

LPL Investment Holdings Inc.

Form 8-K

November 18, 2010



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Item 8.01. Other Events  
SIGNATURE

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**Item 8.01. Other Events.**

The following table sets forth certain information with respect to the beneficial ownership of LPL Investment Holdings Inc. s (the Company ) common stock as of October 19, 2010 for certain selling stockholders who are participating in the offering as described in the Company s Registration Statement on Form S-1 initially filed June 4, 2010, as amended (the Registration Statement ).

The number of shares beneficially owned by each of the selling stockholders listed below is determined under rules issued by the Securities and Exchange Commission. Under these rules, beneficial ownership includes any shares as to which the individual or entity has sole or shared voting power or investment power. Each of the selling stockholders listed below has sole voting and investment power with respect to the shares beneficially owned by the selling stockholder, subject to community property laws where applicable. Many of the selling stockholders have affiliations with broker-dealers, including our subsidiary LPL Financial LLC, but received the shares in the ordinary course of business and, at the time of receipt, had no agreements or understandings, directly or indirectly, with any person to distribute the shares.

None of the selling stockholders listed below beneficially owns more than one percent of the Company s common stock. The percentage of common stock beneficially owned by each selling stockholder is based on 94,249,754 shares of common stock outstanding as of October 19, 2010. Shares of common stock that may be acquired within 60 days following October 19, 2010 pursuant to the exercise of options or warrants are deemed to be outstanding for the purpose of computing the percentage ownership of such holder but are not deemed to be outstanding for computing the percentage ownership of any other person shown in the table.

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| Name of Beneficial Owner  | Common Stock Beneficially<br>Owned Prior to this<br>Offering<br>Stock<br>Options |                                  |           | Number<br>of<br>Shares<br>Offered | Common Stock Beneficially<br>Owned After This<br>Offering<br>Stock<br>Options |                                  |           |
|---|--|----------------------------------|-----------|-----------------------------------|---|----------------------------------|-----------|
|   | Number   | Exercisable<br>within 60<br>days | Aggregate |                                   | Number  | Exercisable<br>within 60<br>days | Aggregate |
| Rochelle L Putnam   |  | 734,700                          | 734,700   | 369,842                           | 327,535   |                                  | 327,535   |
| Scott M Miller  |  | 320,600                          | 320,600   | 194,946                           |   | 112,600                          | 112,600   |
| Joseph P Tuorto   |  | 288,520                          | 288,520   | 178,224                           |   | 100,982                          | 100,982   |
| Charles W Maher   | 100  | 221,290                          | 221,390   | 87,068                            | 116,217   |                                  | 116,217   |
| Stephanie L. Brown Grantor<br>Retained Annuity Trust of<br>2009 | 217,202  |                                  | 217,202   | 32,580                            | 184,622   |                                  | 184,622   |
| Amy L Wong  |  | 206,360                          | 206,360   | 28,120                            |   | 176,360                          | 176,360   |
| Kenneth C Muntz   | 20,040   | 185,370                          | 205,410   | 94,082                            | 20,040  | 85,370                           | 105,410   |
| Carlyle Mezzanine Partners,<br>L.P.                             | 198,107  |                                  | 198,107   | 99,053                            | 99,054  |                                  | 99,054    |
| Scott Collins   |  | 186,330                          | 186,330   | 113,261                           |   | 66,515                           | 66,515    |
| Mary E Fisher   |  | 181,840                          | 181,840   | 111,024                           |   | 63,644                           | 63,644    |
| David J Freniere  |  | 181,310                          | 181,310   | 106,505                           |   | 68,658                           | 68,658    |
| Stephen A Pirigyi   |  | 176,310                          | 176,310   | 53,951                            |   | 119,540                          | 119,540   |
| Gina M Steele   |  | 173,650                          | 173,650   | 93,923                            |   | 73,450                           | 73,450    |
| William P Morrissey   |  | 166,820                          | 166,820   | 65,945                            |   | 96,701                           | 96,701    |
| Andrew J Duggan   | 156,458  |                                  | 156,458   | 101,698                           | 54,760  |                                  | 54,760    |
| Christopher Defrank   |  | 151,940                          | 151,940   | 53,837                            |   | 95,290                           | 95,290    |
| Robert D Ruppel   |  | 148,930                          | 148,930   | 91,825                            |   | 52,125                           | 52,125    |
| Kandis K Bates  |  | 142,250                          | 142,250   | 80,117                            |   | 57,100                           | 57,100    |
| Keith H Fine  |  | 137,970                          | 137,970   | 84,077                            |   | 49,199                           | 49,199    |
| George Fekete   |  | 134,080                          | 134,080   | 29,065                            |   | 103,070                          | 103,070   |
| Michael T Hope  | 3,340  | 118,560                          | 121,900   | 72,224                            | 3,340   | 41,496                           | 44,836    |
| John M Taylor   |  | 103,530                          | 103,530   | 60,981                            | 36,070  |                                  | 36,070    |
| Thomas M Berry  |  | 100,190                          | 100,190   | 61,890                            |   | 35,066                           | 35,066    |
| Leon Lee  |  | 99,850                           | 99,850    | 51,869                            |   | 44,932                           | 44,932    |
| Brian J Desmond   |  | 86,830                           | 86,830    | 53,186                            |   | 30,390                           | 30,390    |
| Carolyn A Mooney  |  | 86,830                           | 86,830    | 51,434                            | 30,390  |                                  | 30,390    |
| James P Norwood   |  | 82,650                           | 82,650    | 48,833                            |   | 30,553                           | 30,553    |
| Ronald L Carson Jr  | 74,930   | 459                              | 75,389    | 48,705                            | 26,225  | 459                              | 26,684    |
| Andrew Valerie  |  | 73,430                           | 73,430    | 44,677                            |   | 25,700                           | 25,700    |
| Beverly M Barth   | 6,300  | 66,790                           | 73,090    | 40,666                            | 6,300   | 23,377                           | 29,677    |
| Jennifer R Dutton   |  | 72,800                           | 72,800    | 34,466                            |   | 36,040                           | 36,040    |
| Jeffrey A Nash  |  | 68,600                           | 68,600    | 9,311                             | 1,000   | 57,600                           | 58,600    |
| Susan C Kaplan  | 64,670   | 627                              | 65,297    | 42,036                            | 22,634  | 627                              | 23,261    |
| Dawn J Basore   |  | 65,130                           | 65,130    | 39,767                            |   | 22,795                           | 22,795    |
| Daniel F Schuck   |  | 63,580                           | 63,580    | 13,663                            |   | 49,060                           | 49,060    |
| Robert I Fragasso   | 60,420   | 603                              | 61,023    | 23,000                            | 37,420  | 603                              | 38,023    |

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|                        |        |        |        |        |        |        |        |
|------------------------|--------|--------|--------|--------|--------|--------|--------|
| Daniel J Kilroy        |        | 57,090 | 57,090 | 33,108 |        | 19,982 | 19,982 |
| John M Kail            |        | 55,440 | 55,440 | 31,287 |        | 22,040 | 22,040 |
| Anthony G Valeri       |        | 54,090 | 54,090 | 32,391 |        | 19,581 | 19,581 |
| John J Waldron         | 50,740 | 744    | 51,484 | 32,981 | 17,759 | 744    | 18,503 |
| Allison H Harris       |        | 49,750 | 49,750 | 30,689 |        | 17,412 | 17,412 |
| Donna Lynne H Nauss    | 14,700 | 33,730 | 48,430 | 30,088 | 5,145  | 11,806 | 16,951 |
| James F McGuire        |        | 48,250 | 48,250 | 29,425 |        | 16,887 | 16,887 |
| Stephen R Langlois     |        | 48,070 | 48,070 | 26,398 |        | 19,426 | 19,426 |
| Sheila C Woelfel       | 46,760 |        | 46,760 | 30,394 | 16,366 |        | 16,366 |
| Herbert M Gilbert Jr   | 45,920 | 325    | 46,245 | 29,848 | 16,072 | 325    | 16,397 |
| William E Walcher      | 500    | 44,080 | 44,580 | 18,725 | 175    | 22,040 | 22,215 |
| Salvatore S Zambito    |        | 42,740 | 42,740 | 24,885 |        | 16,259 | 16,259 |
| Todd A Feltz           | 42,160 | 400    | 42,560 | 27,404 | 14,756 | 400    | 15,156 |
| Tracy L Gallman        |        | 42,400 | 42,400 | 20,168 |        | 20,691 | 20,691 |
| Kerrick W Bubb         | 41,170 | 364    | 41,534 | 12,000 | 29,170 | 364    | 29,534 |
| Dora L Wood            |        | 40,580 | 40,580 | 24,420 |        | 14,528 | 14,528 |
| John S Kerr            | 39,040 | 415    | 39,455 | 13,000 | 26,040 | 415    | 26,455 |
| Karl H Romero          | 38,820 | 363    | 39,183 | 25,233 | 13,587 | 363    | 13,950 |
| Terry A Danner         |        | 37,740 | 37,740 | 22,953 |        | 13,209 | 13,209 |
| Brad S Fryer           |        | 37,400 | 37,400 | 20,350 |        | 15,690 | 15,690 |
| William Zagozewski     | 3,600  | 33,400 | 37,000 | 21,550 | 2,400  | 11,690 | 14,090 |
| John F Reutemann Jr    | 36,540 | 253    | 36,793 | 23,751 | 12,789 | 253    | 13,042 |
| Chad D Perry           |        | 36,784 | 36,784 | 5,251  |        | 28,784 | 28,784 |
| Scott P Elliott        | 36,740 |        | 36,740 | 23,881 | 12,859 |        | 12,859 |
| Steven M Booren        | 35,190 | 385    | 35,575 | 14,190 | 21,000 | 385    | 21,385 |
| Joan M Valenti         | 33,870 | 455    | 34,325 | 13,870 | 20,000 | 455    | 20,455 |
| Addison A Barksdale    | 34,040 |        | 34,040 | 22,126 | 11,914 |        | 11,914 |
| Lawrence D Silverman   | 33,350 | 74     | 33,424 | 21,678 | 11,672 | 74     | 11,746 |
| Daniel G Gensler       | 32,960 | 246    | 33,206 | 9,888  | 23,072 | 246    | 23,318 |
| Mark S Winthrop        | 32,730 | 454    | 33,184 | 20,500 | 12,230 | 454    | 12,684 |
| Gene F Goldman         |        | 33,060 | 33,060 | 6,246  |        | 26,380 | 26,380 |
| Marc H Stone           | 32,170 | 247    | 32,417 | 19,300 | 12,870 | 247    | 13,117 |
| Mark R Brown           | 31,600 | 320    | 31,920 | 20,540 | 11,060 | 320    | 11,380 |
| Jenny R Gloss          |        | 31,810 | 31,810 | 16,500 |        | 14,448 | 14,448 |
| Daniel W Pinkerton     | 31,520 | 285    | 31,805 | 20,480 | 11,040 | 285    | 11,325 |
| Jeffrey A Hallberg     | 1,000  | 30,710 | 31,710 | 7,978  | 350    | 23,000 | 23,350 |
| John A Guthery         |        | 31,560 | 31,560 | 16,877 |        | 13,560 | 13,560 |
| Ioannis Bousnakis      |        | 31,040 | 31,040 | 18,319 |        | 11,514 | 11,514 |
| Stephen F Eldridge     | 29,180 | 283    | 29,463 | 14,590 | 14,590 | 283    | 14,873 |
| Laila S Marshall-Pence | 28,200 | 199    | 28,399 | 14,200 | 14,000 | 199    | 14,199 |
| Laurie J Stack         |        | 28,220 | 28,220 | 14,456 |        | 12,803 | 12,803 |
| Steven H Lecoultre     | 28,100 | 21     | 28,121 | 18,100 | 10,000 | 21     | 10,021 |
| Terri L Payne          | 25,640 | 1,000  | 26,640 | 2,040  | 23,600 | 1,000  | 24,600 |
| Craig J Snyder         | 25,470 | 404    | 25,874 | 14,000 | 11,470 | 404    | 11,874 |
| Robert J Floe          | 25,340 | 277    | 25,617 | 7,600  | 17,740 | 277    | 18,017 |
| David M Nelson         | 25,020 | 201    | 25,221 | 16,263 | 8,757  | 201    | 8,958  |
| Gary R Campbell        | 24,660 | 357    | 25,017 | 10,660 | 14,000 | 357    | 14,357 |

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| Name of Beneficial Owner | Common Stock Beneficially<br>Owned Prior to this<br>Offering<br>Stock<br>Options |                                  |           | Number<br>of<br>Shares<br>Offered | Common Stock Beneficially<br>Owned After This<br>Offering<br>Stock<br>Options |                                  |           |
|--------------------------|--|----------------------------------|-----------|-----------------------------------|---|----------------------------------|-----------|
|                          | Number   | Exercisable<br>within 60<br>days | Aggregate |                                   | Number  | Exercisable<br>within 60<br>days | Aggregate |
| Doug M Oglesby           |  | 24,240                           | 24,240    | 14,204                            |   | 9,134                            | 9,134     |
| Amanda C Hawley          |  | 24,040                           | 24,040    | 7,506                             |   | 16,024                           | 16,024    |
| Brian C Caldwell         |  | 23,880                           | 23,880    | 11,024                            |   | 12,190                           | 12,190    |
| Camilla E Neri           | 22,140   | 183                              | 22,323    | 10,600                            | 11,540  | 183                              | 11,723    |
| Herbert S Shiraishi      | 22,070   |                                  | 22,070    | 14,346                            | 7,724   |                                  | 7,724     |
| Jeffrey A Buchbinder     |  | 21,030                           | 21,030    | 2,880                             |   | 18,000                           | 18,000    |
| Earl B Winthrop          | 20,400   | 239                              | 20,639    | 13,250                            | 7,150   | 239                              | 7,389     |
| Janice K Hobbs           | 20,180   | 207                              | 20,387    | 7,063                             | 13,117  | 207                              | 13,324    |
| Frances M Comarsh-Hein   |  | 20,370                           | 20,370    | 5,922                             |   | 14,030                           | 14,030    |
| Carol L Rogers           | 20,040   | 283                              | 20,323    | 13,026                            | 7,014   | 283                              | 7,297     |
| George F Daly            |  | 20,040                           | 20,040    | 10,311                            |   | 9,040                            | 9,040     |
| James O Lunney           | 19,420   | 288                              | 19,708    | 12,623                            | 6,797   | 288                              | 7,085     |
| Thomas C Scott           | 19,390   | 237                              | 19,627    | 12,604                            | 6,786   | 237                              | 7,023     |
| Tuttie A Fusco           | 19,300   | 319                              | 19,619    | 12,545                            | 6,755   | 319                              | 7,074     |
| Robert T Haller          | 18,970   | 212                              | 19,182    | 8,500                             | 10,470  | 212                              | 10,682    |
| Robert B Mauterstock Jr  | 18,960   | 132                              | 19,092    | 9,480                             | 9,480   | 132                              | 9,612     |
| Michael J Hirthler       | 18,760   | 44                               | 18,804    | 12,194                            | 6,566   | 44                               | 6,610     |
| Robert O Graves          | 18,520   | 216                              | 18,736    | 9,260                             | 9,260   | 216                              | 9,476     |
| Kevin M Keefe            |  | 18,200                           | 18,200    | 10,924                            |   | 6,370                            | 6,370     |
| Deborah L Danielson      | 17,840   | 335                              | 18,175    | 7,734                             | 10,106  | 335                              | 10,441    |
| Regina A Bolvin          | 17,920   | 205                              | 18,125    | 5,000                             | 12,920  | 205                              | 13,125    |
| Leonard G Rickey         | 17,760   | 276                              | 18,036    | 8,880                             | 8,880   | 276                              | 9,156     |
| Carol Y Godsave          | 17,560   | 239                              | 17,799    | 11,400                            | 6,160   | 239                              | 6,399     |
| Steven L Vanhouten       | 17,490   | 228                              | 17,718    | 10,000                            | 7,490   | 228                              | 7,718     |
| Kevin P Holland          | 17,460   | 163                              | 17,623    | 11,349                            | 6,111   | 163                              | 6,274     |
| James E Bashaw           | 16,820   | 379                              | 17,199    | 6,000                             | 10,820  | 379                              | 11,199    |
| Carole R Ford            | 16,780   | 370                              | 17,150    | 10,907                            | 5,873   | 370                              | 6,243     |
| Garrett A Ahrens         | 16,690   | 347                              | 17,037    | 10,849                            | 5,841   | 347                              | 6,188     |
| Don Giovanello           | 16,730   | 199                              | 16,929    | 8,365                             | 8,365   | 199                              | 8,564     |
| Ross R Pake              | 16,710   | 208                              | 16,918    | 6,210                             | 10,500  | 208                              | 10,708    |
| Thomas E Vaughan         | 16,730   | 183                              | 16,913    | 10,875                            | 5,855   | 183                              | 6,038     |
| Stephen M Henry          | 16,680   | 227                              | 16,907    | 6,680                             | 10,000  | 227                              | 10,227    |
| Yvonne Redmond           | 16,690   | 150                              | 16,840    | 10,849                            | 5,841   | 150                              | 5,991     |
| Wayne E Warner           | 16,610   | 179                              | 16,789    | 6,010                             | 10,600  | 179                              | 10,779    |
| David J Petoskey         | 16,470   | 231                              | 16,701    | 6,470                             | 10,000  | 231                              | 10,231    |
| David T Reilly           |  | 16,700                           | 16,700    | 5,624                             |   | 10,700                           | 10,700    |
| Peter F Tedstrom         | 16,350   | 209                              | 16,559    | 10,627                            | 5,723   | 209                              | 5,932     |
| Frank T Patzke           | 16,260   | 231                              | 16,491    | 10,569                            | 5,691   | 231                              | 5,922     |
| Alison H. Spalding Trust | 16,364   |                                  | 16,364    | 2,455                             | 13,909  |                                  | 13,909    |

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|                          |        |        |        |        |        |        |        |
|--------------------------|--------|--------|--------|--------|--------|--------|--------|
| Gerald F Conway          | 15,840 | 163    | 16,003 | 7,920  | 7,920  | 163    | 8,083  |
| William H Stevens        | 15,790 | 210    | 16,000 | 10,264 | 5,526  | 210    | 5,736  |
| Peter F Reinecke         | 15,790 | 142    | 15,932 | 10,264 | 5,526  | 142    | 5,668  |
| Michael P Hatch          | 15,660 | 236    | 15,896 | 7,830  | 7,830  | 236    | 8,066  |
| Erny G Malakoff          | 15,570 | 320    | 15,890 | 5,000  | 10,570 | 320    | 10,890 |
| Sybil M Praski           | 15,510 | 197    | 15,707 | 10,000 | 5,510  | 197    | 5,707  |
| Donald J Phillips        | 15,230 | 188    | 15,418 | 9,900  | 5,330  | 188    | 5,518  |
| Tracy M Spaeth           | 15,370 |        | 15,370 | 9,991  | 5,379  |        | 5,379  |
| Kevin M Hogan            |        | 15,360 | 15,360 | 9,192  |        | 5,376  | 5,376  |
| William J Hastie Jr.     | 15,060 | 237    | 15,297 | 6,250  | 8,810  | 237    | 9,047  |
| Carlo A Panaccione       | 14,860 | 286    | 15,146 | 4,360  | 10,500 | 286    | 10,786 |
| Austin A Frye            | 14,740 | 207    | 14,947 | 6,740  | 8,000  | 207    | 8,207  |
| Philip C Benedict        | 14,770 | 166    | 14,936 | 9,601  | 5,169  | 166    | 5,335  |
| Leonard T Berard         | 14,730 | 144    | 14,874 | 9,575  | 5,155  | 144    | 5,299  |
| Richard D Tanner         | 14,690 | 77     | 14,767 | 3,000  | 11,690 | 77     | 11,767 |
| Vernon Sanftner          | 14,480 | 252    | 14,732 | 9,412  | 5,068  | 252    | 5,320  |
| Angelo Talebi            | 14,320 | 286    | 14,606 | 9,308  | 5,012  | 286    | 5,298  |
| Theodore R Massaro Jr    | 14,360 | 246    | 14,606 | 8,000  | 6,360  | 246    | 6,606  |
| Lynn Ballou              | 14,380 | 129    | 14,509 | 9,347  | 5,033  | 129    | 5,162  |
| Peter W Gillies          |        | 14,360 | 14,360 | 8,140  |        | 5,676  | 5,676  |
| James J Dempsey          |        | 14,360 | 14,360 | 2,302  |        | 11,860 | 11,860 |
| Christopher J McCutcheon |        | 14,350 | 14,350 | 8,728  |        | 5,022  | 5,022  |
| Robert E Tucker III      | 13,980 | 244    | 14,224 | 8,250  | 5,730  | 244    | 5,974  |
| Edward R Maher           | 13,940 | 250    | 14,190 | 6,540  | 7,400  | 250    | 7,650  |
| David J Workman          | 13,900 | 176    | 14,076 | 9,000  | 4,900  | 176    | 5,076  |
| John R Milder            |        | 14,010 | 14,010 | 5,990  |        | 7,504  | 7,504  |
| Charles S. Fry           | 14,000 |        | 14,000 | 9,100  | 4,900  |        | 4,900  |
| Claudia J Jacques-Soto   | 13,760 | 182    | 13,942 | 8,944  | 4,816  | 182    | 4,998  |
| Daniel P Feltz           | 13,640 | 252    | 13,892 | 6,640  | 7,000  | 252    | 7,252  |
| Richard J Urciuoli       | 13,640 | 218    | 13,858 | 6,820  | 6,820  | 218    | 7,038  |
| Mark S Rothstein         | 13,800 |        | 13,800 | 8,970  | 4,830  |        | 4,830  |
| Joseph W Rocco Jr        | 13,660 | 123    | 13,783 | 4,660  | 9,000  | 123    | 9,123  |
| Timothy G Shealy         | 13,600 | 126    | 13,726 | 8,840  | 4,760  | 126    | 4,886  |
| Robert G Brochu          | 13,420 | 289    | 13,709 | 4,500  | 8,920  | 289    | 9,209  |
| Pamela A Benzer          | 13,300 | 377    | 13,677 | 8,645  | 4,655  | 377    | 5,032  |
| David W Latko            | 13,450 | 224    | 13,674 | 8,450  | 5,000  | 224    | 5,224  |
| Jeffrey P Vincent        | 13,430 | 122    | 13,552 | 7,500  | 5,930  | 122    | 6,052  |
| Michael W Hamm           |        | 13,360 | 13,360 | 8,140  |        | 4,676  | 4,676  |
| Matthew McGinness        |        | 13,360 | 13,360 | 7,996  |        | 4,676  | 4,676  |
| Todd P Adams             | 13,090 | 253    | 13,343 | 8,509  | 4,581  | 253    | 4,834  |
| Bradford L Cornell       | 1,770  | 11,500 | 13,270 | 1,337  | 619    | 11,000 | 11,619 |
| Harold D Stephenson      | 13,120 | 148    | 13,268 | 8,528  | 4,592  | 148    | 4,740  |
| Jeff S White             | 13,040 | 226    | 13,266 | 8,475  | 4,565  | 226    | 4,791  |
| Jeffrey J Schmeltkopf    | 13,070 | 179    | 13,249 | 8,496  | 4,574  | 179    | 4,753  |
| Paul S King              | 12,990 | 153    | 13,143 | 8,440  | 4,550  | 153    | 4,703  |
| Thavaselan Subramaniam   | 12,930 | 194    | 13,124 | 5,000  | 7,930  | 194    | 8,124  |
| John M Cartolano Jr      | 12,840 | 238    | 13,078 | 7,840  | 5,000  | 238    | 5,238  |
| Lewis T Lazarus          | 12,890 | 137    | 13,027 | 8,379  | 4,511  | 137    | 4,648  |
| Graham C Parsons II      | 12,750 | 253    | 13,003 | 6,375  | 6,375  | 253    | 6,628  |
| Roy E Williams Jr        | 12,570 | 375    | 12,945 | 8,171  | 4,399  | 375    | 4,774  |
| Michael J Ward           | 12,720 | 206    | 12,926 | 6,360  | 6,360  | 206    | 6,566  |



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|                 |        |     |        |       |       |     |       |
|-----------------|--------|-----|--------|-------|-------|-----|-------|
| Kent D Kuhlmann | 12,800 | 120 | 12,920 | 8,320 | 4,480 | 120 | 4,600 |
|-----------------|--------|-----|--------|-------|-------|-----|-------|

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| Name of Beneficial Owner | Common Stock Beneficially<br>Owned Prior to this<br>Offering<br>Stock<br>Options |                                  |           | Number<br>of<br>Shares<br>Offered | Common Stock Beneficially<br>Owned After This<br>Offering<br>Stock<br>Options |                                  |           |
|--------------------------|--|----------------------------------|-----------|-----------------------------------|---|----------------------------------|-----------|
|                          | Number   | Exercisable<br>within 60<br>days | Aggregate |                                   | Number  | Exercisable<br>within 60<br>days | Aggregate |
|                          |  |                                  |           |                                   |   |                                  |           |
| Sean P Mcdermott         | 12,630   | 283                              | 12,913    | 7,630                             | 5,000   | 283                              | 5,283     |
| Steven E Linden          | 12,560   | 141                              | 12,701    | 7,560                             | 5,000   | 141                              | 5,141     |
| Mark S Schupbach         | 12,420   | 264                              | 12,684    | 6,210                             | 6,210   | 264                              | 6,474     |
| Lawrence H Hatch         |  | 12,680                           | 12,680    | 6,151                             |   | 6,000                            | 6,000     |
| Edward J Lambert         | 12,500   | 163                              | 12,663    | 8,100                             | 4,400   | 163                              | 4,563     |
| Ian M Weinberg           | 12,400   | 254                              | 12,654    | 6,200                             | 6,200   | 254                              | 6,454     |
| Robert R Bennie Jr       | 12,370   | 185                              | 12,555    | 8,041                             | 4,329   | 185                              | 4,514     |
| William L Litton II      | 12,230   | 301                              | 12,531    | 7,950                             | 4,280   | 301                              | 4,581     |
| Kevin M Nichols          | 12,280   | 163                              | 12,443    | 7,982                             | 4,298   | 163                              | 4,461     |
| Scott A Shelton          | 12,160   | 193                              | 12,353    | 7,904                             | 4,256   | 193                              | 4,449     |
| Sharon L. Dey Trust      | 12,273   |                                  | 12,273    | 1,841                             | 10,432  |                                  | 10,432    |
| Victoria L. Boyer Trust  | 12,273   |                                  | 12,273    | 1,841                             | 10,432  |                                  | 10,432    |
| George M Dorvillier      | 11,990   | 236                              | 12,226    | 5,000                             | 6,990   | 236                              | 7,226     |
| Vance L Neal             | 11,960   | 162                              | 12,122    | 7,774                             | 4,186   | 162                              | 4,348     |
| Paul I Jeffery           | 11,990   | 125                              | 12,115    | 7,000                             | 4,990   | 125                              | 5,115     |
| Robert A Villanova Sr    | 11,940   | 153                              | 12,093    | 7,761                             | 4,179   | 153                              | 4,332     |
| Keith A Tyner            | 11,920   | 138                              | 12,058    | 7,700                             | 4,220   | 138                              | 4,358     |
| Robert D Oros            |  | 12,000                           | 12,000    | 246                               |   | 9,400                            | 9,400     |
| William C Newell         | 11,950   |                                  | 11,950    | 6,950                             | 5,000   |                                  | 5,000     |
| Carole J Peck            | 11,640   | 159                              | 11,799    | 6,500                             | 5,140   | 159                              | 5,299     |
| Barry M Freedman         | 11,780   |                                  | 11,780    | 5,000                             | 6,780   |                                  | 6,780     |
| Tad M Weiss              | 11,570   | 197                              | 11,767    | 7,521                             | 4,049   | 197                              | 4,246     |
| Kevin S Hatch            | 11,510   | 237                              | 11,747    | 5,180                             | 6,330   | 237                              | 6,567     |
| Daniel J Murphy Jr       | 11,400   | 171                              | 11,571    | 7,410                             | 3,990   | 171                              | 4,161     |
| Brent L Forrest          | 11,370   | 172                              | 11,542    | 4,550                             | 6,820   | 172                              | 6,992     |
| David J Dowgialo         | 11,390   | 137                              | 11,527    | 7,404                             | 3,986   | 137                              | 4,123     |
| Emmanuel D Harris Sr     | 11,240   | 162                              | 11,402    | 2,500                             | 8,740   | 162                              | 8,902     |
| Terry B Wells            | 11,150   | 245                              | 11,395    | 3,650                             | 7,500   | 245                              | 7,745     |
| Michael R Howell         | 11,150   | 241                              | 11,391    | 7,245                             | 3,905   | 241                              | 4,146     |
| Michael W Boone          | 11,150   | 192                              | 11,342    | 7,248                             | 3,902   | 192                              | 4,094     |
| Jim D Pinkston           | 11,200   | 132                              | 11,332    | 6,200                             | 5,000   | 132                              | 5,132     |
| David A Peterson         | 10,940   | 341                              | 11,281    | 2,140                             | 8,800   | 341                              | 9,141     |
| Glenn E Stephenson       | 11,090   | 188                              | 11,278    | 6,090                             | 5,000   | 188                              | 5,188     |
| Gene Ka                  | 11,180   |                                  | 11,180    | 7,267                             | 3,913   |                                  | 3,913     |
| Marc S Freedman          | 10,870   | 272                              | 11,142    | 3,870                             | 7,000   | 272                              | 7,272     |
| Guy L Bassini            | 10,920   | 163                              | 11,083    | 7,098                             | 3,822   | 163                              | 3,985     |
| Brad L Griswold          | 10,800   | 255                              | 11,055    | 7,000                             | 3,800   | 255                              | 4,055     |
| Barbara L Geltmaker      | 10,740   | 167                              | 10,907    | 4,240                             | 6,500   | 167                              | 6,667     |
| Steven M Peaslee         | 10,720   |                                  | 10,720    | 6,968                             | 3,752   |                                  | 3,752     |

