

LPL Investment Holdings Inc.

Form 8-K

November 03, 2010

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Item 8.01. Other Events.

SIGNATURE

Table of Contents**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).

For each of the selling stockholders listed below, to the extent such selling stockholder is exercising options or warrants on a cashless basis in order to participate in the offering, we have assumed a net exercise price based on the assumed initial public offering price of \$28.50 per share, which is the midpoint of the range listed on the cover page of the prospectus included in the Registration Statement. A \$1.00 increase in the assumed initial public offering price of \$28.50 per share would increase the aggregate number of shares sold by the selling stockholders listed in the Registration Statement and below by 29,230. A \$1.00 decrease in the assumed initial public offering price of \$28.50 per share would decrease the aggregate number of shares sold by the selling stockholders listed in the Registration Statement and below by 31,346.

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.

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.

| Name of Beneficial Owner | Common Stock Beneficially Owned Prior to this Offering | | | Number of Shares Offered | Common Stock Beneficially Owned After This | | | |
|---|---|----------------------------------|-----------|-----------------------------------|---|---------|----------------------------------|-----------|
| | Number | Stock Options | | | Offering Stock Options | Number | Offering Stock Options | |
| | | Exercisable within 60 days | Aggregate | | | | Exercisable within 60 days | Aggregate |
| Rochelle L Putnam | | 734,700 | 734,700 | 368,039 | 327,373 | | 327,373 | |
| Scott M Miller | | 320,600 | 320,600 | 194,258 | | 112,600 | 112,600 | |
| Joseph P Tuorto | | 288,520 | 288,520 | 177,734 | | 100,982 | 100,982 | |
| Charles W Maher | 100 | 221,290 | 221,390 | 86,674 | 115,659 | | 115,659 | |
| Stephanie L. Brown Grantor Retained Annuity Trust of 2009 | 217,202 | | 217,202 | 32,580 | 184,622 | | 184,622 | |
| Amy L Wong | | 206,360 | 206,360 | 28,022 | | 176,360 | 176,360 | |
| Kenneth C Muntz | 20,040 | 185,370 | 205,410 | 93,770 | 20,040 | 85,370 | 105,410 | |
| Carlyle Mezzanine Partners, L.P. | 198,107 | | 198,107 | 99,053 | 99,054 | | 99,054 | |
| Scott Collins | | 186,330 | 186,330 | 112,917 | | 66,515 | 66,515 | |
| Mary E Fisher | | 181,840 | 181,840 | 110,647 | | 63,644 | 63,644 | |
| David J Freniere | | 181,310 | 181,310 | 106,182 | | 68,658 | 68,658 | |

