	<i>Against</i>
<i>Date</i>				
January 9	0	901	901	0
January 10	2,703	1,802	0	4,505
January 11	3,604	450	4,054	0
January 12	7,207	180	7,387	0
January 13	2,703	450	450	2,703
Total	16,217	3,783	12,792	7,208

IMPACT:

Although each holder is only recognized for a portion of their position, each holder's vote has been counted. Special appointments will have a position; however the value of their position will be altered.

Over-Voting And The Options

OPTION 2: SECTION G 2(ii) OF PROXY PROTOCOL

Tabulate the proxies in order of date of receipt until there are no securities left to be voted and set aside any further proxies.

Example:

Broker A: Record date position: 20,000	Resolution 1		Resolution 2	
	<i>For</i>	<i>Withhold</i>	<i>For</i>	<i>Against</i>
<i>Date</i>				
January 9	0	1,000	1,000	0
January 10	3,000	2,000	0	5,000
January 11	4,000	500	4,500	0
January 12	8,000	200	8,200	0
January 13	3,000	500	500	3,000
Total	18,000	4,200	14,200	8,000

Outcome of Using Option 2:

Broker A: Record date position: 20,000	Resolution 1		Resolution 2	
	<i>For</i>	<i>Withhold</i>	<i>For</i>	<i>Against</i>
<i>Date</i>				
January 9	0	1,000	1,000	0
January 10	3,000	2,000	0	5,000
January 11	4,000	500	4,500	0
January 12	8,000	200	8,200	0
January 13	0	0	0	0
Total	15,000	3,700	13,700	5,000

IMPACT:

The January 13 vote is disregarded completely as the combined vote ("For" + "Withhold") places the position into an over-voted position. Shareholders whose vote came at a later date are disenfranchised; cannot take either the "For" or "Withhold" vote individually as this option does not state how to treat split votes. Therefore all votes that exceed the entitlement are disregarded.

Over-Voting And The Options

OPTION 3: SECTION G 2(iii) OF PROXY PROTOCOL

Reject all the proxies.

Example:

Broker A: Record date position: 20,000	Resolution 1		Resolution 2	
	<i>For</i>	<i>Withhold</i>	<i>For</i>	<i>Against</i>
<i>Date</i>				
January 9	0	1,000	1,000	0
January 10	3,000	2,000	0	5,000
January 11	4,000	500	4,500	0
January 12	8,000	200	8,200	0
January 13	3,000	500	500	3,000
Total	18,000	4,200	14,200	8,000

Outcome of Using Option 3:

Broker A: Record date position: 20,000	Resolution 1		Resolution 2	
	<i>For</i>	<i>Withhold</i>	<i>For</i>	<i>Against</i>
<i>Date</i>				
January 9	0	0	0	0
January 10	0	0	0	0
January 11	0	0	0	0
January 12	0	0	0	0
January 13	0	0	0	0
Total	0	0	0	0

IMPACT:

The impact is clear; no votes will be tabulated for the broker. This may have large implications on the outcome of a meeting depending on the number of the shares being rejected.

Over-Voting And The Options: Summary Comparison

OVER-VOTING AND THE OPTIONS: SUMMARY COMPARISON

The chart below offers a quick comparison of the 3 options for the handling of over-votes:

Example:

Broker A: Record date position: 20,000	Resolution 1		Resolution 2	
	For	Withhold	For	Against
Total	18,000	4,200	14,200	8,000

	Option 1				Option 2				Option 3			
	Resolution 1		Resolution 2		Resolution 1		Resolution 2		Resolution 1		Resolution 2	
	For	Withhold	For	Against	For	Withhold	For	Against	For	Withhold	For	Against
Total	16,217	3,783	12,792	7,208	15,000	3,700	13,700	5,000	0	0	0	0
%	90.1	90.1	90.1	90.1	83.3	88.1	96.5	62.5	0	0	0	0