



**THE FOUNDATION
FOR SECURE
MARKETS**

#47687

DATE: OCTOBER 7, 2020

**SUBJECT: HC2 HOLDINGS, INC. – RIGHTS DISTRIBUTION
OPTION SYMBOL: HCHC
NEW SYMBOL: HCHC1
DATE: 10/8/20**

HC2 Holdings, Inc. (HCHC) has declared a Rights distribution to HCHC Common Shareholders, as described below:

RIGHTS: Transferable Rights (“Rights”) to purchase 0.5462 of HC2 Holdings, Inc. (HCHC) Common Shares at \$2.27 per share

PRICE: \$2.27 per HCHC share

DISTRIBUTION RATIO: 1 transferable Right per HCHC share held

RECORD DATE: October 2, 2020

EXPIRATION: 5:00 p.m. Eastern Time, on November 20, 2020 unless extended

DEPOSITARY: Computershare Trust Company, N.A.

GUARANTY PERIOD: Two Business Days

HC2 Holdings, Inc. does not intend to list the rights on the NYSE or any other national securities exchange.

POSSIBLE SETTLEMENT PROCEDURES

An OTC or OTCBB (Bulletin Board) market may develop in the U.S. for the Rights, although there is no assurance this will happen. OCC anticipates that if an OTC or OTCBB market develops, NSCC will accept transactions in the Rights which arise as a result of option exercise and assignment activity. In that event, HCHC1 option exercise and assignment activity will settle in the normal fashion through NSCC. However, if a market does not develop or NSCC does not accept transactions in the Rights, OCC anticipates requiring broker to broker settlement for HCHC1 options after the final distributions are determined.

Pursuant to customary OCC broker to broker settlement procedures, inability to effect delivery may subsequently occasion cash settlement as determined by OCC.

CONTRACT ADJUSTMENT

EFFECTIVE DATE:	October 8, 2020
OPTION SYMBOL:	HCHC becomes HCHC1
STRIKE DIVISOR:	1
CONTRACT MULTIPLIER:	1
NEW MULTIPLIER:	100 (e.g., a premium of 1.50 yields \$150)
NEW DELIVERABLE PER CONTRACT	1) 100 HC2 Holdings, Inc. (HCHC) Common Shares 2)100 Rights (HCHC RT) (subject to delayed settlement until determination of trading status)
SETTLEMENT ALLOCATION:	HCHC: 95% HCHC RT: 5%
CUSIPS:	HCHC: 404139107 HCHC RT: 40476P113

THE ALLOCATION OF THE AGGREGATE STRIKE PRICE AMOUNT IS BEING PROVIDED SOLELY FOR THE PURPOSE OF THE INTERFACE BETWEEN OCC AND THE NATIONAL SECURITIES CLEARING CORPORATION (NSCC), AND IS NOT INTENDED TO BE USED FOR ANY OTHER PURPOSE, TRANSACTION OR CUSTOMER ACCOUNT STATEMENTS.

PRICING

The underlying price of HCHC1 will be determined as follows:

$$\text{HCHC1} = \text{HCHC} + \text{HCHC RT}$$

DELAYED SETTLEMENT

The HCHC component of the HCHC1 exercise/assignment activity will settle through National Securities Clearing Corporation (NSCC). The Rights component of HCHC1 exercise/assignment activity will be subject to delayed settlement until determination of the trading status. Upon determination of the trading status, the Rights component of HCHC1 exercise/assignment activity will settle through NSCC.

FURTHER CONTRACT ADJUSTMENT

NOTE: The Rights component of adjusted option HCHC1 will remain part of the HCHC1 deliverable until the Rights have expired. Once the expiration of the Rights has been confirmed, the Rights component will be removed from the HCHC1 deliverable.

When the Rights expire, adjusted HCHC1 options will be further adjusted to no longer call for the delivery of the Rights. No adjustment will be made to the adjusted contracts to compensate for any in-the money value the Rights may have at the time of their expiration.