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|                          |        |        |        |       |       |       |       |
|--------------------------|--------|--------|--------|-------|-------|-------|-------|
| Irene S Triffitt         |        | 10,690 | 10,690 | 6,493 |       | 3,741 | 3,741 |
| Bentley T Beard          | 10,430 | 241    | 10,671 | 5,000 | 5,430 | 241   | 5,671 |
| Douglas E Oakeson        | 10,440 | 223    | 10,663 | 6,786 | 3,654 | 223   | 3,877 |
| Alejandro C Trejo        | 10,450 | 168    | 10,618 | 5,000 | 5,450 | 168   | 5,618 |
| Kerwin D Thiessen        | 10,470 | 129    | 10,599 | 6,800 | 3,670 | 129   | 3,799 |
| Marc L Reisman           | 10,400 | 152    | 10,552 | 6,760 | 3,640 | 152   | 3,792 |
| Brandon E Harrison       | 10,350 | 187    | 10,537 | 3,500 | 6,850 | 187   | 7,037 |
| Mark D Vanleeuwen        | 10,310 | 202    | 10,512 | 4,000 | 6,310 | 202   | 6,512 |
| Neil E Elmouchi          | 10,290 | 217    | 10,507 | 4,790 | 5,500 | 217   | 5,717 |
| Richard E Ozols          | 10,340 | 139    | 10,479 | 6,721 | 3,619 | 139   | 3,758 |
| Brian M Bernatchez       | 10,250 | 217    | 10,467 | 5,000 | 5,250 | 217   | 5,467 |
| David W Shepherd         | 10,200 | 246    | 10,446 | 6,630 | 3,570 | 246   | 3,816 |
| Russell E Charvonia      | 10,150 | 205    | 10,355 | 4,000 | 6,150 | 205   | 6,355 |
| Jane R Everingham        | 10,170 | 161    | 10,331 | 6,610 | 3,560 | 161   | 3,721 |
| Gerald Sudderth          | 10,180 | 131    | 10,311 | 6,500 | 3,680 | 131   | 3,811 |
| Fred G Wicht             | 10,160 | 149    | 10,309 | 5,080 | 5,080 | 149   | 5,229 |
| Richard P Goblirsch      | 10,130 | 144    | 10,274 | 5,130 | 5,000 | 144   | 5,144 |
| Eileen Pembroke          | 3,340  | 6,880  | 10,220 | 6,139 | 3,507 | 200   | 3,707 |
| Mark D Vanderhagen       | 9,970  | 186    | 10,156 | 6,470 | 3,500 | 186   | 3,686 |
| William H Crew III       | 9,910  | 189    | 10,099 | 6,441 | 3,469 | 189   | 3,658 |
| Daniel C Davis           | 9,850  | 191    | 10,041 | 6,400 | 3,450 | 191   | 3,641 |
| Lou A Dreyer             |        | 10,020 | 10,020 | 6,105 |       | 3,507 | 3,507 |
| Phillip H Lieberman      | 10,010 |        | 10,010 | 6,507 | 3,503 |       | 3,503 |
| Ronald N Lazzaro         | 9,810  | 194    | 10,004 | 2,900 | 6,910 | 194   | 7,104 |
| Kathleen D VanNoy-Pineda |        | 10,000 | 10,000 | 519   |       | 8,700 | 8,700 |
| George R Pierce          | 9,710  | 269    | 9,979  | 6,312 | 3,398 | 269   | 3,667 |
| Calvin C Garvin          | 9,790  | 138    | 9,928  | 6,364 | 3,426 | 138   | 3,564 |
| Don M Hosack             | 9,760  | 144    | 9,904  | 4,880 | 4,880 | 144   | 5,024 |
| Patricia A Bliss         | 9,720  | 177    | 9,897  | 4,860 | 4,860 | 177   | 5,037 |
| Edward F Heagen          | 9,680  | 208    | 9,888  | 6,280 | 3,400 | 208   | 3,608 |
| Allen P Petway Jr        | 9,750  | 133    | 9,883  | 6,338 | 3,412 | 133   | 3,545 |
| Kathleen A Boyle         | 9,740  | 143    | 9,883  | 6,331 | 3,409 | 143   | 3,552 |
| Steven R Green           | 9,700  | 157    | 9,857  | 6,200 | 3,500 | 157   | 3,657 |
| Daniel T Foran           | 9,600  | 252    | 9,852  | 6,240 | 3,360 | 252   | 3,612 |
| Christopher J Neubert    | 9,630  | 221    | 9,851  | 5,300 | 4,330 | 221   | 4,551 |
| James B Twining          | 9,650  | 160    | 9,810  | 6,273 | 3,377 | 160   | 3,537 |
| Harold F Neville Jr      | 9,600  | 135    | 9,735  | 6,000 | 3,600 | 135   | 3,735 |
| David B Haire            | 9,490  | 218    | 9,708  | 6,169 | 3,321 | 218   | 3,539 |
| Perry L Phaneuf          |        | 9,680  | 9,680  | 469   |       | 9,180 | 9,180 |
| Joseph C Edwards         | 9,520  | 156    | 9,676  | 4,800 | 4,720 | 156   | 4,876 |
| James B Pierik           | 9,510  | 152    | 9,662  | 5,000 | 4,510 | 152   | 4,662 |
| Kevin R Wichman          | 9,510  | 132    | 9,642  | 3,000 | 6,510 | 132   | 6,642 |
| Charles R Hearn          | 9,470  | 160    | 9,630  | 6,156 | 3,314 | 160   | 3,474 |
| Thomas C Grella          | 9,380  | 181    | 9,561  | 2,345 | 7,035 | 181   | 7,216 |
| Sidney J Lorio Jr        | 9,420  | 133    | 9,553  | 6,123 | 3,297 | 133   | 3,430 |
| Edward J King            | 9,360  | 188    | 9,548  | 1,872 | 7,488 | 188   | 7,676 |
| Bruce N Goodman          | 9,370  | 146    | 9,516  | 4,685 | 4,685 | 146   | 4,831 |
| Stewart L Flaherty       | 9,370  | 121    | 9,491  | 6,000 | 3,370 | 121   | 3,491 |
| Erik S Davis             | 9,320  | 155    | 9,475  | 3,320 | 6,000 | 155   | 6,155 |
| Raymond K Dexter         | 9,310  | 153    | 9,463  | 4,655 | 4,655 | 153   | 4,808 |
| Rod H Kamps              | 9,290  | 167    | 9,457  | 5,290 | 4,000 | 167   | 4,167 |

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|                   |       |     |       |       |       |     |       |
|-------------------|-------|-----|-------|-------|-------|-----|-------|
| Stephen L Roberts | 9,260 | 164 | 9,424 | 2,000 | 7,260 | 164 | 7,424 |
|-------------------|-------|-----|-------|-------|-------|-----|-------|

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| Name of Beneficial Owner | Common Stock Beneficially<br>Owned Prior to this<br>Offering<br>Stock<br>Options |                                  |           | Number<br>of<br>Shares<br>Offered | Common Stock Beneficially<br>Owned After This<br>Offering<br>Stock<br>Options |                                  |           |
|--------------------------|--|----------------------------------|-----------|-----------------------------------|---|----------------------------------|-----------|
|                          | Number   | Exercisable<br>within 60<br>days | Aggregate |                                   | Number  | Exercisable<br>within 60<br>days | Aggregate |
| James R Mcquillan        | 9,230  | 164                              | 9,394     | 6,000                             | 3,230   | 164                              | 3,394     |
| Chad A Keim              | 9,240  | 149                              | 9,389     | 2,240                             | 7,000   | 149                              | 7,149     |
| Gary A Bramon            | 9,210  | 132                              | 9,342     | 5,987                             | 3,223   | 132                              | 3,355     |
| David W Deutsch          | 9,160  | 141                              | 9,301     | 4,660                             | 4,500   | 141                              | 4,641     |
| Timothy J O Connor       | 9,040  | 214                              | 9,254     | 5,400                             | 3,640   | 214                              | 3,854     |
| Karla J Eastling         | 9,130  | 115                              | 9,245     | 5,130                             | 4,000   | 115                              | 4,115     |
| Greg R Solis             | 9,060  | 166                              | 9,226     | 4,500                             | 4,560   | 166                              | 4,726     |
| Jerry M Bagby            | 9,070  | 147                              | 9,217     | 5,896                             | 3,174   | 147                              | 3,321     |
| Birindar S Chawla        | 9,050  | 141                              | 9,191     | 5,883                             | 3,167   | 141                              | 3,308     |
| William C O Connor       | 8,930  | 219                              | 9,149     | 5,730                             | 3,200   | 219                              | 3,419     |
| James F Bogart           | 8,990  | 149                              | 9,139     | 5,844                             | 3,146   | 149                              | 3,295     |
| Jeffrey A Cavender       | 8,970  | 135                              | 9,105     | 5,831                             | 3,139   | 135                              | 3,274     |
| Edward A Metz            | 8,960  | 140                              | 9,100     | 5,824                             | 3,136   | 140                              | 3,276     |
| Scott D Carson           | 8,920  | 141                              | 9,061     | 5,798                             | 3,122   | 141                              | 3,263     |
| Robin B Davidson         | 9,046  |                                  | 9,046     | 5,000                             | 4,046   |                                  | 4,046     |
| Robert D White           | 8,900  | 145                              | 9,045     | 5,785                             | 3,115   | 145                              | 3,260     |
| Michael E Ghelfi         | 8,760  | 266                              | 9,026     | 5,694                             | 3,066   | 266                              | 3,332     |
| Jeffrey M Goyette Sr     | 8,840  | 150                              | 8,990     | 5,000                             | 3,840   | 150                              | 3,990     |
| Donald E Simmons         | 8,820  | 148                              | 8,968     | 3,820                             | 5,000   | 148                              | 5,148     |
| Robert G Shambora        | 8,820  | 138                              | 8,958     | 5,720                             | 3,100   | 138                              | 3,238     |
| John H Graves            | 8,850  | 104                              | 8,954     | 4,850                             | 4,000   | 104                              | 4,104     |
| Douglas C Stafford       | 8,810  | 132                              | 8,942     | 3,100                             | 5,710   | 132                              | 5,842     |
| Reginald A Armstrong     | 8,660  | 188                              | 8,848     | 4,404                             | 4,256   | 188                              | 4,444     |
| Alan A Ioffredo          | 8,680  | 166                              | 8,846     | 5,642                             | 3,038   | 166                              | 3,204     |
| Mark J Angelo            | 8,690  | 155                              | 8,845     | 3,900                             | 4,790   | 155                              | 4,945     |
| Frank K Chase Jr         | 8,650  | 147                              | 8,797     | 4,325                             | 4,325   | 147                              | 4,472     |
| Dennis S Kersten         | 8,620  | 132                              | 8,752     | 5,000                             | 3,620   | 132                              | 3,752     |
| John E Mc Killen         | 8,740  |                                  | 8,740     | 2,000                             | 6,740   |                                  | 6,740     |
| William E Bishoff        | 8,550  | 163                              | 8,713     | 5,550                             | 3,000   | 163                              | 3,163     |
| Mark A Barrett           | 8,440  | 256                              | 8,696     | 5,486                             | 2,954   | 256                              | 3,210     |
| Mark K Durham            | 8,540  | 129                              | 8,669     | 5,551                             | 2,989   | 129                              | 3,118     |
| Kenneth W Van Leeuwen    | 8,490  | 168                              | 8,658     | 3,890                             | 4,600   | 168                              | 4,768     |
| John J Masus             | 8,500  | 143                              | 8,643     | 3,655                             | 4,845   | 143                              | 4,988     |
| Michael J Lerner         | 8,470  | 170                              | 8,640     | 5,506                             | 2,964   | 170                              | 3,134     |
| Ruth A Guillaume         | 8,640  |                                  | 8,640     | 4,000                             | 4,640   |                                  | 4,640     |
| John E Day Jr            | 8,480  | 151                              | 8,631     | 3,392                             | 5,088   | 151                              | 5,239     |
| Craig A Bernard          | 8,430  | 122                              | 8,552     | 1,480                             | 6,950   | 122                              | 7,072     |
| Michael S Bohmer         | 8,330  | 213                              | 8,543     | 3,500                             | 4,830   | 213                              | 5,043     |
| Charles R Haas Jr        | 8,390  | 131                              | 8,521     | 5,454                             | 2,936   | 131                              | 3,067     |