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| | | | | | | | |
|----------------------|---------|---------|---------|---------|--------|---------|---------|
| Stephen A Pirigy | | 176,310 | 176,310 | 53,803 | | 119,540 | 119,540 |
| Gina M Steele | | 173,650 | 173,650 | 93,592 | | 73,450 | 73,450 |
| William P Morrissey | | 166,820 | 166,820 | 65,725 | | 96,701 | 96,701 |
| Andrew J Duggan | 156,458 | | 156,458 | 101,698 | 54,760 | | 54,760 |
| Christopher Defrank | | 151,940 | 151,940 | 53,689 | | 95,290 | 95,290 |
| Robert D Ruppel | | 148,930 | 148,930 | 91,564 | | 52,125 | 52,125 |
| Kandis K Bates | | 142,250 | 142,250 | 79,853 | | 57,100 | 57,100 |
| Keith H Fine | | 137,970 | 137,970 | 83,830 | | 49,199 | 49,199 |
| George Fekete | | 134,080 | 134,080 | 28,963 | | 103,070 | 103,070 |
| Michael T Hope | 3,340 | 118,560 | 121,900 | 71,969 | 3,340 | 41,496 | 44,836 |
| John M Taylor | | 103,530 | 103,530 | 60,649 | 36,061 | | 36,061 |
| Thomas M Berry | | 100,190 | 100,190 | 61,720 | | 35,066 | 35,066 |
| Leon Lee | | 99,850 | 99,850 | 51,709 | | 44,932 | 44,932 |
| Brian J Desmond | | 86,830 | 86,830 | 53,015 | | 30,390 | 30,390 |
| Carolyn A Mooney | | 86,830 | 86,830 | 51,170 | 30,390 | | 30,390 |
| James P Norwood | | 82,650 | 82,650 | 48,661 | | 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 | 44,515 | | 25,700 | 25,700 |
| Beverly M Barth | 6,300 | 66,790 | 73,090 | 40,521 | 6,300 | 23,377 | 29,677 |
| Jennifer R Dutton | | 72,800 | 72,800 | 34,345 | | 36,040 | 36,040 |
| Jeffrey A Nash | | 68,600 | 68,600 | 9,275 | 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 | 39,632 | | 22,795 | 22,795 |
| Daniel F Schuck | | 63,580 | 63,580 | 13,618 | | 49,060 | 49,060 |
| Robert I Fragasso | 60,420 | 603 | 61,023 | 23,000 | 37,420 | 603 | 38,023 |
| Daniel J Kilroy | | 57,090 | 57,090 | 32,896 | | 19,982 | 19,982 |
| John M Kail | | 55,440 | 55,440 | 31,176 | | 22,040 | 22,040 |
| Anthony G Valeri | | 54,090 | 54,090 | 32,279 | | 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 | 30,602 | | 17,412 | 17,412 |
| Donna Lynne H Nauss | 14,700 | 33,730 | 48,430 | 30,015 | 5,145 | 11,806 | 16,951 |
| James F McGuire | | 48,250 | 48,250 | 29,324 | | 16,887 | 16,887 |
| Stephen R Langlois | | 48,070 | 48,070 | 26,280 | | 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 | 18,533 | 175 | 22,040 | 22,215 |
| Salvatore S Zambito | | 42,740 | 42,740 | 24,800 | | 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 | 20,087 | | 20,691 | 20,691 |

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| Name of Beneficial Owner | Common Stock Beneficially Owned Prior to this Offering | | | Common Stock Beneficially Owned After This | | | |
|--------------------------|---|----------------------------------|-----------|---|------------------------------|----------------------------------|-----------|
| | Number | Stock Options | | Number of Shares Offered | Offering Stock Options | | |
| | | Exercisable within 60 days | Aggregate | | Number | Exercisable within 60 days | Aggregate |
| Kerrick W Bubb | 41,170 | 364 | 41,534 | 12,000 | 29,170 | 364 | 29,534 |
| Dora L Wood | | 40,580 | 40,580 | 24,334 | | 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 | 22,869 | | 13,209 | 13,209 |
| Brad S Fryer | | 37,400 | 37,400 | 20,278 | | 15,690 | 15,690 |
| William Zagozewski | 3,600 | 33,400 | 37,000 | 21,478 | 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 | 5,106 | | 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 | 6,223 | | 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 | 16,455 | | 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 | 7,957 | 350 | 23,000 | 23,350 |
| John A Guthery | | 31,560 | 31,560 | 16,817 | | 13,560 | 13,560 |
| Ioannis Bousnakis | | 31,040 | 31,040 | 18,255 | | 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 | 14,405 | | 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 |
| Doug M Oglesby | | 24,240 | 24,240 | 14,156 | | 9,134 | 9,134 |
| Amanda C Hawley | | 24,040 | 24,040 | 7,479 | | 16,024 | 16,024 |
| Brian C Caldwell | | 23,880 | 23,880 | 10,989 | | 12,190 | 12,190 |
| Camilla E Neri | 22,140 | 183 | 22,323 | 10,600 | 11,540 | 183 | 11,723 |
| Herbert S Shiraiishi | 22,070 | | 22,070 | 14,346 | 7,724 | | 7,724 |

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|-------------------------|--------|--------|--------|--------|--------|--------|--------|
| Jeffrey A Buchbinder | | 21,030 | 21,030 | 2,872 | | 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 | 5,901 | | 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 | 10,275 | | 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 | 10,876 | | 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 |
| Robert D Oros | | 18,000 | 18,000 | 273 | | 11,500 | 11,500 |
| 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 | 5,605 | | 10,700 | 10,700 |

