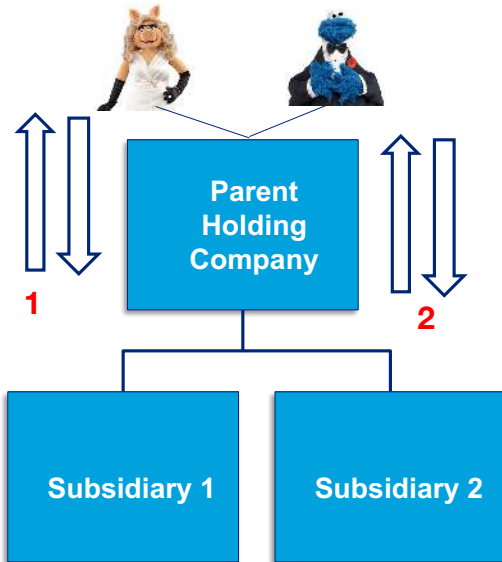


Reorganizations – Split Up

- Focus is more on separating businesses for various reasons (management focus, specialization, regulatory restriction (e.g., SEC merger term), need for cash)

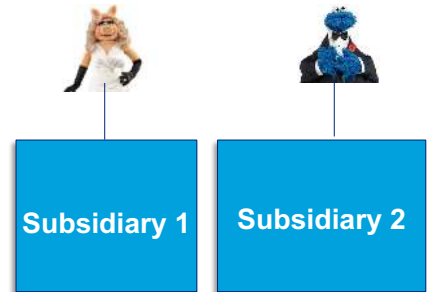
Before Split-Up



1. Parent Holding Company exchanges S1 shares for PHC shares

2. PHC exchanges S2 shares for PHC shares

After Split-Up



What happened to Parent Holding Company?

