



CONFIRMATION OF [PARTIAL] TERMINATION AGREEMENT

To: _____ ("Counterparty")

Legal Entity Identifier (LEI): _____

Attention: _____

Fax: _____

Email: _____

From: Wells Fargo Bank, N.A. ("Wells Fargo")

Legal Entity Identifier (LEI): KB1H1DSPRFMYMCUFXT09

Phone: 704-410-5111

Fax: 1-844-879-8056

Email: inboundconfirms1@wellsfargo.com

Wells Fargo Ref. No: _____

[USI/UTI: _____]

Date: MMMM DD, YYYY

Dear Sir or Madam:

The purpose of this letter agreement (the "Termination Agreement") is to confirm the [partial] termination of the [_____] Transaction (the "Transaction") entered into on [MMMM DD, YYYY], between Wells Fargo Bank, N.A. ("Wells Fargo") and [_____] ("Counterparty") on the Confirmation of which bears Wells Fargo Reference Number [_____] [and as previously amended pursuant to the [_____] dated [MMMM DD, YYYY]].

Terms of Original Transaction:

[Insert Original and any previously adjusted terms]

Termination Payment Terms:

Termination Trade Date: MMMM DD, YYYY

Termination Payment Date: MMMM DD, YYYY

Wells Fargo Ref. No: _____

[Equity Notional Amount /
Number of Options] Terminated: _____

[Equity Notional Amount /
Number of Options] Remaining: _____

Termination Amount Payer: [Wells Fargo / Counterparty]

Termination Amount: USD _____

This Transaction is [partially / fully] terminated as referenced above as of the Termination Trade Date. The Termination Amount is due from [Wells Fargo / Counterparty] to [Counterparty / Wells Fargo] on the Termination Payment Date. Upon receipt of such payment, all of the rights and obligations between Wells Fargo and Counterparty in respect of the [[Transaction] [Number of Options / Equity Notional Amount] Terminated] are hereby terminated. [Except as otherwise set out herein, the Confirmation and the Transaction it confirms shall remain in full force and effect.]

This [Partial] Termination Agreement itself shall constitute a binding agreement between Wells Fargo and Counterparty relating to this termination of the Transaction as referenced above.

Please confirm that the foregoing correctly sets forth the terms of our agreement by having your authorized signatory execute a copy of this [Partial] Termination Agreement and returning it to us.

Very truly yours,
Wells Fargo Bank, N.A.

By: _____
Name: Mark Silke
Title: Authorized Signatory

Accepted and confirmed as of date first written above:

By: _____
Name:
Title: