



**THE FOUNDATION  
FOR SECURE  
MARKETS**

**#49585**

**Date:** November 12, 2021

**Subject:** Meredith Corporation – Anticipated Cash Settlement  
Option Symbol: MDP  
Date: ???

On November 30, 2021, Shareholders of Meredith Corporation (MDP) will vote concerning the proposed Merger Agreement with Gray Hawkeye Stations, Inc., a wholly-owned subsidiary of Gray Television, Inc.

If the Merger Agreement is approved, MDP will separate its local media group (“LMG”) and its national media group (“NMG”) into two companies and spin off the common shares of its subsidiary NMG SpinCo (“Spinco”) at a rate of 1.0 Spinco share per MDP share held. Gray Television will acquire the remaining LMG business immediately following the distribution (“Gray Merger”), entitling MDP shareholders to \$16.99 Cash per MDP share held. The Gray Merger is subject to the consummation of the spinoff.

Following the consummation of the distribution and Gray Merger, Spinco is expected to be acquired by Dotdash Media Inc. (in the “Dotdash Merger”), a wholly-owned subsidiary of IAC/InterActiveCorp. If and when the Dotdash Merger is consummated, each Spinco share will be converted into the right to receive \$42.18 in cash, subject to downward adjustment as described in the Dotdash Merger Agreement dated October 6, 2021. Completion of the Dotdash Merger is expected to happen on the same day as the spinoff and Gray Merger; however, it is possible that it does not happen on the same day.

**Note:** If the Spinoff and Gray Merger are consummated but the Dotdash Merger is not consummated on the same day, SpinCo will be a standalone, publicly traded company owned 100% by pre-merger Meredith shareholders. It is expected to retain the “Meredith” name and “MDP” ticker symbol. In this case, OCC expects to adjust the MDP option symbol to change to MDP1, delivering 1) 100 MDP shares and 2) \$1,699.00 Cash (\$16.99 Gray Merger consideration x 100).

#### **Contract Adjustment**

**Date:** Effective the opening of the business day after the merger is consummated.  
Contract adjustment is expected to occur on or about December 2, 2021.

**New Deliverable  
Per Contract:** \$5,917.00 Cash (\$1,699.00 + approximately \$4,218.00), subject to  
adjustment as described in the Proxy

Note: If the Spinoff and Gray Merger are consummated but the Dotdash Merger is not consummated on the same day, then the new deliverable per contract will not be adjusted for the consideration payable in the Dotdash Merger. If the Dotdash Merger is not consummated on the same day, then MDP will change to MDP1, delivering 100 MDP shares and \$1,699.00 Cash.

Settlement in MDP 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).