

This document is important and requires your immediate attention. If you are in any doubt as to how to deal with it, you should consult your investment dealer, stockbroker, bank manager, lawyer or other professional advisor.

The Offer is not being made directly or indirectly in \_\_\_\_\_, its territories or possessions or any area subject to its jurisdiction or any political subdivision thereof ("\_\_\_\_\_"), or to any resident, national or citizen of \_\_\_\_\_, any corporation, partnership or other entity created or organized in or under the laws of \_\_\_\_\_ or any estate or trust the income of which is subject to \_\_\_\_\_ federal income taxation regardless of its source, by use of the mails or by any other means or instrumentality of interstate or foreign commerce of \_\_\_\_\_ or of any facility of a \_\_\_\_\_ national securities exchange or otherwise. There is to be no solicitation directly or indirectly for tenders of Securities under the Offer in \_\_\_\_\_.

## Offer to Purchase for Cash All of the Following Outstanding Securities of

\_\_\_\_\_

Common Shares at \$ \_\_\_\_\_ per Share;  
Preferred Shares, Series \_\_\_\_ at \$ \_\_\_\_\_ per Share;  
(list other forms of securities)

by

\_\_\_\_\_

THE OFFER WILL EXPIRE AT \_\_\_\_\_ A.M./P.M., LOCAL TIME, ON \_\_\_\_\_,  
\_\_\_\_\_ UNLESS THE OFFER IS WITHDRAWN OR EXTENDED.  
WITHDRAWAL RIGHTS WILL EXPIRE AT \_\_\_\_\_ A.M./P.M., LOCAL TIME, ON  
\_\_\_\_\_.

The Offer is conditional upon, among other things, valid deposits of that number of Common Shares, Preferred Shares and \_\_\_\_\_ such that upon conversion into Common Shares of the Preferred Shares and the \_\_\_\_\_ tendered, \_\_\_\_\_ (together with its affiliated companies) would own at least \_\_\_\_\_% of the outstanding Common Shares, calculated on a fully-diluted basis.

A holder of Securities wishing to accept the Offer must deposit the certificates representing his Securities together with the Letter of Acceptance and Transmittal properly completed and duly executed at one of the offices of the Depository, \_\_\_\_\_, specified on the last page of the accompanying Offering Circular or request his broker, dealer, bank, trust company or nominee to effect the transaction for him.

Questions and requests for assistance may be directed to either of the Dealer Managers. Additional copies of this document and the Letter of Acceptance and Transmittal may be obtained without charge on request from the Depository or one of the Dealer Managers. Such persons may be contacted at the offices shown on the last page of the Offering Circular.

The Dealer Managers for the Offer are:

(date)



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