

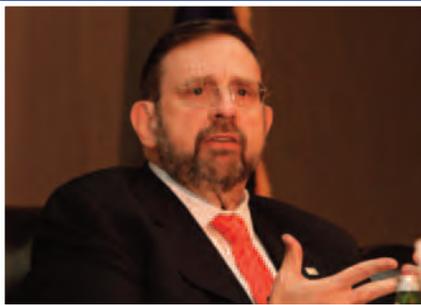
THE
**BOARD
EDUCATION
PROGRAM**

A Service of Corporate Board Member,
an NYSE Euronext Company

**The voluntary education program for all
public and private company boards of directors**



NYSE Board Education Program



The NYSE Euronext and its subsidiary, Corporate Board Member, are committed to improving the effectiveness of today's boards through the **Board Education Program**, a flexible, voluntary continuing education program for public and private company directors.

The Board Education Program provides corporate secretaries, general counsel, and board leadership with critical updates and high-caliber content offered through a variety of live and online events. Companies can customize the open-content platform to best meet individual director and board needs to support their board's ongoing education efforts.

Program Features:

- **Unlimited access for the entire board** and its corporate secretary and general counsel to attend premier educational offerings.
- **Discounted, flat annual fee** covering all conferences, seminars, peer exchanges, and webinars.
- **Flexibility** to participate in educational events that best meet each board member's needs.
- **Opportunity for directors to participate in peer exchanges**—proven to be one of the most valued director education experiences available today.
- Access to **white papers, research, and updates** only available to participating company boards.
- **Ability to proactively state that the board participates in a high-caliber, structured program.**
- **Certificate of attendance** available upon request.



Board Education Program Events

Annual Boardroom Summit

The nation's premier gathering of boardroom executives and directors, this event brings together respected advisers and veteran directors to provide practical advice on key issues facing boards today.

Board Committee Peer Exchange

Exclusively for committee chairs, lead directors, and general counsel of mid-cap, large-cap, and Fortune 300 public companies, this event provides a unique opportunity to interact with peers to discuss challenges and develop new relationships.

Board Committee Webinars

These interactive webinars will review key issues that audit, compensation, and nominating/governance members need to know to perform their fiduciary duties.

Chairman & CEO Peer Forum

Specifically developed for CEOs, independent chairmen, and lead directors, this event provides an in-depth discussion of critical, and sometimes sensitive, board leadership issues.

Compensation Strategies to Build Shareholder Value

This event explores the challenges and solutions for boards to attract and retain executives while meeting regulators' mandates and shareholders' expectations. Participants will debate appropriate CEO pay and incentive structures and obtain effective approaches to develop compensation plans for their executives and board members.

Industry Peer Exchanges

Developed specifically for board members and senior executives of companies within specific industries, these exclusive events provide participants a unique opportunity to interact and exchange valuable information with other officers and directors on both industry-specific challenges and broader board governance issues.

Industry Webinars

These interactive webinars will address challenges and opportunities for C-suite executives and board members within specific industries.

Risk Oversight in the Boardroom

Whether executives and directors want to validate their own risk oversight approaches or learn how other experienced boards tackle the responsibility, this event offers participants the chance to debate the changing role of risk in driving corporate strategy and help improve their risk accountability to increase shareholder value.

Small-Cap Risk vs. Reward Strategies

This one-day event will feature a mix of director panels and collaborative peer breakouts to provide a unique perspective on both strategic planning and risk management issues specific to companies falling within and just outside the Russell 2000® Index.

Washington/Regulatory Update Webinars

These interactive webinars will take an exclusive look into the nation's capital to help boards proactively prepare for regulations and legislative changes coming down the pike.

West Coast Boardroom Summit

Corporate Board Member is bringing its premier event to the West Coast. Gain practical insight from respected advisers and veteran directors on the biggest board challenges for 2012.

Additional programs will be announced throughout the year, including live events and webinars.



For the most current listing and dates, visit www.boardmember.com/education.aspx.

To see full program details, visit www.boardmember.com/education.aspx.



Your Board of Directors: Educated. Engaged. I

Audit Committee Chair

Joined audit committee members to attend both the Risk Oversight conference and Audit Committee webinar. Also attended the Board Committee Chair Peer Exchange.

Lead Director

New to position. Attended Lead Director Peer Exchange, Boardroom Summit, and Board Leadership webcast. Accompanied CEO to Chairman/CEO Peer Forum.

New Financial Expert Board Member

Attended the Audit Committee webinar and the Board Committee Chair Peer Exchange to prepare for new responsibilities as the board's newly named financial expert.

New Board Member

Immediately attended one of four Industry Peer Exchanges to grasp industry and board-related key issues. Attended Boardroom Summit's compensation committee workshop to prepare for upcoming committee assignments.

Effective.

Compensation Committee Chair

Attended the Compensation Strategies conference and Board Committee Chair Peer Exchange.

Nominating/Governance Committee Chair

Attended Boardroom Summit, Board Committee Chair Peer Exchange, Nominating/Governance committee webinar, and the Industry Peer Exchange.

CEO/Chairman

Attended Chairman/CEO Peer Forum with the Lead Director and receives online regulatory update.

General Counsel/Corporate Secretary

Attended most of the Board Education Program events over the last two years to make sure the quality of the education is a high value for the company's busy board members.



Program Details



Requirements

None ... except that each Board Education Program company will be required to sign a participation agreement. A company does not have to be listed on the New York Stock Exchange. Any private company or NASDAQ, OTC, or foreign-listed company is welcome to take full advantage of the program benefits.

Cost

The discounted, annual fee for the Board Education Program is based on the number of directors serving on the board and covers all directors, the general counsel, and the corporate secretary. For a price quote, please call (800) 452-9875 Ext. 203.

Added Value

Program participants will have access to additional board-related research and online programming throughout the year.

Sign Up Your Board Today!

We welcome the opportunity to answer your questions and discuss how the Board Education Program can be your company's ticket to a more effective and informed board.

Contact Us

Corporate Board Member
Attn: Board Education Program Coordinator
(800) 452-9875 Ext. 203
education@boardmember.com

Need more information?

Please copy, complete, and fax the form below to (615) 309-3256.

Company Name _____

Contact Name _____

Title _____

Address _____

City _____

State _____

Zip _____

Direct Phone _____

Email _____

To see full program details, visit www.boardmember.com/education.aspx.