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| Name of Beneficial Owner | Common Stock Beneficially Owned Prior to this Offering | | | | Common Stock Beneficially Owned After This | | |
|--------------------------|---|----------------------------------|-----------|-----------------------------------|---|----------|-----------|
| | Number | Stock Options | | Number of Shares Offered | Offering Stock Options | Offering | |
| | | Exercisable within 60 days | Aggregate | | | Number | Aggregate |
| 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 |
| 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 | 9,151 | | 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 | 8,112 | | 5,676 | 5,676 |
| James J Dempsey | | 14,360 | 14,360 | 2,292 | | 11,860 | 11,860 |
| Christopher J McCutcheon | | 14,350 | 14,350 | 8,696 | | 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 | 5,963 | | 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 |

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|------------------------|--------|--------|--------|-------|-------|--------|--------|
| 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 | 8,112 | | 4,676 | 4,676 |
| Matthew McGinness | | 13,360 | 13,360 | 7,959 | | 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 | 1,320 | 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 |
| Kent D Kuhlmann | 12,800 | 120 | 12,920 | 8,320 | 4,480 | 120 | 4,600 |
| 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 | 6,123 | | 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 |

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| Name of Beneficial Owner | Common Stock Beneficially Owned Prior to this Offering | | | | Common Stock Beneficially Owned After This | | | |
|--------------------------|---|----------------------------------|-----------|-----------------------------------|---|----------------------------------|-----------|--|
| | Stock Options | | | Number of Shares Offered | Offering Stock Options | | | |
| | Number | Exercisable within 60 days | Aggregate | | Number | Exercisable within 60 days | Aggregate | |
| 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 | |
| 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 | |
| Irene S Triffitt | | 10,690 | 10,690 | 6,469 | | 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 | |

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| | | | | | | | |
|--------------------------|--------|--------|--------|-------|-------|-------|-------|
| 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 Charvonja | 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 | 6,119 | 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 | 6,084 | | 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 | 478 | | 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 |

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| Name of Beneficial Owner | Common Stock Beneficially Owned Prior to this Offering | | | | Common Stock Beneficially Owned After This | | |
|--------------------------|---|----------------------------------|-----------|-----------------------------------|---|----------------------------------|-----------|
| | Number | Stock Options | | Number of Shares Offered | Number | Offering Stock Options | |
| | | Exercisable within 60 days | Aggregate | | | Exercisable within 60 days | Aggregate |
| Perry L Phaneuf | | 9,680 | 9,680 | 468 | | 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 |
| Stephen L Roberts | 9,260 | 164 | 9,424 | 2,000 | 7,260 | 164 | 7,424 |
| 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 |

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|------------------------|-------|-------|-------|-------|-------|-------|-------|
| 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 |
| 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 | 773 | | 2,975 | 2,975 |
| Edward Miller | | 8,500 | 8,500 | 26 | | 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 | 3,149 | | 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 |

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| Name of Beneficial Owner | Common Stock Beneficially Owned Prior to this Offering | | | Common Stock Beneficially Owned After This | | | |
|--------------------------|---|----------------------------------|-----------|---|------------------------------|----------------------------------|-----------|
| | Number | Stock Options | | Number of Shares Offered | Offering Stock Options | | |
| | | Exercisable within 60 days | Aggregate | | Number | Exercisable within 60 days | Aggregate |
| 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 | 1,100 | | 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 |
| Michael E Mullis | 7,620 | 182 | 7,802 | 4,500 | 3,120 | 182 | 3,302 |
| 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 |

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|---------------------------|-------|-------|-------|-------|-------|-------|-------|
| 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 | 4,302 | | 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 | 2,336 | | 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 |

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| Name of Beneficial Owner | Common Stock Beneficially Owned Prior to this Offering | | | Common Stock Beneficially Owned After This | | | |
|--------------------------|---|----------------------------------|-----------|---|------------------------------|----------------------------------|-----------|
| | Number | Stock Options | | Number of Shares Offered | Offering Stock Options | | |
| | | Exercisable within 60 days | Aggregate | | Number | Exercisable within 60 days | Aggregate |
| 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 |
| 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 |
| Michael A Manning | 7,270 | | 7,270 | 4,726 | 2,544 | | 2,544 |
| Sean F Curley | 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 | 3,980 | | 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 |

