

**Credit Suisse Securities (USA) LLC (“CSSU”)
ERISA Section 408(b)(2) Disclosure**

CSSU is providing you with the following disclosures relating to Section 408(b)(2) of the Employee Retirement Income Security Act (“ERISA”) and Section 4975(d)(2) of the Internal Revenue Code and the regulations thereunder (the “Services Exemption”). Please note that depending on your relationship with CSSU, this disclosure may not be required under the Services Exemption as the services that CSSU provides to you may also be covered by other exemptions under ERISA, such as Prohibited Transaction Exemption (“PTE”) 75-1, PTE 84-14 and PTE 96-23. To the extent that our relationship with you is covered by the Services Exemption, your continued use of CSSU’s brokerage services shall be deemed to constitute your consent, authorization and agreement that you, as the responsible plan fiduciary, have (i) received, and had adequate time to review and consider, the information in this disclosure document and any other applicable documents referenced herein regarding such services and fees as required by, and in accordance with, the Services Exemption and (ii) determined that the arrangements for such services and any fees related thereto to be paid to CSSU are reasonable and that such services to be performed by CSSU are necessary to the plan, all within the meaning of the Services Exemption. If you require any additional information regarding our services, fees or other compensation (including a copy of any documents referenced herein), please contact the CSSU Cash Equities desk at 212-325-3388.

Please note that this disclosure may be updated from time-to-time, either by a mailing or by information posted on CSSU’s website.

If you are not the “responsible plan fiduciary” authorized to engage service providers on behalf of the plan, please forward this disclosure to the appropriate responsible plan fiduciary.

I. Description of the Services that CSSU will provide to the Client:

CSSU provides securities execution and related services in the global cash equities markets consistent with our role as a broker-dealer. We provide both electronic and high-touch execution services, and seek to execute client orders on the most favorable terms reasonably available under prevailing market conditions. In providing execution services, CSSU may route client orders to various markets using our proprietary algorithms or trading strategies to access available liquidity.

II. Compensation that CSSU will receive from the Client (“direct compensation”):

CSSU charges a commission for trades executed on behalf of the Client on an agency basis. These commissions are as agreed with the Client from time to time in advance of the trades, and will be no more than \$0.07 per share. The precise compensation that CSSU earns with respect to any transaction shall be provided

to the Client on official trade confirmations, which are provided with respect to each transaction.

III. Compensation CSSU will receive from other parties that are not related to CSSU (“indirect compensation”):

CSSU may receive discounts, rebates, reductions of fees or credits (collectively, “rebates”) as a result of sending orders to other market centers or electronic communications networks. The rebates that CSSU anticipates receiving with respect to any order is no more than \$0.004 per share. The size of any rebates that CSSU receives will depend on a variety of factors and is generally based on the volume routed to such venues by CSSU, including both client and proprietary order flow, and the specific rules of the venues to which CSSU routes orders. CSSU cannot predict whether any particular trade will generate a rebate. For more information on the rebates that CSSU receives, please see our SEC Rule 606 Disclosure, which can be accessed online at:

www.creditsuisse.com/investment_banking/equities/en/execution_statistics.jsp.

IV. Compensation that will be paid among CSSU and related parties

None.

V. Compensation CSSU will receive if the Client terminates the services under this contract/arrangement:

None.

VI. Manner of Receipt

Commissions are collected upon the delivery or receipt of securities that the Client trades through CSSU. Rebates are received from the venues specified in our SEC Rule 606 Disclosure on a monthly basis.