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|                        |       |       |       |       |       |       |       |
|------------------------|-------|-------|-------|-------|-------|-------|-------|
| Rebecca M Hergenroeder | 8,350 | 167   | 8,517 | 5,000 | 3,350 | 167   | 3,517 |
| George S Urist         | 8,360 | 147   | 8,507 | 5,434 | 2,926 | 147   | 3,073 |
| Henry Sanchez          |       | 8,500 | 8,500 | 1,010 |       | 2,975 | 2,975 |
| Edward Miller          |       | 8,500 | 8,500 | 57    |       | 7,850 | 7,850 |
| Dorothy I Bickling     | 8,320 | 174   | 8,494 | 5,408 | 2,912 | 174   | 3,086 |
| Thomas J Ouellette     | 8,340 | 148   | 8,488 | 4,000 | 4,340 | 148   | 4,488 |
| Harold S Shrier        | 8,330 | 151   | 8,481 | 2,500 | 5,830 | 151   | 5,981 |
| Kevin P Supka          | 8,180 | 283   | 8,463 | 4,000 | 4,180 | 283   | 4,463 |
| Thomas H Ruggie        | 8,230 | 232   | 8,462 | 5,350 | 2,880 | 232   | 3,112 |
| Douglas J Armstrong    | 8,430 |       | 8,430 | 5,430 | 3,000 |       | 3,000 |
| Elizabeth A Emr        | 8,220 | 158   | 8,378 | 5,343 | 2,877 | 158   | 3,035 |
| John P Overland        | 8,250 | 126   | 8,376 | 5,363 | 2,887 | 126   | 3,013 |
| Bethany J Bryant       |       | 8,350 | 8,350 | 3,160 |       | 5,000 | 5,000 |
| Carl M Sacchetti Jr    | 8,200 | 129   | 8,329 | 5,330 | 2,870 | 129   | 2,999 |
| Michael J Williams     | 8,160 | 151   | 8,311 | 5,300 | 2,860 | 151   | 3,011 |
| John V Picone          | 8,180 | 129   | 8,309 | 5,317 | 2,863 | 129   | 2,992 |
| Harry M Barth          | 8,140 | 134   | 8,274 | 5,291 | 2,849 | 134   | 2,983 |
| Arthur M Sgroi Jr      | 8,150 | 122   | 8,272 | 2,853 | 5,297 | 122   | 5,419 |
| Michael R Myers        | 8,270 |       | 8,270 | 5,376 | 2,894 |       | 2,894 |
| John T Mynatt          | 6,190 | 2,077 | 8,267 | 3,095 | 3,095 | 2,077 | 5,172 |
| Michael P Dunham       | 8,240 |       | 8,240 | 5,356 | 2,884 |       | 2,884 |
| Andrew D Horowitz      | 8,110 | 122   | 8,232 | 4,110 | 4,000 | 122   | 4,122 |
| Dudley H Otey          | 8,050 | 155   | 8,205 | 4,450 | 3,600 | 155   | 3,755 |
| Shaun T Scott          | 8,050 | 135   | 8,185 | 5,233 | 2,817 | 135   | 2,952 |
| David L Johanson       | 8,170 |       | 8,170 | 5,311 | 2,859 |       | 2,859 |
| Christopher J Downey   | 8,010 | 159   | 8,169 | 3,000 | 5,010 | 159   | 5,169 |
| Joseph H Stumm         | 7,970 | 179   | 8,149 | 3,100 | 4,870 | 179   | 5,049 |
| David L Weible         | 8,010 | 137   | 8,147 | 5,207 | 2,803 | 137   | 2,940 |
| Harvey S Berk          | 8,030 | 108   | 8,138 | 4,000 | 4,030 | 108   | 4,138 |
| Alan C Hicks           | 7,960 | 164   | 8,124 | 5,174 | 2,786 | 164   | 2,950 |
| Jeffrey A Cashmore     | 7,900 | 223   | 8,123 | 4,500 | 3,400 | 223   | 3,623 |
| Randal A Perrier       | 7,930 | 144   | 8,074 | 5,155 | 2,775 | 144   | 2,919 |
| James A Gunn Jr        | 7,910 | 128   | 8,038 | 5,142 | 2,768 | 128   | 2,896 |
| William F Cappel       | 7,980 | 29    | 8,009 | 4,500 | 3,480 | 29    | 3,509 |
| John J Canally         |       | 8,000 | 8,000 | 1,288 |       | 3,125 | 3,125 |
| David P Olsen          | 7,850 | 143   | 7,993 | 4,226 | 3,624 | 143   | 3,767 |
| Douglas W Kaats        | 7,990 |       | 7,990 | 5,194 | 2,796 |       | 2,796 |
| Amy L Noel             | 7,830 | 151   | 7,981 | 5,090 | 2,740 | 151   | 2,891 |
| James D Crosson        | 7,980 |       | 7,980 | 5,187 | 2,793 |       | 2,793 |
| David E Kirkby         | 7,820 | 151   | 7,971 | 5,083 | 2,737 | 151   | 2,888 |
| Beverly B Huber        | 7,820 | 144   | 7,964 | 1,000 | 6,820 | 144   | 6,964 |
| Joan B Fuetsch         | 7,820 | 132   | 7,952 | 5,083 | 2,737 | 132   | 2,869 |
| Michael G Botwinick    | 7,720 | 181   | 7,901 | 5,000 | 2,720 | 181   | 2,901 |
| David J Abbs           | 7,660 | 240   | 7,900 | 4,970 | 2,690 | 240   | 2,930 |
| George W Keever IV     | 7,740 | 152   | 7,892 | 5,031 | 2,709 | 152   | 2,861 |
| Douglas B Leeson       | 7,700 | 182   | 7,882 | 5,005 | 2,695 | 182   | 2,877 |
| Rose I Greene          | 7,750 | 125   | 7,875 | 5,000 | 2,750 | 125   | 2,875 |
| Howard E Pakola        | 7,710 | 149   | 7,859 | 5,012 | 2,698 | 149   | 2,847 |
| Vince G Covino         | 7,850 |       | 7,850 | 5,103 | 2,747 |       | 2,747 |
| Ronald L Ricci         | 7,730 | 117   | 7,847 | 3,865 | 3,865 | 117   | 3,982 |
| Craig G Bolanos Jr     | 7,620 | 192   | 7,812 | 2,667 | 4,953 | 192   | 5,145 |

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|                  |       |     |       |       |       |     |       |
|------------------|-------|-----|-------|-------|-------|-----|-------|
| Michael E Mullis | 7,620 | 182 | 7,802 | 4,500 | 3,120 | 182 | 3,302 |
|------------------|-------|-----|-------|-------|-------|-----|-------|

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| Name of Beneficial Owner  | Common Stock Beneficially<br>Owned Prior to this<br>Offering<br>Stock<br>Options |                                  |           | Number<br>of<br>Shares<br>Offered | Common Stock Beneficially<br>Owned After This<br>Offering<br>Stock<br>Options |                                  |           |
|---------------------------|--|----------------------------------|-----------|-----------------------------------|---|----------------------------------|-----------|
|                           | Number   | Exercisable<br>within 60<br>days | Aggregate |                                   | Number  | Exercisable<br>within 60<br>days | Aggregate |
| Robert J Miller II        | 7,690  | 112                              | 7,802     | 2,690                             | 5,000   | 112                              | 5,112     |
| Michael W Sigmon          | 7,650  | 117                              | 7,767     | 2,450                             | 5,200   | 117                              | 5,317     |
| Robert M Ellis            | 7,600  | 160                              | 7,760     | 4,940                             | 2,660   | 160                              | 2,820     |
| John B Leeson             | 7,760  |                                  | 7,760     | 3,000                             | 4,760   |                                  | 4,760     |
| Eugene L Krueger          | 7,620  | 137                              | 7,757     | 4,953                             | 2,667   | 137                              | 2,804     |
| Cory C Kraft              | 7,600  | 156                              | 7,756     | 3,200                             | 4,400   | 156                              | 4,556     |
| Lawrence R Teichman       | 7,520  | 231                              | 7,751     | 4,500                             | 3,020   | 231                              | 3,251     |
| Steven F Carter           | 7,570  | 155                              | 7,725     | 4,920                             | 2,650   | 155                              | 2,805     |
| Cris W Tuft               | 7,580  | 144                              | 7,724     | 3,032                             | 4,548   | 144                              | 4,692     |
| Vincent C Eckelkamp       | 7,580  | 143                              | 7,723     | 4,000                             | 3,580   | 143                              | 3,723     |
| Susan Boggioni            |  | 7,720                            | 7,720     | 4,321                             |   | 3,027                            | 3,027     |
| John T Mckinney           | 7,550  | 168                              | 7,718     | 4,500                             | 3,050   | 168                              | 3,218     |
| Glenn R Goldman           | 7,580  | 135                              | 7,715     | 4,100                             | 3,480   | 135                              | 3,615     |
| Brian N Everett           | 7,600  | 106                              | 7,706     | 4,940                             | 2,660   | 106                              | 2,766     |
| Leroy V Berry             | 7,630  | 74                               | 7,704     | 4,960                             | 2,670   | 74                               | 2,744     |
| Christian P Nelson        | 7,580  | 104                              | 7,684     | 4,580                             | 3,000   | 104                              | 3,104     |
| Rosann Arguello-Tanner    |  | 7,680                            | 7,680     | 2,344                             |   | 5,180                            | 5,180     |
| Anne O Niesen             | 7,490  | 169                              | 7,659     | 4,869                             | 2,621   | 169                              | 2,790     |
| Jacquelin A Moody         | 7,320  | 332                              | 7,652     | 3,750                             | 3,570   | 332                              | 3,902     |
| David J Roberts           | 7,650  |                                  | 7,650     | 2,650                             | 5,000   |                                  | 5,000     |
| Kenneth W Houldsworth III | 7,530  | 100                              | 7,630     | 4,895                             | 2,635   | 100                              | 2,735     |
| Michael F Kwiatkowski     | 7,480  | 149                              | 7,629     | 1,700                             | 5,780   | 149                              | 5,929     |
| Gayl B Hynek              | 7,480  | 127                              | 7,607     | 1,870                             | 5,610   | 127                              | 5,737     |
| Kurtis S Pearson          | 7,490  | 113                              | 7,603     | 4,869                             | 2,621   | 113                              | 2,734     |
| William V Sheehy III      | 7,460  | 143                              | 7,603     | 2,460                             | 5,000   | 143                              | 5,143     |
| David C Howell            | 7,430  | 158                              | 7,588     | 2,430                             | 5,000   | 158                              | 5,158     |
| Barbara L Wolfe           | 7,450  | 134                              | 7,584     | 745                               | 6,705   | 134                              | 6,839     |
| David M Gallagher         | 7,440  | 133                              | 7,573     | 4,836                             | 2,604   | 133                              | 2,737     |
| David G Johnston          | 7,389  | 163                              | 7,552     | 3,000                             | 4,389   | 163                              | 4,552     |
| Michael Babyak Jr         | 7,300  | 245                              | 7,545     | 3,650                             | 3,650   | 245                              | 3,895     |
| Floyd W Griffin Jr        | 7,380  | 162                              | 7,542     | 3,690                             | 3,690   | 162                              | 3,852     |
| Michael L Jones           | 7,540  |                                  | 7,540     | 4,901                             | 2,639   |                                  | 2,639     |
| Keith E Hamilton          | 7,370  | 170                              | 7,540     | 4,000                             | 3,370   | 170                              | 3,540     |
| Frank T Mancini           | 7,420  | 107                              | 7,527     | 4,823                             | 2,597   | 107                              | 2,704     |
| Byron P Jordan Jr         | 7,390  | 136                              | 7,526     | 2,200                             | 5,190   | 136                              | 5,326     |
| Steven S Witek            | 7,410  | 112                              | 7,522     | 4,817                             | 2,593   | 112                              | 2,705     |
| Malissia A Johnson        | 7,380  | 138                              | 7,518     | 3,690                             | 3,690   | 138                              | 3,828     |
| Francis X Astorino        | 7,310  | 190                              | 7,500     | 4,751                             | 2,559   | 190                              | 2,749     |
| James A Holindrake        | 7,450  | 47                               | 7,497     | 4,843                             | 2,607   | 47                               | 2,654     |



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|                     |       |       |       |       |       |       |       |
|---------------------|-------|-------|-------|-------|-------|-------|-------|
| Elizabeth L Wilson  | 7,360 | 134   | 7,494 | 3,200 | 4,160 | 134   | 4,294 |
| Thomas F Joyce Jr   | 7,340 | 138   | 7,478 | 4,771 | 2,569 | 138   | 2,707 |
| David M Muilenberg  | 7,100 | 337   | 7,437 | 4,615 | 2,485 | 337   | 2,822 |
| Ewald M Von Kanel   | 7,430 |       | 7,430 | 4,830 | 2,600 |       | 2,600 |
| Garry S Evans       | 7,300 | 114   | 7,414 | 4,745 | 2,555 | 114   | 2,669 |
| Michael E Nelson    | 7,210 | 194   | 7,404 | 4,687 | 2,523 | 194   | 2,717 |
| John D Unger        | 7,300 | 101   | 7,401 | 4,745 | 2,555 | 101   | 2,656 |
| Kathleen C Buys     | 7,280 | 121   | 7,401 | 3,000 | 4,280 | 121   | 4,401 |
| David A Perry       | 7,270 | 116   | 7,386 | 4,700 | 2,570 | 116   | 2,686 |
| Ronald D Reynolds   | 7,370 |       | 7,370 | 2,500 | 4,870 |       | 4,870 |
| Michael S David     | 7,060 | 293   | 7,353 | 4,589 | 2,471 | 293   | 2,764 |
| Perry E Smith       | 7,230 | 121   | 7,351 | 2,500 | 4,730 | 121   | 4,851 |
| James F Horrocks    | 7,150 | 196   | 7,346 | 4,600 | 2,550 | 196   | 2,746 |
| Susan B Eldridge    | 7,220 | 119   | 7,339 | 3,610 | 3,610 | 119   | 3,729 |
| Douglas B Jarman    | 7,210 | 117   | 7,327 | 4,687 | 2,523 | 117   | 2,640 |
| Robert J Woods      | 7,180 | 133   | 7,313 | 4,667 | 2,513 | 133   | 2,646 |
| Craig E Benjamin    | 7,060 | 230   | 7,290 | 3,060 | 4,000 | 230   | 4,230 |
| Sean F Curley       | 7,270 |       | 7,270 | 4,726 | 2,544 |       | 2,544 |
| Michael A Manning   | 7,270 |       | 7,270 | 4,726 | 2,544 |       | 2,544 |
| Donald L Richard    | 7,130 | 123   | 7,253 | 3,200 | 3,930 | 123   | 4,053 |
| Bart F Carr         | 7,100 | 149   | 7,249 | 3,550 | 3,550 | 149   | 3,699 |
| Dennis A Lair       | 7,200 | 46    | 7,246 | 4,680 | 2,520 | 46    | 2,566 |
| Laurence I Balter   | 7,110 | 134   | 7,244 | 4,622 | 2,488 | 134   | 2,622 |
| Dana K Graves       | 7,040 | 197   | 7,237 | 3,000 | 4,040 | 197   | 4,237 |
| James F King Jr     | 7,090 | 135   | 7,225 | 4,609 | 2,481 | 135   | 2,616 |
| Steven M Goodman    | 7,060 | 128   | 7,188 | 4,500 | 2,560 | 128   | 2,688 |
| Lynn E Williams     |       | 7,180 | 7,180 | 3,998 |       | 2,838 | 2,838 |
| David G Herbst      | 6,840 | 310   | 7,150 | 2,850 | 3,990 | 310   | 4,300 |
| Jeffrey B Neelon    | 7,040 | 98    | 7,138 | 4,576 | 2,464 | 98    | 2,562 |
| Thomas A Skees      | 7,060 | 74    | 7,134 | 4,589 | 2,471 | 74    | 2,545 |
| Mathias D Summers   | 7,050 | 56    | 7,106 | 4,583 | 2,467 | 56    | 2,523 |
| Garth J Terlizzi Sr | 7,050 | 51    | 7,101 | 4,583 | 2,467 | 51    | 2,518 |
| Bart B Fernelius    | 7,000 | 84    | 7,084 | 4,550 | 2,450 | 84    | 2,534 |
| Philip F Rongo Jr   | 6,950 | 134   | 7,084 | 3,000 | 3,950 | 134   | 4,084 |
| Kelley M Martin     | 6,950 | 130   | 7,080 | 4,450 | 2,500 | 130   | 2,630 |
| Gregory Merlino     | 6,950 | 113   | 7,063 | 4,518 | 2,432 | 113   | 2,545 |
| John B Morrow       | 6,950 | 112   | 7,062 | 4,518 | 2,432 | 112   | 2,544 |
| Richard C Donahue   | 6,920 | 119   | 7,039 | 4,498 | 2,422 | 119   | 2,541 |
| Kenneth E Knapp     | 6,910 | 117   | 7,027 | 4,492 | 2,418 | 117   | 2,535 |
| Mark R Witek        | 6,860 | 150   | 7,010 | 4,459 | 2,401 | 150   | 2,551 |
| Masumi H Tripoli    | 6,870 | 135   | 7,005 | 4,465 | 2,405 | 135   | 2,540 |
| John K Weisert      | 6,900 | 102   | 7,002 | 4,400 | 2,500 | 102   | 2,602 |
| Robert L Franer Jr  | 6,850 | 126   | 6,976 | 4,453 | 2,397 | 126   | 2,523 |
| Daniel E Langworthy | 6,830 | 133   | 6,963 | 1,830 | 5,000 | 133   | 5,133 |
| Philip E Noble      | 6,700 | 261   | 6,961 | 4,355 | 2,345 | 261   | 2,606 |
| Bruce A Larsen      | 6,840 | 120   | 6,960 | 4,444 | 2,396 | 120   | 2,516 |
| Gary W Cotter       | 6,920 | 19    | 6,939 | 1,720 | 5,200 | 19    | 5,219 |
| Claude M Aldridge   | 6,770 | 129   | 6,899 | 3,300 | 3,470 | 129   | 3,599 |
| Gerald A Seibert    | 6,710 | 169   | 6,879 | 4,300 | 2,410 | 169   | 2,579 |
| Edward J Hickey Jr  | 6,710 | 166   | 6,876 | 4,000 | 2,710 | 166   | 2,876 |
| Lee S Wolfe         | 6,730 | 127   | 6,857 | 4,375 | 2,355 | 127   | 2,482 |