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

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| Name of Beneficial Owner | Common Stock Beneficially Owned Prior to this Offering | | | Number of Shares Offered | Common Stock Beneficially Owned After This Offering | | |
|--------------------------|---|----------------------------------|-----------|-----------------------------------|---|----------------------------------|-----------|
| | Number | Stock Options | | | Number | Stock Options | |
| | | Exercisable within 60 days | Aggregate | | | Exercisable within 60 days | Aggregate |
| 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 | 4,070 | | 2,338 | 2,338 |
| Karin L Wold | | 6,680 | 6,680 | 4,056 | | 2,338 | 2,338 |
| Brad Jacobs | | 6,680 | 6,680 | 3,993 | 2,338 | | 2,338 |
| Jeff Wilkerson | | 6,680 | 6,680 | 3,941 | | 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 |
| 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 | 767 | 1,679 | 3,000 | 4,679 |
| Mitchell R Martin | 6,320 | 118 | 6,438 | 3,320 | 3,000 | 118 | 3,118 |

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| | | | | | | | |
|-------------------------|-------|-----|-------|-------|-------|-----|-------|
| 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 Dudenhoeffler | 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 |

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| Name of Beneficial Owner | Common Stock Beneficially Owned Prior to this Offering | | | | Common Stock Beneficially Owned After This | | |
|---------------------------------|---|----------------------------------|-----------|-----------------------------------|---|----------------------------------|-----------|
| | Number | Stock Options | | Number of Shares Offered | Offering Stock Options | | |
| | | Exercisable within 60 days | Aggregate | | Number | Exercisable within 60 days | Aggregate |
| 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 | 3,924 | 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 |
| 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 |
| 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 |

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| | | | | | | | |
|------------------------|-------|-------|-------|-------|-------|-------|-------|
| 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 |
| 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 | 725 | | 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 |

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| Name of Beneficial Owner | Common Stock Beneficially Owned Prior to this Offering | | | | Common Stock Beneficially Owned After This | | | |
|--------------------------|---|----------------------------------|-----------|-----------------------------------|---|-----------|-----------|--|
| | Number | Stock Options | | Number of Shares Offered | Offering Stock Options | | Aggregate | |
| | | Exercisable within 60 days | Aggregate | | Exercisable within 60 days | Aggregate | | |
| 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 | 73 | | 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 | 3,058 | | 1,753 | 1,753 | |
| Jacqueline A Teague | | 5,010 | 5,010 | 2,336 | | 2,510 | 2,510 | |
| 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 | 399 | | 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 | |

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|---------------------|-------|-------|-------|-------|-------|-------|-------|
| 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 | 2,213 | | 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 |

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| Name of Beneficial Owner | Common Stock Beneficially Owned Prior to this Offering | | | Number of Shares Offered | Common Stock Beneficially Owned After This Offering | | |
|--------------------------|---|----------------------------------|-----------|-----------------------------------|---|----------------------------------|-----------|
| | Number | Stock Options | | | Number | Stock Options | |
| | | Exercisable within 60 days | Aggregate | | | Exercisable within 60 days | Aggregate |
| 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 |
| 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 Zaroni | 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 | 1,893 | 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 | 48 | | 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 |

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| | | | | | | | |
|------------------------|-------|-------|-------|-------|-------|-------|-------|
| 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 |
| Timothy H Mebane | 3,530 | 130 | 3,660 | 1,059 | 2,471 | 130 | 2,601 |
| 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 | 77 | 1,323 |
| Eric D Roth Jr | 3,520 | 113 | 3,633 | 2,288 | 1,232 | 113 | 1,345 |
| William R Flynn | 3,500 | 117 | 3,617 | 2,000 | 1,500 | 117 | 1,617 |
| Kirby L Horan | | 3,600 | 3,600 | 51 | | 2,300 | 2,300 |
| Marc C Davis | 3,460 | 129 | 3,589 | 2,249 | 1,211 | 129 | 1,340 |
| Peggy W Lyon | 3,430 | 111 | 3,541 | 2,230 | 1,200 | 111 | 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 |