EXERCISE CONSIDERATIONS

The Rights are expected to expire at 5:00 PM Eastern Time on November 20, 2020. HCHC stockholders who exercise their respective full basic subscription rights will have oversubscription privileges giving such HC2 Holdings, Inc. stockholders the option to subscribe for any shares of common stock that remain unsubscribed at the expiration of the rights offering. Call option holders who wish to exercise their adjusted options to obtain the Rights for subsequent exercise, sale or other purposes bear sole responsibility for determining when to exercise their options as well as complying with all terms and conditions of the Rights offering applicable to Rights exercise or delivery.

DELIVERY SETTLEMENT AND PROTECT PROVISIONS

Option contracts which are exercised, will require the settlement of all component securities included in the contract deliverable at the time of the option contract exercise, including rights, warrants, or similar instruments. Additional entitlements (such as due bills, eligibility to participate in tender offers, elections, etc.) may also automatically attach to securities deliverable upon option exercise. Conversely, exercised calls may be unable to realize the benefit of securities or entitlements **not** associated to the contract deliverable at the time of the option exercise.

Except in unusual cases, securities deliverable as a result of equity option exercises and or Option contract maturity are settled through National Securities Clearing Corporation (NSCC).

Rights and obligations of Members with respect to securities settling at NSCC as a result of an option exercise/assignment are governed by the rules of NSCC. NSCC has its own rules which enable purchasers of securities to protect themselves for value which may be lost if timely delivery is not made to them of securities subject to specific deadlines, such as the expiration of a tender offer, rights offering, election, or similar event. These rules are generally called protect or liability notice procedures, and are intended to protect purchasers by binding the delivering parties to liability if such value is lost because timely delivery is not effected. Purchasers of securities must observe the rules and procedures of NSCC to avail themselves of such protect provisions of NSCC. Questions regarding these provisions should be addressed to NSCC.

SPECIAL RISKS

Call Holders/ Put Writers

As a result of the adjustment described above, the Rights will be part of the adjusted HCHC1 options deliverable, but only until the Rights expire, after which time they will be dropped from the deliverable of the option contract. When the Rights expire and are dropped from the deliverable of the option contract, any value the Rights may have had will no longer be associated with the option contract. As a result, holders of in-the-money calls may be disadvantaged unless they exercise in sufficient time to obtain the Rights. After the Rights expire and are dropped from the deliverable of the option contract, holders of short put positions who are assigned will be required to purchase HCHC stock *whose value may have been substantially diminished by the Rights distribution.*

Uncovered Short Obligations

Holders of assigned calls or exercised puts, and holders of short positions in physically-settled security Futures at maturity who do not possess the underlying security at the time of assignment or exercise are subject to special risk. Suspension of trading of the underlying security, inability to borrow the security, or similar events may preclude the possibility of effecting timely delivery, thereby exposing persons with an obligation to deliver to liability if timely delivery is not effected (See Delivery Settlement and Protect Provisions above).

DISCLAIMER

This Information Memo provides an unofficial summary of the terms of corporate events affecting listed options or futures prepared for the convenience of market participants. OCC accepts no responsibility for the accuracy or completeness of the summary, particularly for information which may be relevant to investment decisions. Option or futures investors should independently ascertain and evaluate all information concerning this corporate event(s).

The determination to adjust options and the nature of any adjustment is made by OCC pursuant to OCC By-Laws, Article VI, Sections 11 and 11A. The determination to adjust futures and the nature of any adjustment is made by OCC pursuant to OCC By-Laws, Article XII, Sections 3, 4, or 4A, as applicable. For both options and futures, each adjustment decision is made on a case by case basis. Adjustment decisions are based on information available at the time and are subject to change as additional information becomes available or if there are material changes to the terms of the corporate event(s) occasioning the adjustment.

ALL CLEARING MEMBERS ARE REQUESTED TO IMMEDIATELY ADVISE ALL BRANCH OFFICES AND CORRESPONDENTS ON THE ABOVE.

For questions regarding this memo, call Investor Services at 1-888-678-4667 or email investorservices@theocc.com. Clearing Members may contact Member Services at 1-800-544-6091 or, within Canada, at 1-800-424-7320, or email memberservices@theocc.com.