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|              |       |     |       |       |       |     |       |
|--------------|-------|-----|-------|-------|-------|-----|-------|
| Edwin L Good | 6,710 | 140 | 6,850 | 4,310 | 2,400 | 140 | 2,540 |
|--------------|-------|-----|-------|-------|-------|-----|-------|

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| Name of Beneficial Owner | Common Stock Beneficially<br>Owned Prior to this<br>Offering<br>Stock<br>Options |                                  |           | Number<br>of<br>Shares<br>Offered | Common Stock Beneficially<br>Owned After This<br>Offering<br>Stock<br>Options |                                  |           |
|--------------------------|--|----------------------------------|-----------|-----------------------------------|---|----------------------------------|-----------|
|                          | Number   | Exercisable<br>within 60<br>days | Aggregate |                                   | Number  | Exercisable<br>within 60<br>days | Aggregate |
| Peter L Graham Sr        | 6,730  | 118                              | 6,848     | 4,000                             | 2,730   | 118                              | 2,848     |
| Mark L Hopkins           | 6,840  |                                  | 6,840     | 1,840                             | 5,000   |                                  | 5,000     |
| Daniel E Steichen        | 6,690  | 139                              | 6,829     | 4,349                             | 2,341   | 139                              | 2,480     |
| Joel D Hooper            | 6,710  | 117                              | 6,827     | 4,362                             | 2,348   | 117                              | 2,465     |
| Bryan K Shevak           | 6,700  | 124                              | 6,824     | 2,500                             | 4,200   | 124                              | 4,324     |
| James R Senkbeil         | 6,680  | 139                              | 6,819     | 4,342                             | 2,338   | 139                              | 2,477     |
| Timothy N Bearden        | 6,500  | 296                              | 6,796     | 4,200                             | 2,300   | 296                              | 2,596     |
| Richard D Noah           | 6,670  | 125                              | 6,795     | 4,000                             | 2,670   | 125                              | 2,795     |
| Joseph A Krier           | 6,550  | 242                              | 6,792     | 2,150                             | 4,400   | 242                              | 4,642     |
| Randolph C Byrd          | 6,580  | 210                              | 6,790     | 4,200                             | 2,380   | 210                              | 2,590     |
| Thad S Pugmire           | 6,680  | 106                              | 6,786     | 4,342                             | 2,338   | 106                              | 2,444     |
| Russell E Glickstern     | 6,600  | 186                              | 6,786     | 4,290                             | 2,310   | 186                              | 2,496     |
| Laurie Z Hyland          | 6,780  |                                  | 6,780     | 4,407                             | 2,373   |                                  | 2,373     |
| Roger E Woodruff         | 6,620  | 146                              | 6,766     | 2,620                             | 4,000   | 146                              | 4,146     |
| Todd E Frank             | 6,710  | 42                               | 6,752     | 4,362                             | 2,348   | 42                               | 2,390     |
| Kathy A Busch            | 6,670  | 78                               | 6,748     | 4,336                             | 2,334   | 78                               | 2,412     |
| Lance E Nelson           | 6,600  | 144                              | 6,744     | 4,200                             | 2,400   | 144                              | 2,544     |
| Kenneth P Dipaola        | 6,640  | 102                              | 6,742     | 4,316                             | 2,324   | 102                              | 2,426     |
| John A Mcewan            | 6,600  | 135                              | 6,735     | 4,290                             | 2,310   | 135                              | 2,445     |
| David R Allen            | 6,580  | 113                              | 6,693     | 1,680                             | 4,900   | 113                              | 5,013     |
| Harvey H Jacobson        | 6,370  | 316                              | 6,686     | 2,548                             | 3,822   | 316                              | 4,138     |
| John C Malyon            |  | 6,680                            | 6,680     | 4,084                             |   | 2,338                            | 2,338     |
| Karin L Wold             |  | 6,680                            | 6,680     | 4,070                             |   | 2,338                            | 2,338     |
| Brad Jacobs              |  | 6,680                            | 6,680     | 4,011                             | 2,338   |                                  | 2,338     |
| Jeff Wilkerson           |  | 6,680                            | 6,680     | 3,959                             |   | 2,380                            | 2,380     |
| David Y Millican         | 6,680  |                                  | 6,680     | 1,680                             | 5,000   |                                  | 5,000     |
| Jeffrey L Utter          | 6,680  |                                  | 6,680     | 1,680                             | 5,000   |                                  | 5,000     |
| Jonathan T Lewis         | 6,570  | 107                              | 6,677     | 4,270                             | 2,300   | 107                              | 2,407     |
| Jerry J Zins Jr          | 6,520  | 156                              | 6,676     | 4,238                             | 2,282   | 156                              | 2,438     |
| Kevin D Seacat           | 6,560  | 115                              | 6,675     | 4,264                             | 2,296   | 115                              | 2,411     |
| Jason D Main             | 6,630  | 45                               | 6,675     | 2,200                             | 4,430   | 45                               | 4,475     |
| Kevin M Collier          | 6,490  | 182                              | 6,672     | 4,219                             | 2,271   | 182                              | 2,453     |
| Bryan K Chew             | 6,500  | 121                              | 6,621     | 500                               | 6,000   | 121                              | 6,121     |
| Thomas C Lee             | 6,620  |                                  | 6,620     | 4,300                             | 2,320   |                                  | 2,320     |
| Margaret S Kosmerl       | 6,490  | 121                              | 6,611     | 4,219                             | 2,271   | 121                              | 2,392     |
| Jeffrey C Waltz          | 6,610  |                                  | 6,610     | 4,297                             | 2,313   |                                  | 2,313     |
| Scott C Pandillo         | 6,520  | 57                               | 6,577     | 3,520                             | 3,000   | 57                               | 3,057     |
| Gary W Barkman           | 6,470  | 95                               | 6,565     | 4,200                             | 2,270   | 95                               | 2,365     |
| Glenn A Hruska           | 6,470  | 94                               | 6,564     | 3,000                             | 3,470   | 94                               | 3,564     |

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|                              |       |       |       |       |       |       |       |
|------------------------------|-------|-------|-------|-------|-------|-------|-------|
| Craig L Soule                | 6,480 | 77    | 6,557 | 4,212 | 2,268 | 77    | 2,345 |
| Lincoln S Maclise            | 6,440 | 103   | 6,543 | 4,186 | 2,254 | 103   | 2,357 |
| Mitchell H Gilbert           | 6,390 | 126   | 6,516 | 4,154 | 2,236 | 126   | 2,362 |
| Nicholas J Travascio III     | 6,440 | 38    | 6,478 | 4,186 | 2,254 | 38    | 2,292 |
| Scott C Dingman              | 6,340 | 136   | 6,476 | 4,121 | 2,219 | 136   | 2,355 |
| Paul M Decelles              | 6,370 | 105   | 6,475 | 4,141 | 2,229 | 105   | 2,334 |
| Richard J Martin             | 6,230 | 241   | 6,471 | 2,055 | 4,175 | 241   | 4,416 |
| John F Cicotte               | 6,430 | 40    | 6,470 | 4,180 | 2,250 | 40    | 2,290 |
| Howard C Richardson          | 6,290 | 164   | 6,454 | 4,089 | 2,201 | 164   | 2,365 |
| Gary R Beels                 | 6,330 | 124   | 6,454 | 3,798 | 2,532 | 124   | 2,656 |
| Joseph D Esposito            | 6,270 | 182   | 6,452 | 4,076 | 2,194 | 182   | 2,376 |
| Jerald G Rubin               | 6,340 | 111   | 6,451 | 4,121 | 2,219 | 111   | 2,330 |
| Michael T Upton              | 6,270 | 172   | 6,442 | 4,076 | 2,194 | 172   | 2,366 |
| Mark W Spelts                | 6,210 | 231   | 6,441 | 4,037 | 2,173 | 231   | 2,404 |
| Paige H Kerr                 | 1,940 | 4,500 | 6,440 | 817   | 1,679 | 3,000 | 4,679 |
| Mitchell R Martin            | 6,320 | 118   | 6,438 | 3,320 | 3,000 | 118   | 3,118 |
| Mark I Magnuson              | 6,360 | 67    | 6,427 | 4,134 | 2,226 | 67    | 2,293 |
| Joseph P Colell Jr           | 6,320 | 101   | 6,421 | 4,108 | 2,212 | 101   | 2,313 |
| Jay P Irving                 | 6,300 | 115   | 6,415 | 4,000 | 2,300 | 115   | 2,415 |
| David J Garner               | 6,290 | 122   | 6,412 | 4,089 | 2,201 | 122   | 2,323 |
| Fredrick J Livingston        | 6,270 | 140   | 6,410 | 4,075 | 2,195 | 140   | 2,335 |
| Michael K Donohue            | 6,320 | 54    | 6,374 | 4,100 | 2,220 | 54    | 2,274 |
| Roger D Gaddis               | 6,230 | 139   | 6,369 | 4,050 | 2,180 | 139   | 2,319 |
| Michael J Dudenhoefler       | 6,310 | 25    | 6,335 | 2,310 | 4,000 | 25    | 4,025 |
| Bruce Brundige               | 6,230 | 94    | 6,324 | 1,230 | 5,000 | 94    | 5,094 |
| Michael P Mcgillicuddy       | 6,310 |       | 6,310 | 3,000 | 3,310 |       | 3,310 |
| Larry D Wiens                | 6,200 | 109   | 6,309 | 666   | 5,534 | 109   | 5,643 |
| Noah A Seidenberg            | 6,180 | 128   | 6,308 | 4,017 | 2,163 | 128   | 2,291 |
| Robert W Huntley             | 6,180 | 119   | 6,299 | 4,017 | 2,163 | 119   | 2,282 |
| David J Reiniger             | 6,160 | 122   | 6,282 | 2,660 | 3,500 | 122   | 3,622 |
| Sandra Bromfield             | 6,270 |       | 6,270 | 4,076 | 2,194 |       | 2,194 |
| Dicran B Haidostian          | 6,050 | 208   | 6,258 | 2,000 | 4,050 | 208   | 4,258 |
| Richard F Kraft              | 6,170 | 62    | 6,232 | 4,000 | 2,170 | 62    | 2,232 |
| Kathy P Kueider              | 6,060 | 150   | 6,210 | 1,500 | 4,560 | 150   | 4,710 |
| Warren D Wise                | 6,060 | 150   | 6,210 | 1,500 | 4,560 | 150   | 4,710 |
| Rex R Harris Jr              | 6,040 | 121   | 6,161 | 3,920 | 2,120 | 121   | 2,241 |
| Neal A Broidy                | 6,040 | 119   | 6,159 | 3,926 | 2,114 | 119   | 2,233 |
| Joseph D Longo               | 5,910 | 248   | 6,158 | 3,000 | 2,910 | 248   | 3,158 |
| Robert A Matson              | 6,050 | 104   | 6,154 | 3,933 | 2,117 | 104   | 2,221 |
| Stephen J Spoltman           | 6,020 | 118   | 6,138 | 3,913 | 2,107 | 118   | 2,225 |
| Mark D Query                 | 6,110 | 25    | 6,135 | 3,960 | 2,150 | 25    | 2,175 |
| Brian D Fenstermaker         | 6,010 | 124   | 6,134 | 3,907 | 2,103 | 124   | 2,227 |
| James W Calder               | 6,000 | 126   | 6,126 | 2,500 | 3,500 | 126   | 3,626 |
| John M Doneth                | 6,120 |       | 6,120 | 3,978 | 2,142 |       | 2,142 |
| Norman A Hirsch              | 6,120 |       | 6,120 | 3,978 | 2,142 |       | 2,142 |
| Xceed Financial Credit Union | 6,032 | 84    | 6,116 | 3,925 | 2,111 | 76    | 2,187 |
| Gerald J Egermier            | 5,990 | 125   | 6,115 | 1,490 | 4,500 | 125   | 4,625 |
| Daniel M Yuhn                | 6,010 | 104   | 6,114 | 3,010 | 3,000 | 104   | 3,104 |
| David N Gaylor               | 6,010 | 87    | 6,097 | 2,010 | 4,000 | 87    | 4,087 |
| Ruth G Timme                 | 5,970 | 122   | 6,092 | 3,881 | 2,089 | 122   | 2,211 |

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|                    |       |     |       |       |       |     |       |
|--------------------|-------|-----|-------|-------|-------|-----|-------|
| Paul E Fitzpatrick | 5,970 | 119 | 6,089 | 3,000 | 2,970 | 119 | 3,089 |
| Carey M Wolf       | 6,000 | 72  | 6,072 | 2,000 | 4,000 | 72  | 4,072 |

