



**THE FOUNDATION  
FOR SECURE  
MARKETS**

**#48107**

**DATE: JANUARY 4, 2021**

**SUBJECT: NATIONAL GENERAL HOLDINGS CORPORATION – CASH  
SETTLEMENT  
OPTION SYMBOL: NGHC  
DATE: 1/4/21**

On September 30, 2020, Shareholders of National General Holdings Corporation (NGHC) voted concerning the proposed merger with Bluebird Acquisition Corporation, a wholly-owned subsidiary of The Allstate Corporation. The merger was approved and subsequently consummated before the open on January 4, 2021. As a result, each existing NGHC Common Share will be converted into the right to receive \$32.00 cash per share plus a special dividend of \$2.50 per share, subject to adjustment as described in the NGHC Proxy Statement dated August 26, 2020 (“Proxy”).

**CONTRACT ADJUSTMENT**

DATE: January 4, 2021

NEW DELIVERABLE  
PER CONTRACT: \$3,450.00 Cash (\$34.50 x 100), subject to adjustment as described in the Proxy

SETTLEMENT: OCC will delay settlement of NGHC deliverable until the final net cash merger consideration is confirmed. Once the final amount is determined, settlement in NGHC options will take place through OCC’s cash settlement system. Settlement will be accomplished by payment of the difference between the extended strike amount and the cash deliverable.

**ACCELERATION OF EXPIRATIONS**

Pursuant to OCC Rule 807, equity stock option contracts whose deliverables are adjusted to call for cash-only delivery will be subject to an acceleration of the expiration dates for outstanding option series. (See OCC Information Memo 23988)

**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](mailto: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](mailto:memberservices@theocc.com).