



**THE FOUNDATION
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#55492

Date: November 04, 2024

Subject: Sterling Check Corporation - Cash Settlement/Acceleration of
Expirations/Determination of Non-Electing Merger Consideration
Adjusted Option Symbol: FA1
* * * Determination of Deliverable * * *

On February 28, 2024, the majority shareholders of Sterling Check Corporation (STER), which on that date owned approximately 53.5% of issued and outstanding STER common shares, delivered written consent approving the merger agreement with First Advantage Corporation (FA). The merger was consummated before the open on October 31, 2024.

Update: The Non-Electing Consideration has been finalized at \$16.73 Cash per STER share.

The Merger: Aggregate Terms

The merger consideration is subject to proration so that, in the aggregate, 72% of STER common shares issued and outstanding immediately prior to the effective time will be converted into the right to receive the Cash Consideration and 28% of STER common shares issued and outstanding immediately prior to the effective time will be converted into the right to receive the Stock Consideration.

Contract Adjustment

Date: October 31, 2024

Option Symbol: 10/31/2024 - STER remained STER (with adjusted deliverable described below)
11/01/2024 - STER changed to FA1

Strike Divisor: 1

Contract Multiplier: 1

New Multiplier: 100 (e.g., a premium or strike price extensions, 15.00 yields \$1,500)

**New Deliverable
Per Contract:** \$1,673.00 Cash (\$16.73 x 100)

FA1 options, which were subject to delayed settlement from October 31, 2024 through November 1, 2024, are no longer subject to delayed settlement, effective November 4, 2024.

Settlement in FA1 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 23707) Additionally, the exercise by exception (ex by ex) threshold for expiring series will be \$.01 in all account types.

All series of Sterling Check Corporation options whose expiration dates are after 11-15-2024 will have their expiration dates advanced to 11-15-2024. Expiration dates occurring before 11-15-2024 (e.g., Flex options) will remain unchanged.

All Sterling Check Corporation options will utilize a \$.01 exercise threshold.

Option Symbol: FA1

Existing Expiration: All months

New expiration date: 11-15-2024

Existing American-style Sterling Check Corporation options remain exercisable at the option of the holder prior to their expiration. Exercised options will continue to settle in one business day.

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. 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.