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| Name of Beneficial Owner | Common Stock Beneficially<br>Owned Prior to this<br>Offering<br>Stock<br>Options |                                  |           | Number<br>of<br>Shares<br>Offered | Common Stock Beneficially<br>Owned After This<br>Offering<br>Stock<br>Options |                                  |           |
|--------------------------|--|----------------------------------|-----------|-----------------------------------|---|----------------------------------|-----------|
|                          | Number   | Exercisable<br>within 60<br>days | Aggregate |                                   | Number  | Exercisable<br>within 60<br>days | Aggregate |
| Ann C Frigon             | 5,970  | 100                              | 6,070     | 3,880                             | 2,090   | 100                              | 2,190     |
| Stephen J Tock           | 5,940  | 123                              | 6,063     | 3,840                             | 2,100   | 123                              | 2,223     |
| Michael W Lutz           | 5,920  | 139                              | 6,059     | 3,848                             | 2,072   | 139                              | 2,211     |
| Michael W Frank          | 5,950  | 108                              | 6,058     | 3,868                             | 2,082   | 108                              | 2,190     |
| Gary L Wageman           | 5,930  | 109                              | 6,039     | 3,855                             | 2,075   | 109                              | 2,184     |
| David A Nyquist          | 5,970  | 67                               | 6,037     | 3,881                             | 2,089   | 67                               | 2,156     |
| John A Ehardt            | 5,860  | 176                              | 6,036     | 3,800                             | 2,060   | 176                              | 2,236     |
| Michael D Goostree       | 5,910  | 109                              | 6,019     | 3,842                             | 2,068   | 109                              | 2,177     |
| Timothy J Hamano         | 5,920  | 89                               | 6,009     | 3,848                             | 2,072   | 89                               | 2,161     |
| Dean E West              | 5,900  | 102                              | 6,002     | 3,835                             | 2,065   | 102                              | 2,167     |
| David V Sommers          | 5,890  | 106                              | 5,996     | 3,828                             | 2,062   | 106                              | 2,168     |
| Richard Daniels          | 5,810  | 160                              | 5,970     | 2,905                             | 2,905   | 160                              | 3,065     |
| Suzanne H Christian      | 5,820  | 141                              | 5,961     | 2,820                             | 3,000   | 141                              | 3,141     |
| Richard L Pistulka       | 5,830  | 111                              | 5,941     | 3,780                             | 2,050   | 111                              | 2,161     |
| Robert L Waring          | 5,820  | 118                              | 5,938     | 3,783                             | 2,037   | 118                              | 2,155     |
| Jeffrey C Johnson        | 5,640  | 284                              | 5,924     | 2,140                             | 3,500   | 284                              | 3,784     |
| Nolan B Vosler Jr        | 5,770  | 149                              | 5,919     | 2,400                             | 3,370   | 149                              | 3,519     |
| Bonita L Graff           | 5,760  | 150                              | 5,910     | 3,260                             | 2,500   | 150                              | 2,650     |
| Stephen E Saraiva        | 5,770  | 128                              | 5,898     | 3,468                             | 2,302   | 128                              | 2,430     |
| Mark G Zitzelsberger     | 5,770  | 121                              | 5,891     | 3,750                             | 2,020   | 121                              | 2,141     |
| Kenneth A Sanchez        | 5,760  | 127                              | 5,887     | 3,700                             | 2,060   | 127                              | 2,187     |
| Gary R Menconi           | 5,670  | 209                              | 5,879     | 3,686                             | 1,984   | 209                              | 2,193     |
| Richard L Stone Jr       | 5,770  | 89                               | 5,859     | 3,751                             | 2,019   | 89                               | 2,108     |
| Jerry W Thew             | 5,780  | 71                               | 5,851     | 3,757                             | 2,023   | 71                               | 2,094     |
| Dennis M Scouten         | 5,810  |                                  | 5,810     | 3,777                             | 2,033   |                                  | 2,033     |
| Stephen J Kasa           | 5,730  | 72                               | 5,802     | 2,579                             | 3,151   | 72                               | 3,223     |
| Craig T Verdi            | 5,640  | 129                              | 5,769     | 2,800                             | 2,840   | 129                              | 2,969     |
| John A Willett Jr        | 5,560  | 131                              | 5,691     | 3,614                             | 1,946   | 131                              | 2,077     |
| Bradley E Sheahan        | 5,550  | 138                              | 5,688     | 3,608                             | 1,942   | 138                              | 2,080     |
| Bruce A Altheide         | 5,520  | 164                              | 5,684     | 3,588                             | 1,932   | 164                              | 2,096     |
| William C Larson         | 5,680  |                                  | 5,680     | 3,680                             | 2,000   |                                  | 2,000     |
| David M Brenner          | 5,620  | 59                               | 5,679     | 3,620                             | 2,000   | 59                               | 2,059     |
| William D Frier          | 5,560  | 116                              | 5,676     | 1,500                             | 4,060   | 116                              | 4,176     |
| Thomas E Weinshenker     | 5,520  | 142                              | 5,662     | 2,000                             | 3,520   | 142                              | 3,662     |
| James E Joly             | 5,560  | 91                               | 5,651     | 3,614                             | 1,946   | 91                               | 2,037     |
| Kenneth W Roberts        | 5,540  | 88                               | 5,628     | 650                               | 4,890   | 88                               | 4,978     |
| Thomas D Foy Jr          | 5,490  | 111                              | 5,601     | 3,569                             | 1,921   | 111                              | 2,032     |
| Alan M Rickert           | 5,470  | 123                              | 5,593     | 3,300                             | 2,170   | 123                              | 2,293     |
| Dennis W Stavinoha       | 5,520  | 71                               | 5,591     | 3,520                             | 2,000   | 71                               | 2,071     |

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|                        |       |       |       |       |       |       |       |
|------------------------|-------|-------|-------|-------|-------|-------|-------|
| Janetta L Graber       | 5,480 | 105   | 5,585 | 2,685 | 2,795 | 105   | 2,900 |
| Ursula R Daley         | 5,480 | 102   | 5,582 | 2,500 | 2,980 | 102   | 3,082 |
| John J Meo Jr          | 5,470 | 101   | 5,571 | 3,556 | 1,914 | 101   | 2,015 |
| Jay S Taussig          | 5,520 |       | 5,520 | 3,588 | 1,932 |       | 1,932 |
| Ronald D Davis Jr      | 5,520 |       | 5,520 | 2,684 | 2,836 |       | 2,836 |
| Glenda L Nichols       | 5,520 |       | 5,520 | 2,200 | 3,320 |       | 3,320 |
| Diana G Dorn           |       | 5,500 | 5,500 | 867   |       | 1,925 | 1,925 |
| Andrew G Castiglione   | 5,490 |       | 5,490 | 3,490 | 2,000 |       | 2,000 |
| Richard C Miller       | 5,370 | 119   | 5,489 | 2,148 | 3,222 | 119   | 3,341 |
| Keith E Murphy         | 5,350 | 130   | 5,480 | 2,140 | 3,210 | 130   | 3,340 |
| Louis R Berteotti      | 5,380 | 92    | 5,472 | 2,000 | 3,380 | 92    | 3,472 |
| James M Mabbutt        | 5,300 | 149   | 5,449 | 3,445 | 1,855 | 149   | 2,004 |
| Michael A Reed         | 5,280 | 166   | 5,446 | 1,760 | 3,520 | 166   | 3,686 |
| Frank Fantozzi         | 5,260 | 171   | 5,431 | 3,419 | 1,841 | 171   | 2,012 |
| Michael S Rosen        | 5,420 |       | 5,420 | 2,420 | 3,000 |       | 3,000 |
| Brian J Hood           | 5,280 | 128   | 5,408 | 2,000 | 3,280 | 128   | 3,408 |
| Thomas J Babcock       | 5,250 | 131   | 5,381 | 1,562 | 3,688 | 131   | 3,819 |
| Robert A Young         | 5,250 | 121   | 5,371 | 3,413 | 1,837 | 121   | 1,958 |
| William F Schaffnit Jr | 5,200 | 171   | 5,371 | 1,200 | 4,000 | 171   | 4,171 |
| Gary A Fisher          | 5,370 |       | 5,370 | 3,470 | 1,900 |       | 1,900 |
| Jon M Mcgraw           | 5,330 | 38    | 5,368 | 3,465 | 1,865 | 38    | 1,903 |
| Rick J Roemer          | 5,250 | 112   | 5,362 | 2,500 | 2,750 | 112   | 2,862 |
| Clyde W Moore          | 5,270 | 66    | 5,336 | 3,425 | 1,845 | 66    | 1,911 |
| Robert J Bacino        | 5,140 | 172   | 5,312 | 3,341 | 1,799 | 172   | 1,971 |
| Marvin L Breach        | 5,190 | 114   | 5,304 | 3,374 | 1,816 | 114   | 1,930 |
| Louis P Ingargiola     | 5,090 | 200   | 5,290 | 2,500 | 2,590 | 200   | 2,790 |
| Stephanie L Hayes      | 5,286 |       | 5,286 | 3,436 | 1,850 |       | 1,850 |
| Michael J Daneau       | 5,260 |       | 5,260 | 3,419 | 1,841 |       | 1,841 |
| Dottie K Koontz        | 5,210 | 18    | 5,228 | 2,600 | 2,610 | 18    | 2,628 |
| Paul M Goodworth       | 5,110 | 115   | 5,225 | 3,050 | 2,060 | 115   | 2,175 |
| Donald S Hutchinson    | 5,080 | 132   | 5,212 | 3,302 | 1,778 | 132   | 1,910 |
| Christopher M O Gara   | 5,200 |       | 5,200 | 3,380 | 1,820 |       | 1,820 |
| Roger L Flueckiger     | 5,180 |       | 5,180 | 3,367 | 1,813 |       | 1,813 |
| Stephen L Franklin     | 5,180 |       | 5,180 | 3,367 | 1,813 |       | 1,813 |
| John M Shutowick       | 5,160 |       | 5,160 | 3,354 | 1,806 |       | 1,806 |
| Bradley E Neal         | 5,060 | 94    | 5,154 | 2,560 | 2,500 | 94    | 2,594 |
| Mark A Welch           | 5,130 |       | 5,130 | 1,130 | 4,000 |       | 4,000 |
| Jeffrey T Shaver       | 5,120 |       | 5,120 | 3,300 | 1,820 |       | 1,820 |
| Wayne A Jacobson       | 4,980 | 84    | 5,064 | 3,237 | 1,743 | 84    | 1,827 |
| Thomas Eschmann        | 4,930 | 130   | 5,060 | 2,930 | 2,000 | 130   | 2,130 |
| Charles W Ready        | 4,940 | 113   | 5,053 | 3,211 | 1,729 | 113   | 1,842 |
| Nghi T Ho              | 5,050 |       | 5,050 | 3,000 | 2,050 |       | 2,050 |
| Jeffrey L Draughon     | 4,870 | 178   | 5,048 | 3,166 | 1,704 | 178   | 1,882 |
| Lester D Butler Jr     | 5,000 | 27    | 5,027 | 3,250 | 1,750 | 27    | 1,777 |
| Rodger D Jordan        | 5,020 |       | 5,020 | 1,000 | 4,020 |       | 4,020 |
| Cory J Watson          | 4,870 | 149   | 5,019 | 3,166 | 1,704 | 149   | 1,853 |
| Michael P Murray       |       | 5,018 | 5,018 | 84    |       | 4,718 | 4,718 |
| Christopher J Wagner   | 4,980 | 37    | 5,017 | 3,237 | 1,743 | 37    | 1,780 |
| Daniel P Barbiero      | 4,880 | 134   | 5,014 | 2,440 | 2,440 | 134   | 2,574 |
| Richard F Berry Jr     | 5,000 | 10    | 5,010 | 3,250 | 1,750 | 10    | 1,760 |
| Howard D O Kelly       |       | 5,010 | 5,010 | 3,068 |       | 1,753 | 1,753 |

|                     |       |       |       |       |       |
|---------------------|-------|-------|-------|-------|-------|
| Jacqueline A Teague | 5,010 | 5,010 | 2,344 | 2,510 | 2,510 |
|---------------------|-------|-------|-------|-------|-------|

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| Name of Beneficial Owner | Common Stock Beneficially<br>Owned Prior to this<br>Offering<br>Stock<br>Options |                                  |           | Number<br>of<br>Shares<br>Offered | Common Stock Beneficially<br>Owned After This<br>Offering<br>Stock<br>Options |                                  |           |
|--------------------------|--|----------------------------------|-----------|-----------------------------------|---|----------------------------------|-----------|
|                          | Number   | Exercisable<br>within 60<br>days | Aggregate |                                   | Number  | Exercisable<br>within 60<br>days | Aggregate |
| Joseph W Moyer           | 4,890  | 115                              | 5,005     | 3,179                             | 1,711   | 115                              | 1,826     |
| Joseph P Young           | 5,000  |                                  | 5,000     | 3,250                             | 1,750   |                                  | 1,750     |
| Elizabeth F Warrem       |  | 5,000                            | 5,000     | 525                               |   | 2,075                            | 2,075     |
| Aaron M Smith            | 4,980  | 17                               | 4,997     | 3,237                             | 1,743   | 17                               | 1,760     |
| Stuart J Pastrich        | 4,870  | 123                              | 4,993     | 2,870                             | 2,000   | 123                              | 2,123     |
| Brian J Teichman         | 4,890  | 101                              | 4,991     | 2,445                             | 2,445   | 101                              | 2,546     |
| David A Ziegler          | 4,990  |                                  | 4,990     | 3,244                             | 1,746   |                                  | 1,746     |
| David B Niles            | 4,910  | 45                               | 4,955     | 2,900                             | 2,010   | 45                               | 2,055     |
| Gregory A Powell         | 4,860  | 91                               | 4,951     | 2,430                             | 2,430   | 91                               | 2,521     |
| Michael E Lehman         | 4,870  | 32                               | 4,902     | 1,000                             | 3,870   | 32                               | 3,902     |
| Rodger F Hargear         | 4,830  | 65                               | 4,895     | 3,140                             | 1,690   | 65                               | 1,755     |
| Patty J Laplant          | 4,850  |                                  | 4,850     | 1,500                             | 3,350   |                                  | 3,350     |
| William C Westcott       | 4,670  | 175                              | 4,845     | 3,036                             | 1,634   | 175                              | 1,809     |
| Alexander Paul           | 4,650  | 187                              | 4,837     | 3,023                             | 1,627   | 187                              | 1,814     |
| Scott G Holley           | 4,670  | 152                              | 4,822     | 3,035                             | 1,635   | 152                              | 1,787     |
| Jeffrey E Letendre       | 4,780  | 41                               | 4,821     | 3,000                             | 1,780   | 41                               | 1,821     |
| Patrick B Morrow         | 4,620  | 180                              | 4,800     | 3,003                             | 1,617   | 180                              | 1,797     |
| Daniel P Hazewski        | 4,620  | 133                              | 4,753     | 1,600                             | 3,020   | 133                              | 3,153     |
| Arthur P Colamarino      | 4,650  | 48                               | 4,698     | 3,023                             | 1,627   | 48                               | 1,675     |
| Garren J Sepede          | 4,510  | 173                              | 4,683     | 2,932                             | 1,578   | 173                              | 1,751     |
| Elyssa C Lamoureux       |  | 4,670                            | 4,670     | 2,220                             |   | 2,335                            | 2,335     |
| Thomas R Berry           | 4,520  | 146                              | 4,666     | 2,938                             | 1,582   | 146                              | 1,728     |
| Mario E Osorio           | 4,590  | 71                               | 4,661     | 1,250                             | 3,340   | 71                               | 3,411     |
| Kathy A Howe             | 4,470  | 189                              | 4,659     | 2,270                             | 2,200   | 189                              | 2,389     |
| Paul M Hoghaug           | 4,540  | 96                               | 4,636     | 2,940                             | 1,600   | 96                               | 1,696     |
| Richard L Terrill        | 4,520  | 115                              | 4,635     | 2,260                             | 2,260   | 115                              | 2,375     |
| Scott W Doll             | 4,560  | 47                               | 4,607     | 2,964                             | 1,596   | 47                               | 1,643     |
| Dominic Nori             | 4,420  | 147                              | 4,567     | 2,000                             | 2,420   | 147                              | 2,567     |
| William T Puplava        | 4,540  | 26                               | 4,566     | 2,040                             | 2,500   | 26                               | 2,526     |
| Richard L Greene         | 4,420  | 124                              | 4,544     | 2,873                             | 1,547   | 124                              | 1,671     |
| David A Yaegers          | 4,520  |                                  | 4,520     | 520                               | 4,000   |                                  | 4,000     |
| Scott P Laruez Sr        | 4,500  |                                  | 4,500     | 2,925                             | 1,575   |                                  | 1,575     |
| William A Mcdonough      | 4,370  | 104                              | 4,474     | 2,000                             | 2,370   | 104                              | 2,474     |
| Eric J Vincent           | 4,400  | 68                               | 4,468     | 2,860                             | 1,540   | 68                               | 1,608     |
| Ron D Brown Jr           | 4,350  | 115                              | 4,465     | 2,827                             | 1,523   | 115                              | 1,638     |
| Lawrence J Donna         | 4,370  | 92                               | 4,462     | 2,841                             | 1,529   | 92                               | 1,621     |
| Lisa A Bodine            | 4,220  | 235                              | 4,455     | 1,772                             | 2,448   | 235                              | 2,683     |
| Robert A Guy             | 4,330  | 107                              | 4,437     | 2,815                             | 1,515   | 107                              | 1,622     |
| Michael A Kincheloe      | 4,360  | 61                               | 4,421     | 2,834                             | 1,526   | 61                               | 1,587     |