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| Name of Beneficial Owner | Common Stock Beneficially Owned Prior to this Offering | | | Common Stock Beneficially Owned After This | | | |
|--------------------------|---|----------------------------------|-----------|---|------------------------------|----------------------------------|-----------|
| | Number | Stock Options | | Number of Shares Offered | Offering Stock Options | | |
| | | Exercisable within 60 days | Aggregate | | Number | Exercisable within 60 days | Aggregate |
| Scott W Yanker | 3,380 | 133 | 3,513 | 1,400 | 1,980 | 133 | 2,113 |
| Charles J Larocca | 3,390 | 117 | 3,507 | 1,890 | 1,500 | 117 | 1,617 |
| Robert J Comeaux Jr | 3,400 | 105 | 3,505 | 2,210 | 1,190 | 105 | 1,295 |
| Andrew D Lang | 3,390 | 78 | 3,468 | 390 | 3,000 | 78 | 3,078 |
| Gregory M Thorn | 3,330 | 124 | 3,454 | 2,165 | 1,165 | 124 | 1,289 |
| Mark A Peck | 3,310 | 74 | 3,384 | 2,150 | 1,160 | 74 | 1,234 |
| Gregory S Tarr | 3,290 | 91 | 3,381 | 2,100 | 1,190 | 91 | 1,281 |
| Trudy L Leen | 3,300 | 59 | 3,359 | 2,145 | 1,155 | 59 | 1,214 |
| Perry D Dougherty | 3,220 | 128 | 3,348 | 1,130 | 2,090 | 128 | 2,218 |
| Cezar Cruel | | 3,340 | 3,340 | 2,028 | | 1,169 | 1,169 |
| Marlo T Cote | | 3,340 | 3,340 | 2,028 | | 1,169 | 1,169 |
| Joseph S Mulkern | | 3,340 | 3,340 | 1,990 | | 1,169 | 1,169 |
| Timothy Murray | | 3,340 | 3,340 | 1,990 | | 1,169 | 1,169 |
| Michael S Lincoln | 3,110 | 191 | 3,301 | 1,000 | 2,110 | 191 | 2,301 |
| James F Steen | 3,220 | 63 | 3,283 | 2,000 | 1,220 | 63 | 1,283 |
| Keith D Green | 3,260 | 21 | 3,281 | 2,000 | 1,260 | 21 | 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 | 15 | 1,149 |
| Roger L Wilson | 3,140 | 114 | 3,254 | 1,570 | 1,570 | 114 | 1,684 |
| Wallace C Burgoyne Jr | 3,040 | 206 | 3,246 | 1,700 | 1,340 | 206 | 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 | 42 | 1,159 |
| Jerome Krantz | 3,080 | 80 | 3,160 | 2,002 | 1,078 | 80 | 1,158 |
| Terry L Hoppes | 3,080 | 75 | 3,155 | 2,002 | 1,078 | 75 | 1,153 |
| Tracy A Strous | 3,010 | 122 | 3,132 | 1,500 | 1,510 | 122 | 1,632 |
| Timothy J Mardin | 3,000 | 126 | 3,126 | 1,950 | 1,050 | 126 | 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 | 87 | 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 | 119 | 2,119 |
| 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 | 200 | | 2,350 | 2,350 |
| Maura M Kautsky | | 3,000 | 3,000 | 79 | | 1,800 | 1,800 |
| Scott E Vock | | 3,000 | 3,000 | 48 | | 1,050 | 1,050 |
| 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 | | | | | | | |
| Schools/Government Credit | | | | | | | |
| 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 |
| Adam J Tobin | 2,880 | | 2,880 | 1,872 | 1,008 | | 1,008 |
| Vincent Morris | 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 | 45 | | 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 | 1,321 | 704 | 134 | 838 |
| B. David Goldstein | 2,170 | | 2,170 | 1,411 | 759 | | 759 |
| Premier America Credit | | | | | | | |
| Union | 2,011 | 32 | 2,043 | 1,307 | 704 | 32 | 736 |
| Western Corporate Federal | | | | | | | |
| Credit Union | 2,011 | | 2,011 | 1,307 | 704 | | 704 |
| Michael W Anderson | | 2,000 | 2,000 | 13 | | 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 |

