

## Schedule C

### INFORMATION REQUIRED IN INFORMATION STATEMENT

**Note:** When any item, other than Item 5, calls for information with respect to any matter to be acted upon at the meeting, the item need be answered only with respect to proposals to be made by the issuer.

*Item 1. Information Required by Items of Schedule 14A*

Furnish the information called for by all of the items of Schedule A, other than Items 1, 3 and 4, that would be applicable to any matter to be acted upon at the meeting if proxies were to be solicited in connection with the meeting.

*Item 2. Statement That Proxies Are Not Solicited*

The following statement shall be set forth on the first page of the information statement in bold face type:

**WE ARE NOT ASKING YOU FOR A PROXY AND YOU ARE REQUESTED NOT TO SEND US A PROXY.**

*Item 3. Date, Time and Place of Meeting*

State the date, time and place of the meeting of security holders, unless the information is otherwise disclosed in material furnished to security holders with the information statement.

*Item 4. Interest of Certain Persons in or Opposition to Matters to Be Acted Upon*

A. Describe briefly any substantial interest, direct or indirect, by security holdings or otherwise, of each of the following persons in any matter to be acted upon, other than elections to office:

- (1) Each person who has been a director or officer of the issuer at any time since the beginning of the last fiscal year;
- (2) Each nominee for election as a director of the issuer;
- (3) Each associate of each person referred to in subsections (1) and (2) of this item 4A.

B. Give the name of any director of the issuer who has informed the management in writing that the director intends to oppose any action to be taken by the management at the meeting and indicate the action that the director intends to oppose.

*Item 5. Proposals by Security Holders*

If a security holder entitled to vote at the meeting has submitted to the issuer, not less than 90 days before the issuer's annual meeting, a proposal that is accompanied by notice of the security holder's intention to present the proposal for action at the meeting, make a statement to that effect, identify the proposal and indicate the disposition proposed to be made of the proposal by the management at the meeting.

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