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|                       |       |       |       |       |       |       |       |
|-----------------------|-------|-------|-------|-------|-------|-------|-------|
| James A Nelson        | 4,260 | 130   | 4,390 | 2,769 | 1,491 | 130   | 1,621 |
| Jerry R Gray          | 4,260 | 124   | 4,384 | 2,769 | 1,491 | 124   | 1,615 |
| Bruce I Heymont       | 4,250 | 117   | 4,367 | 2,125 | 2,125 | 117   | 2,242 |
| Michelle R Zanoni     | 3,340 | 1,000 | 4,340 | 2,821 | 519   | 1,000 | 1,519 |
| Richard P Crean       | 4,200 | 138   | 4,338 | 2,730 | 1,470 | 138   | 1,608 |
| Timothy C Byers       | 4,330 |       | 4,330 | 1,330 | 3,000 |       | 3,000 |
| Vincent A Pallitto Jr | 4,130 | 194   | 4,324 | 2,630 | 1,500 | 194   | 1,694 |
| Carroll J Domangue Jr | 4,200 | 117   | 4,317 | 2,730 | 1,470 | 117   | 1,587 |
| Bruce A Sanborn       | 4,190 | 92    | 4,282 | 1,400 | 2,790 | 92    | 2,882 |
| Alan J Webb           | 4,280 |       | 4,280 | 2,782 | 1,498 |       | 1,498 |
| Herbert C Cumming Jr  | 4,270 |       | 4,270 | 2,776 | 1,494 |       | 1,494 |
| Michael D Allard      | 4,040 | 228   | 4,268 | 2,000 | 2,040 | 228   | 2,268 |
| Kameron J Carlson     | 4,250 | 17    | 4,267 | 2,763 | 1,487 | 17    | 1,504 |
| John M Abood          | 4,170 | 95    | 4,265 | 2,711 | 1,459 | 95    | 1,554 |
| Richard T Curran      | 4,210 | 51    | 4,261 | 2,737 | 1,473 | 51    | 1,524 |
| Nancy A Carlson       | 4,250 |       | 4,250 | 2,763 | 1,487 |       | 1,487 |
| Gordon L Nelson       | 4,090 | 129   | 4,219 | 2,659 | 1,431 | 129   | 1,560 |
| Scott E Grooms        | 4,100 | 115   | 4,215 | 2,665 | 1,435 | 115   | 1,550 |
| James W Blazek        | 4,180 | 12    | 4,192 | 2,717 | 1,463 | 12    | 1,475 |
| Robert E Nichols      | 4,120 | 65    | 4,185 | 1,100 | 3,020 | 65    | 3,085 |
| Paul S Thomas         | 4,180 |       | 4,180 | 2,717 | 1,463 |       | 1,463 |
| Robert D Kantor       | 4,040 | 137   | 4,177 | 2,363 | 1,677 | 137   | 1,814 |
| Robert A Garcia       | 4,040 | 128   | 4,168 | 2,500 | 1,540 | 128   | 1,668 |
| Laurence E Lof        | 4,150 |       | 4,150 | 2,698 | 1,452 |       | 1,452 |
| Samuel S Racster      | 4,060 | 64    | 4,124 | 2,639 | 1,421 | 64    | 1,485 |
| Charles W Maxim       | 3,970 | 105   | 4,075 | 2,370 | 1,600 | 105   | 1,705 |
| Nazanin N Ghabai      |       | 4,040 | 4,040 | 1,907 | 1,169 | 700   | 1,869 |
| William S Temm Jr     | 3,910 | 125   | 4,035 | 1,955 | 1,955 | 125   | 2,080 |
| Lester H Lee Jr       | 3,910 | 123   | 4,033 | 2,542 | 1,368 | 123   | 1,491 |
| Richard J Ruba        | 3,880 | 141   | 4,021 | 2,522 | 1,358 | 141   | 1,499 |
| Ralph H Stowell       |       | 4,000 | 4,000 | 143   |       | 2,050 | 2,050 |
| Melvin S Goldstein    | 3,780 | 123   | 3,903 | 1,900 | 1,880 | 123   | 2,003 |
| Rick R Moore          | 3,900 |       | 3,900 | 2,535 | 1,365 |       | 1,365 |
| William M Guess       | 3,850 | 47    | 3,897 | 1,200 | 2,650 | 47    | 2,697 |
| Douglas J Labar       | 3,810 | 83    | 3,893 | 2,410 | 1,400 | 83    | 1,483 |
| Sean D Patikas-Hunter | 3,820 | 73    | 3,893 | 1,500 | 2,320 | 73    | 2,393 |
| James M Frawley       | 3,740 | 149   | 3,889 | 1,740 | 2,000 | 149   | 2,149 |
| Jonathan A Blumenthal | 3,710 | 163   | 3,873 | 2,412 | 1,298 | 163   | 1,461 |
| William J Haskins     | 3,730 | 103   | 3,833 | 2,425 | 1,305 | 103   | 1,408 |
| Paul K Kiker Jr       | 3,720 | 82    | 3,802 | 2,418 | 1,302 | 82    | 1,384 |
| Ronald Mazzarella     | 3,760 | 30    | 3,790 | 2,444 | 1,316 | 30    | 1,346 |
| John P Keeney         | 3,500 | 250   | 3,750 | 1,000 | 2,500 | 250   | 2,750 |
| Sarah B Cannon        | 3,740 |       | 3,740 | 2,431 | 1,309 |       | 1,309 |
| Toby J Lafont         | 3,640 | 99    | 3,739 | 2,366 | 1,274 | 99    | 1,373 |
| Gregory A Korbekian   | 3,730 |       | 3,730 | 2,425 | 1,305 |       | 1,305 |
| Ricky A Meyer         | 3,560 | 169   | 3,729 | 2,314 | 1,246 | 169   | 1,415 |
| David R Steckler      | 3,720 |       | 3,720 | 2,400 | 1,320 |       | 1,320 |
| Michael D Haverkamp   | 3,560 | 142   | 3,702 | 2,300 | 1,260 | 142   | 1,402 |
| Richard D Pecson      | 3,590 | 97    | 3,687 | 2,000 | 1,590 | 97    | 1,687 |
| Stephen L Temple      | 3,620 | 42    | 3,662 | 2,353 | 1,267 | 42    | 1,309 |
| Grant E Hartvigson    | 3,530 | 131   | 3,661 | 700   | 2,830 | 131   | 2,961 |

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|                  |       |     |       |       |       |     |       |
|------------------|-------|-----|-------|-------|-------|-----|-------|
| Timothy H Mebane | 3,530 | 130 | 3,660 | 1,059 | 2,471 | 130 | 2,601 |
|------------------|-------|-----|-------|-------|-------|-----|-------|

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| Name of Beneficial Owner | Common Stock Beneficially<br>Owned Prior to this<br>Offering<br>Stock<br>Options |                                  |           | Number<br>of<br>Shares<br>Offered | Common Stock Beneficially<br>Owned After This<br>Offering<br>Stock<br>Options |                                  |           |
|--------------------------|--|----------------------------------|-----------|-----------------------------------|---|----------------------------------|-----------|
|                          | Number   | Exercisable<br>within 60<br>days | Aggregate |                                   | Number  | Exercisable<br>within 60<br>days | Aggregate |
| Lee R Donais             | 3,650  |                                  | 3,650     | 2,372                             |   | 1,278                            | 1,278     |
| William N Scanlon        | 3,560  | 77                               | 3,637     | 2,314                             |   | 1,246                            | 1,323     |
| Eric D Roth Jr           | 3,520  | 113                              | 3,633     | 2,288                             |   | 1,232                            | 1,345     |
| William R Flynn          | 3,500  | 117                              | 3,617     | 2,000                             |   | 1,500                            | 1,617     |
| Kirby L Horan            |  | 3,600                            | 3,600     | 113                               |   | 2,300                            | 2,300     |
| Marc C Davis             | 3,460  | 129                              | 3,589     | 2,249                             |   | 1,211                            | 1,340     |
| Peggy W Lyon             | 3,430  | 111                              | 3,541     | 2,230                             |   | 1,200                            | 1,311     |
| Alexander S Lambros Jr   | 3,530  |                                  | 3,530     | 2,295                             |   | 1,235                            | 1,235     |
| Jacqueline J Lambros     | 3,530  |                                  | 3,530     | 2,295                             |   | 1,235                            | 1,235     |
| Scott W Yanker           | 3,380  | 133                              | 3,513     | 1,400                             |   | 1,980                            | 2,113     |
| Charles J Larocca        | 3,390  | 117                              | 3,507     | 1,890                             |   | 1,500                            | 1,617     |
| Robert J Comeaux Jr      | 3,400  | 105                              | 3,505     | 2,210                             |   | 1,190                            | 1,295     |
| Andrew D Lang            | 3,390  | 78                               | 3,468     | 390                               |   | 3,000                            | 3,078     |
| Gregory M Thorn          | 3,330  | 124                              | 3,454     | 2,165                             |   | 1,165                            | 1,289     |
| Mark A Peck              | 3,310  | 74                               | 3,384     | 2,150                             |   | 1,160                            | 1,234     |
| Gregory S Tarr           | 3,290  | 91                               | 3,381     | 2,100                             |   | 1,190                            | 1,281     |
| Trudy L Leen             | 3,300  | 59                               | 3,359     | 2,145                             |   | 1,155                            | 1,214     |
| Perry D Dougherty        | 3,220  | 128                              | 3,348     | 1,130                             |   | 2,090                            | 2,218     |
| Marlo T Cote             |  | 3,340                            | 3,340     | 2,035                             |   | 1,169                            | 1,169     |
| Cezar Cruel              |  | 3,340                            | 3,340     | 2,035                             |   | 1,169                            | 1,169     |
| Joseph S Mulkern         |  | 3,340                            | 3,340     | 1,999                             |   | 1,169                            | 1,169     |
| Timothy Murray           |  | 3,340                            | 3,340     | 1,999                             |   | 1,169                            | 1,169     |
| Michael S Lincoln        | 3,110  | 191                              | 3,301     | 1,000                             |   | 2,110                            | 2,301     |
| James F Steen            | 3,220  | 63                               | 3,283     | 2,000                             |   | 1,220                            | 1,283     |
| Keith D Green            | 3,260  | 21                               | 3,281     | 2,000                             |   | 1,260                            | 1,281     |
| Brian H Anderson         | 3,260  |                                  | 3,260     | 2,119                             |   | 1,141                            | 1,141     |
| Francis C Bogacz         | 3,240  | 15                               | 3,255     | 2,106                             |   | 1,134                            | 1,149     |
| Roger L Wilson           | 3,140  | 114                              | 3,254     | 1,570                             |   | 1,570                            | 1,684     |
| Wallace C Burgoyne Jr    | 3,040  | 206                              | 3,246     | 1,700                             |   | 1,340                            | 1,546     |
| Thomas E Pewitt          | 3,240  |                                  | 3,240     | 2,106                             |   | 1,134                            | 1,134     |
| Gregg C Buxton           | 3,190  | 42                               | 3,232     | 2,073                             |   | 1,117                            | 1,159     |
| Jerome Krantz            | 3,080  | 80                               | 3,160     | 2,002                             |   | 1,078                            | 1,158     |
| Terry L Hoppes           | 3,080  | 75                               | 3,155     | 2,002                             |   | 1,078                            | 1,153     |
| Tracy A Strous           | 3,010  | 122                              | 3,132     | 1,500                             |   | 1,510                            | 1,632     |
| Timothy J Mardin         | 3,000  | 126                              | 3,126     | 1,950                             |   | 1,050                            | 1,176     |
| Patrick K Crimmins       | 3,100  |                                  | 3,100     | 1,500                             |   | 1,600                            | 1,600     |
| Richard L Carman         | 2,990  | 87                               | 3,077     | 1,944                             |   | 1,046                            | 1,133     |
| Todd R Walsh             | 3,060  |                                  | 3,060     | 1,989                             |   | 1,071                            | 1,071     |
| Joseph I Rosenberger     | 2,940  | 119                              | 3,059     | 940                               |   | 2,000                            | 2,119     |

