

Affidavit of Lost, Destroyed or Returned Stock Certificate

The undersigned hereby accepts and acknowledges the receipt of the following electronic certificate [cert number] to [holder name] for [number] shares of [class of stock] (the “Shares”) and further agrees to accept this and all other electronic certificates issued by [Company name] (the “Company”) in lieu of or in replacement of paper stock certificates.

In the event the Company has previously issued a paper stock certificate as a representation of the share ownership reflected in the electronic certificate [cert number], to induce the Company to acknowledge the loss, destruction or return of a previously issued stock certificate, to refuse to recognize any person or entity other than the undersigned as the owner of the Shares, and to reissue to the undersigned a replacement electronic stock certificate representing the shares of the Company’s capital stock, the undersigned hereby declares that the undersigned:

- (a) is the owner of a stock certificate representing the Shares (the “Prior Certificate”), acquired prior to the date hereof;
- (b) has either (i) made a thorough search and is unable to find the Prior Certificate and believes it to be lost, (ii) destroyed the Prior Certificate, or (iii) returned, or will immediately hereafter return, the Prior Certificate to the Company or to the legal counsel of the Company; and
- (c) has not (i) pledged or sold the Shares or any part thereof represented by the Prior Certificate, (ii) assigned, endorsed, deposited, hypothecated, or disposed or made any other transfer thereof or of the rights or interests therein, or (iii) signed any power of attorney, stock power or other assignment or authorization respecting the Prior Certificate or any right or interest therein, which is now outstanding or in force.

The undersigned hereby requests the Company’s acknowledgement of the loss, destruction or return of the Prior Certificate in the records of the Company and the replacement of the Prior Certificate with a new electronic certificate.

In the event the undersigned has not received the Prior Certificate or the Company or the Company’s legal counsel is in possession of the Prior Certificate, the undersigned hereby acknowledges and agrees to the destruction of any such Prior Certificate by the Company or the Company’s legal counsel and the replacement of the Prior Certificate with the new electronic certificate.

In consideration of the Company issuing the new certificate, the undersigned agrees, for itself and on behalf of its affiliates, successors and assignees, to defend and indemnify the Company and hold it and its affiliates and successors, and their respective directors, officers, employees or agents harmless from any claim, expense, damage, loss or liability caused by, or in any way relating to, the loss, destruction or return of the Prior Certificate, or the issuance of the new electronic certificate. In the event that the Prior Certificate should be discovered or come into the possession of the undersigned or any of its successors or assignees, the undersigned agrees to either (A) return it, marked canceled, to the Company promptly, or (B) destroy it.

Executed as of [date]

By: [holder name and signature] or

[Entity name, signatory name, signatory title and signature]