

## **KEY ELEMENTS OF A BENEFICIAL OWNER BALLOT**

*Below is an outline of the minimum components for any beneficial owner ballot to be used for voting by holders of public securities in a bankruptcy case.*

### **1. Introduction**

- a. Description of the securities (e.g., 10% Senior Subordinated Notes)
- b. Cusip number
- c. Record date
- d. Voting deadline
- e. Statement that the securities should not be returned with the ballot (if applicable)
- f. “How to Vote” Box

### **2. Amount**

- a. Ask for the amount held (i.e., the face value) as of the record date.
- b. Re-state the record date

### **3. Vote**

- a. Ask holder to check only one box (accept or reject)
- b. Generally good idea to lay the two choices out horizontally, rather than one on top of the other, to reduce the likelihood of the wrong box being checked inadvertently.

### **4. Election or Release (if applicable)**

- a. Explain what is being elected or the nature of the release
- b. Set the box to be marked apart from the text

### **5. Numerosity**

- a. Name of holder – i.e., the name of the party voting if that party is the record holder, or otherwise, the name of the party’s broker, bank or nominee.
- b. Account number
- c. Principal amount

### **6. Representations (if applicable)**

- a. Accredited investor – Is there any requirement that the voting party be an accredited investor?
- b. Qualified institutional buyer – Is there any requirement that the voting party be a qualified institutional buyer?

**7. Certification**

- a. The party voting is the beneficial owner of the security
- b. The party voting authorizes a master ballot to be executed on its behalf
- c. The party voting has received the solicitation materials
- d. The party voting agrees to provide proof of authority to vote, if requested

**8. Signature Block**

- a. Name of claimant
- b. Social security number or federal tax ID (optional)
- c. Signature
- d. Name of Signatory (if other than holder)
- e. Name of company (if holder is not an individual)
- f. Title of signatory (if holder is not an individual)
- g. Street address
- h. City, state, zip code
- i. Telephone number
- j. Date completed

**9. Instructions**

- a. Emphasize voting deadline.
- b. Explain that a vote going back to a bank or broker must be received by them in time to process and forward it by the listed voting deadline.
- c. Mention the return envelope.
- d. Provide a phone number to call for any questions.
- e. Explain withdrawal of vote or change of vote procedure.