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| Name of Beneficial Owner | Common Stock Beneficially Owned Prior to this Offering | | | | Common Stock Beneficially Owned After This | | |
|--------------------------------|---|----------------------------------|-----------|-----------------------------------|---|----------------------------------|-----------|
| | Number | Stock Options | | Number of Shares Offered | Offering Stock Options | | |
| | | Exercisable within 60 days | Aggregate | | Number | Exercisable within 60 days | Aggregate |
| Eli Lilly Federal Credit 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 | 25 | | 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 |
| Scott Sinclair | | 1,700 | 1,700 | 26 | | 1,050 | 1,050 |
| Erin P Casey | | 1,600 | 1,600 | 239 | | 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 | 26 | | 850 | 850 |
| Kerry A Pierce | | 1,500 | 1,500 | 20 | | 1,000 | 1,000 |
| 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 | 134 | | 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 |
| Abdiel A Valenzuela | | 1,000 | 1,000 | 16 | | 350 | 350 |
| Barbara Foster | | 1,000 | 1,000 | 16 | | 350 | 350 |
| Brian V Kearns | 850 | 141 | 991 | 550 | 300 | 141 | 441 |

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| | | | | | | | |
|------------------------|-----|-----|-----|-----|-----|-----|-----|
| 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 |
| 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 |

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| Name of Beneficial Owner | Common Stock Beneficially Owned Prior to this Offering | | | Common Stock Beneficially Owned After This Offering | | | |
|---------------------------------|---|--|-----------|---|--------|--|-----------|
| | Number | Stock Options Exercisable within 60 days | Aggregate | Number of Shares Offered | Number | Stock Options Exercisable within 60 days | Aggregate |
| 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 | 11 | | 340 | 340 |
| Robin L Weber | | 600 | 600 | 11 | | 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 | 8 | | 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 LLC. | | 342 | 342 | 19 | | 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 | 8 | | 105 | 105 |
| James E Secker | 290 | | 290 | 145 | 145 | | 145 |
| John A Gaines | 280 | | 280 | 182 | 98 | | 98 |
| North Island Credit Union | | 225 | 225 | 4 | | 160 | 160 |
| East West Bank | | 182 | 182 | 15 | | 87 | 87 |
| Jeffrey J Vincent | 166 | | 166 | 106 | 60 | | 60 |
| Superior Fed. Credit Union | | 91 | 91 | 10 | | 44 | 44 |
| Omni American Bank | | 84 | 84 | 10 | | 29 | 29 |
| Bank Of Clarke County | | 74 | 74 | 7 | | 36 | 36 |

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| | | | | | | | |
|-------------------------------------|-----------|-----------|------------|-----------|-----------|-----------|-----------|
| CNB Bank | | 22 | 22 | 1 | | 8 | 8 |
| Bethpage Federal Credit Union | | 15 | 15 | 4 | | 5 | 5 |
| People's Trust Federal Credit Union | | 13 | 13 | 4 | | 4 | 4 |
| Ronald E Donais | | 1,670 | 1,670 | | | 1,670 | 1,670 |
| Barbara Z Peck | | 1,000 | 1,000 | | | 1,000 | 1,000 |
| John J McLaughlin | | 900 | 900 | | | 900 | 900 |
| John S Tuve | 11,780 | 167 | 11,947 | | 11,780 | 167 | 11,947 |
| Christian L Webb | 7,740 | 73 | 7,813 | | 7,740 | 73 | 7,813 |
| Israel T Jacob | 6,880 | 107 | 6,987 | | 6,880 | 107 | 6,987 |
| James J Smith | 5,650 | | 5,650 | | 5,650 | | 5,650 |
| Robert J Stark | 3,160 | | 3,160 | | 3,160 | | 3,160 |
| Alfred G Kovacs | 1,180 | | 1,180 | | 1,180 | | 1,180 |
| Dennis R Nolte | 320 | 61 | 381 | | 320 | 61 | 381 |
| J.R. H Krause | 830 | 174 | 1,004 | | 830 | 174 | 1,004 |
| Elizabeth Eastman | 3,330 | 6,670 | 10,000 | | 3,330 | 6,670 | 10,000 |
| Julius S Hutchinson | 510 | | 510 | | 510 | | 510 |
| | 6,849,294 | 6,315,842 | 13,165,136 | 6,692,396 | 3,716,156 | 2,477,434 | 6,193,590 |

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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 3, 2010

/s/ Robert J. Moore

Robert J. Moore
Chief Financial Officer