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|  |       |       |       |       |       |       |       |
|--|-------|-------|-------|-------|-------|-------|-------|
| Michael F Macrory                              | 2,940 | 116   | 3,056 | 1,911 | 1,029 | 116   | 1,145 |
| Paul Clayton                                   | 3,020 |       | 3,020 | 1,963 | 1,057 |       | 1,057 |
| Allison L Couch                                |       | 3,000 | 3,000 | 223   |       | 2,350 | 2,350 |
| Scott E Vock                                   |       | 3,000 | 3,000 | 143   |       | 1,050 | 1,050 |
| Maura M Kautsky                                |       | 3,000 | 3,000 | 134   |       | 1,800 | 1,800 |
| Francis L Schmittinger                         | 2,990 |       | 2,990 | 1,944 | 1,046 |       | 1,046 |
| Raymond A Erker                                | 2,980 |       | 2,980 | 1,937 | 1,043 |       | 1,043 |
| Robert J Holdford                              | 2,880 | 57    | 2,937 | 1,872 | 1,008 | 57    | 1,065 |
| Michigan<br>Schools/Government Credit<br>Union | 2,924 |       | 2,924 | 1,901 | 1,023 |       | 1,023 |
| Edward L Marmande                              | 2,900 |       | 2,900 | 1,885 | 1,015 |       | 1,015 |
| Nabil S Abdelhamid                             | 2,840 | 44    | 2,884 | 1,840 | 1,000 | 44    | 1,044 |
| Vincent Morris                                 | 2,880 |       | 2,880 | 1,872 | 1,008 |       | 1,008 |
| Adam J Tobin                                   | 2,880 |       | 2,880 | 1,872 | 1,008 |       | 1,008 |
| Michael D Beach                                | 2,860 |       | 2,860 | 1,859 | 1,001 |       | 1,001 |
| Salvatore P Ventimiglia                        | 2,810 | 47    | 2,857 | 610   | 2,200 | 47    | 2,247 |
| Poonum Vasisht                                 | 2,750 | 82    | 2,832 | 800   | 1,950 | 82    | 2,032 |
| Duncan E Chun                                  | 2,810 | 5     | 2,815 | 1,810 | 1,000 | 5     | 1,005 |
| Ryan T Smyth                                   |       | 2,800 | 2,800 | 134   |       | 980   | 980   |
| Donald W Ferguson Jr                           | 2,790 |       | 2,790 | 1,395 | 1,395 |       | 1,395 |
| Mark A Dunn                                    | 2,690 | 99    | 2,789 | 1,600 | 1,090 | 99    | 1,189 |
| Roger J Houston                                | 2,690 | 80    | 2,770 | 675   | 2,015 | 80    | 2,095 |
| Kenneth W Arutunian                            | 2,720 |       | 2,720 | 1,768 | 952   |       | 952   |
| Michael L Rosenberg                            | 2,600 | 88    | 2,688 | 1,690 | 910   | 88    | 998   |
| SAFE Credit Union                              | 2,686 |       | 2,686 | 1,746 | 940   |       | 940   |
| Leo Iacobelli                                  | 2,680 |       | 2,680 | 1,742 | 938   |       | 938   |
| Jon K Cook                                     | 2,670 |       | 2,670 | 1,736 | 934   |       | 934   |
| Anthony B Clement                              | 2,540 | 36    | 2,576 | 840   | 1,700 | 36    | 1,736 |
| Patricia O Kusek                               | 2,570 |       | 2,570 | 1,200 | 1,370 |       | 1,370 |
| Craig Watts                                    | 2,520 |       | 2,520 | 1,520 | 1,000 |       | 1,000 |
| Richard M Marzano                              | 2,510 |       | 2,510 | 510   | 2,000 |       | 2,000 |
| Gary J Deardorff                               | 2,500 |       | 2,500 | 1,625 | 875   |       | 875   |
| Eric J Batey                                   | 2,460 |       | 2,460 | 600   | 1,860 |       | 1,860 |
| Randy Kinchen                                  | 2,430 |       | 2,430 | 1,580 | 850   |       | 850   |
| The Golden 1 Credit Union                      | 2,011 | 171   | 2,182 | 1,322 | 704   | 134   | 838   |
| B. David Goldstein                             | 2,170 |       | 2,170 | 1,411 | 759   |       | 759   |
| Premier America Credit<br>Union                | 2,011 | 32    | 2,043 | 1,307 | 704   | 32    | 736   |
| Western Corporate Federal<br>Credit Union      | 2,011 |       | 2,011 | 1,307 | 704   |       | 704   |
| Michael W Anderson                             |       | 2,000 | 2,000 | 37    |       | 1,500 | 1,500 |
| Jeff A Schuetts                                | 1,990 |       | 1,990 | 990   | 1,000 |       | 1,000 |
| Michael V Biggs                                | 1,960 |       | 1,960 | 1,274 | 686   |       | 686   |
| Eli Lilly Federal Credit<br>Union              | 1,810 |       | 1,810 | 1,177 | 633   |       | 633   |
| USE Credit Union                               | 1,810 |       | 1,810 | 1,177 | 633   |       | 633   |
| Kristen S Whisnant                             |       | 1,800 | 1,800 | 50    |       | 1,280 | 1,280 |
| Nicolina A Stewart                             | 1,780 |       | 1,780 | 1,157 | 623   |       | 623   |
| Kevin W Lange                                  | 1,460 | 284   | 1,744 | 949   | 511   | 284   | 795   |
| Roger A Clarkson                               | 1,720 | 21    | 1,741 | 1,118 | 602   | 21    | 623   |

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|                   |       |       |       |     |     |       |       |
|-------------------|-------|-------|-------|-----|-----|-------|-------|
| Scott Sinclair    |       | 1,700 | 1,700 | 57  |     | 1,050 | 1,050 |
| Erin P Casey      |       | 1,600 | 1,600 | 260 |     | 950   | 950   |
| Robert Rogerson   | 1,370 | 217   | 1,587 | 754 | 616 | 217   | 833   |
| David J Mcmenamin | 1,420 | 126   | 1,546 | 923 | 497 | 126   | 623   |
| Laura S Sexton    |       | 1,500 | 1,500 | 57  |     | 850   | 850   |
| Kerry A Pierce    |       | 1,500 | 1,500 | 44  |     | 1,000 | 1,000 |

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| Name of Beneficial Owner | Common Stock Beneficially Owned<br>Prior to this<br>Offering<br>Stock<br>Options |                                  |           |                                | Common Stock Beneficially<br>Owned After This<br>Offering<br>Stock<br>Options |                                  |           |  |
|--------------------------|--|----------------------------------|-----------|--------------------------------|---|----------------------------------|-----------|--|
|                          | Number   | Exercisable<br>within 60<br>days | Aggregate | Number of<br>Shares<br>Offered | Number  | Exercisable<br>within 60<br>days | Aggregate |  |
| David A Caruso           | 1,280  | 209                              | 1,489     | 400                            | 880   | 209                              | 1,089     |  |
| Gregory R Powell         | 1,220  | 219                              | 1,439     | 793                            | 427   | 219                              | 646       |  |
| Stuart Ng                | 1,230  | 114                              | 1,344     | 630                            | 600   | 114                              | 714       |  |
| Sharon M Olson           | 1,130  | 151                              | 1,281     | 725                            | 405   | 151                              | 556       |  |
| Daniel J Smith           | 1,130  | 146                              | 1,276     | 550                            | 580   | 146                              | 726       |  |
| Wayne D Wagner Jr        | 1,110  | 138                              | 1,248     | 222                            | 888   | 138                              | 1,026     |  |
| Merton C Cawood          | 1,110  | 128                              | 1,238     | 722                            | 388   | 128                              | 516       |  |
| Wealth Enhancement Group |  | 1,201                            | 1,201     | 155                            |   | 640                              | 640       |  |
| Dushyant J Shah          | 1,060  | 102                              | 1,162     | 530                            | 530   | 102                              | 632       |  |
| Eric C Lee               | 990  | 137                              | 1,127     | 644                            | 346   | 137                              | 483       |  |
| Michael W Cartwright     | 1,020  | 71                               | 1,091     | 663                            | 357   | 71                               | 428       |  |
| Carlas B Allgood         | 990  | 101                              | 1,091     | 590                            | 400   | 101                              | 501       |  |
| Kevin J Halloran         | 890  | 201                              | 1,091     | 390                            | 500   | 201                              | 701       |  |
| Clark L Permann          | 920  | 144                              | 1,064     | 598                            | 322   | 144                              | 466       |  |
| Meredith E Flautt Jr     | 930  | 128                              | 1,058     | 605                            | 325   | 128                              | 453       |  |
| Thomas C Stefaniak       | 910  | 128                              | 1,038     | 590                            | 320   | 128                              | 448       |  |
| Robert B Glenn           | 910  | 117                              | 1,027     | 592                            | 318   | 117                              | 435       |  |
| John W Hardy Jr          | 880  | 146                              | 1,026     | 572                            | 308   | 146                              | 454       |  |
| Craig A Horner           | 1,020  |                                  | 1,020     | 663                            | 357   |                                  | 357       |  |
| William P Tyler Jr       | 790  | 227                              | 1,017     | 370                            | 420   | 227                              | 647       |  |
| Thomas A Konkowski       | 1,010  |                                  | 1,010     | 657                            | 353   |                                  | 353       |  |
| Jo-Anne K Graham         | 870  | 139                              | 1,009     | 566                            | 304   | 139                              | 443       |  |
| Barbara Foster           |  | 1,000                            | 1,000     | 48                             |   | 350                              | 350       |  |
| Abdiel A Valenzuela      |  | 1,000                            | 1,000     | 48                             |   | 350                              | 350       |  |
| Brian V Kearns           | 850  | 141                              | 991       | 550                            | 300   | 141                              | 441       |  |
| Marc A Neville           | 940  | 47                               | 987       | 611                            | 329   | 47                               | 376       |  |
| Ronald A Wrobel          | 910  | 71                               | 981       | 300                            | 610   | 71                               | 681       |  |
| Mark G Trevenna          | 970  |                                  | 970       | 620                            | 350   |                                  | 350       |  |
| Henry E Kramarski        | 960  |                                  | 960       | 624                            | 336   |                                  | 336       |  |
| Edward G Martell         | 880  | 80                               | 960       | 572                            | 308   | 80                               | 388       |  |
| Angus G Mceachran III    | 770  | 190                              | 960       | 501                            | 269   | 190                              | 459       |  |
| Scott J Kleiman          | 840  | 109                              | 949       | 546                            | 294   | 109                              | 403       |  |
| Jason C Holt             | 780  | 169                              | 949       | 350                            | 430   | 169                              | 599       |  |
| Marybeth Moran           | 940  |                                  | 940       | 611                            | 329   |                                  | 329       |  |
| James A Helfinstine      | 840  | 85                               | 925       | 440                            | 400   | 85                               | 485       |  |
| Southland Credit Union   | 905  |                                  | 905       | 588                            | 317   |                                  | 317       |  |
| Donald A Rich            | 780  | 117                              | 897       | 300                            | 480   | 117                              | 597       |  |
| Ricky E Johnson          | 720  | 176                              | 896       | 468                            | 252   | 176                              | 428       |  |
| James R Siegfried        | 720  | 167                              | 887       | 468                            | 252   | 167                              | 419       |  |
| Teresa L Flynn           | 870  |                                  | 870       | 566                            | 304   |                                  | 304       |  |

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|                                 |     |     |     |     |     |     |     |
|---------------------------------|-----|-----|-----|-----|-----|-----|-----|
| Fran Cunningham                 | 850 |     | 850 | 500 | 350 |     | 350 |
| Robert L Errico                 | 670 | 174 | 844 | 436 | 234 | 174 | 408 |
| Ronnie M Bloom                  | 720 | 113 | 833 | 468 | 252 | 113 | 365 |
| Gary D Russell                  | 740 | 91  | 831 | 480 | 260 | 91  | 351 |
| Larry J Smith                   | 600 | 222 | 822 | 300 | 300 | 222 | 522 |
| Thomas W Drouin                 | 770 |     | 770 | 501 | 269 |     | 269 |
| Christopher L Boggs             | 610 | 158 | 768 | 200 | 410 | 158 | 568 |
| Nicholas M Orobello             | 650 | 96  | 746 | 423 | 227 | 96  | 323 |
| Daniel F Eckert                 | 720 |     | 720 | 468 | 252 |     | 252 |
| James E Hendries                | 660 | 60  | 720 | 429 | 231 | 60  | 291 |
| David W Boniface Sr             | 560 | 114 | 674 | 300 | 260 | 114 | 374 |
| Michael W Creatore              | 660 |     | 660 | 429 | 231 |     | 231 |
| Michael P Amico                 | 640 |     | 640 | 416 | 224 |     | 224 |
| Gary N Holland                  | 620 |     | 620 | 403 | 217 |     | 217 |
| Russell C Johnson III           | 450 | 169 | 619 | 250 | 200 | 169 | 369 |
| Lori K Lambert                  | 510 | 104 | 614 | 332 | 178 | 104 | 282 |
| Bobby L Yount                   | 580 | 20  | 600 | 377 | 203 | 20  | 223 |
| Michael J Miller                |     | 600 | 600 | 23  |     | 340 | 340 |
| Robin L Weber                   |     | 600 | 600 | 23  |     | 340 | 340 |
| Michael P Jacobs                | 470 | 126 | 596 | 295 | 175 | 126 | 301 |
| Geal F Talbert                  | 480 | 103 | 583 | 312 | 168 | 103 | 271 |
| Mark A Larimore                 | 440 | 141 | 581 | 140 | 300 | 141 | 441 |
| Geoffrey A Lanceley             | 460 | 103 | 563 | 299 | 161 | 103 | 264 |
| Jeffrey R Karp                  | 420 | 115 | 535 | 150 | 270 | 115 | 385 |
| Ralph D Burnett                 | 480 | 49  | 529 | 312 | 168 | 49  | 217 |
| Sandra C Henderson              |     | 500 | 500 | 24  |     | 175 | 175 |
| Everette L Talbot               | 370 | 127 | 497 | 241 | 129 | 127 | 256 |
| Roger A Pugh                    | 430 | 61  | 491 | 280 | 150 | 61  | 211 |
| Jerry L Emmons                  | 380 | 109 | 489 | 247 | 133 | 109 | 242 |
| Jason J Croix                   | 350 | 109 | 459 | 225 | 125 | 109 | 234 |
| David J Brady                   | 440 |     | 440 | 250 | 190 |     | 190 |
| Jerry D Reder Jr                | 390 | 43  | 433 | 190 | 200 | 43  | 243 |
| Gary A Richman                  | 380 | 43  | 423 | 247 | 133 | 43  | 176 |
| Steven K Atkins                 | 380 | 30  | 410 | 247 | 133 | 30  | 163 |
| David S Dixon                   | 350 | 59  | 409 | 200 | 150 | 59  | 209 |
| Thomas P Furlong                | 290 | 110 | 400 | 189 | 101 | 110 | 211 |
| Steven G Crawford               | 290 | 100 | 390 | 189 | 101 | 100 | 201 |
| Keith W Somers                  | 310 | 53  | 363 | 202 | 108 | 53  | 161 |
| Esl Investment Services<br>LLC. |     | 342 | 342 | 25  |     | 213 | 213 |
| Paul R Hammersmith              | 260 | 75  | 335 | 169 | 91  | 75  | 166 |
| Michael E Sbonik                | 260 | 69  | 329 | 169 | 91  | 69  | 160 |
| Peter C Covino, III             | 320 |     | 320 | 208 | 112 |     | 112 |
| Kenneth Diccico                 | 310 |     | 310 | 200 | 110 |     | 110 |
| Amanda J Jarvis                 |     | 300 | 300 | 17  |     | 105 | 105 |
| James E Secker                  | 290 |     | 290 | 145 | 145 |     | 145 |
| John A Gaines                   | 280 |     | 280 | 182 | 98  |     | 98  |
| North Island Credit Union       |     | 225 | 225 | 7   |     | 160 | 160 |
| East West Bank                  |     | 182 | 182 | 19  |     | 87  | 87  |
| Jeffrey J Vincent               | 166 |     | 166 | 106 | 60  |     | 60  |
| Superior Fed. Credit Union      |     | 91  | 91  | 12  |     | 44  | 44  |



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|                                     |           |           |            |           |           |           |           |
|-------------------------------------|-----------|-----------|------------|-----------|-----------|-----------|-----------|
| Omni American Bank                  | 84        | 84        | 13         | 29        | 29        |           |           |
| Bank Of Clarke County               | 74        | 74        | 8          | 36        | 36        |           |           |
| CNB Bank                            | 22        | 22        | 2          | 8         | 8         |           |           |
| Bethpage Federal Credit Union       | 15        | 15        | 4          | 5         | 5         |           |           |
| People s Trust Federal Credit Union | 13        | 13        | 4          | 4         | 4         |           |           |
|                                     | 6,807,914 | 6,299,020 | 13,106,934 | 6,705,286 | 3,675,505 | 2,464,512 | 6,140,017 |

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**LPL INVESTMENT HOLDINGS INC.**

(Registrant)

Date: November 17, 2010

/s/ Mark S. Casady

Mark S. Casady  
*Chief Executive Officer and Chairman*