

[Company Letterhead]

[Date]

[Name of Contact Person]

[Name of Transfer Agent/Registry Services]

[Address Line 1]

[Address Line 2]

[City, State, Zip Code]

RE: Letter of Instruction - Share Exchange pursuant to Merger Agreement

Dear [Contact Name],

This letter serves as formal instruction to [Name of Transfer Agent] regarding the merger between [Name of Target Company] ("Target") and [Name of Acquiring Company] ("Acquirer"), which became effective on [Effective Date].

Pursuant to the Agreement and Plan of Merger dated [Date], each outstanding share of [Target Company] common stock is to be exchanged for [Exchange Ratio, e.g., 1.5] shares of [Acquiring Company] common stock.

We hereby authorize and instruct you to perform the following actions:

- Cancel all existing outstanding shares of [Target Company] held in both certificated and book-entry form.
- Issue new shares of [Acquiring Company] to the former shareholders of [Target Company] based on the shareholder list and exchange ratio provided in the attached schedule.
- Distribute the newly issued shares via [Direct Registration System (DRS) / Physical Certificates].
- [Optional: Instructions regarding the payment of cash in lieu of fractional shares].

Enclosed please find the following supporting documentation:

1. Certified Copy of the Certificate of Merger.
2. Resolution of the Board of Directors authorizing the share issuance.
3. Final list of shareholders and their respective holdings.
4. Legal Opinion of Counsel (if required).

Please confirm receipt of these instructions and provide a timeline for the completion of the exchange process. Should you have any questions, please contact [Name of Internal Contact] at [Phone Number] or [Email].

Sincerely,

[Signature]
[Printed Name]
[Title]
[Company Name]

Acknowledged and Accepted:

By: _____

For: [Name of Transfer Agent]

Date: _____