



**THE FOUNDATION  
FOR SECURE  
MARKETS**

#50694

**Date:** July 06, 2022

**Subject:** PS Business Parks, Inc. – Anticipated Cash Settlement  
Option Symbol: PSB  
Date: ???

On July 15, 2022, Shareholders of PS Business Parks, Inc. (PSB) will vote concerning the proposed merger with a wholly-owned subsidiary of Sequoia Parent LP, and affiliate of Blackstone Inc. If the merger is approved and consummated, each existing PSB Common Share will be converted into the right to receive \$187.50 net cash per share, subject to adjustment as described in the PSB Proxy Statement dated June 8, 2022 (“Proxy”).

Note: It is anticipated that PSB will pay a Closing Cash Dividend to holders of record as of the close of business on the business day immediately prior to the closing date of the merger. The Closing Cash Dividend, if any, will reduce the merger consideration per share by an amount equal to the per share amount of such Closing Cash Dividend. OCC will adjust the PSB deliverable to include the Closing Cash Dividend, if any.

PSB may also pay an Additional Dividend necessary to maintain its status as a REIT. The merger consideration will be decreased by an amount equal to the per share amount of such Additional Dividend. OCC will not adjust the PSB deliverable to include any ordinary distributions.

**Exercise Consideration** - PSB options will not be adjusted to include any ordinary distributions. Call option holders who wish to receive any ordinary distributions paid prior to consummation of the merger should exercise their options in sufficient time to become shareholders of record. In all cases, it is the sole responsibility of persons holding call options seeking to receive the underlying securities to determine when to exercise their options.

#### **Contract Adjustment**

**Date:** Effective the opening of the business day after the merger is consummated. Contract adjustment is expected to occur in the third quarter of 2022.

**New Deliverable  
Per Contract:** \$18,750.00 Cash (\$187.50 x 100), subject to adjustment as described in the Proxy

Settlement in PSB 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, please email the Investor Education team at [options@theocc.com](mailto:options@theocc.com). Clearing Member Firms of OCC 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).