



#37672

**DATE:** OCTOBER 21, 2015

**SUBJECT:** NORTHSTAR REALTY FINANCE CORPORATION - REVERSE  
SPLIT AND DISTRIBUTION  
OPTION SYMBOL: NRF  
NEW SYMBOL: NRF2  
FUTURES SYMBOL: NRF1D  
NEW SYMBOL: NRF2D  
DATE: 11/2/15

NorthStar Realty Finance Corporation (NRF) has announced a distribution of NorthStar Realty Europe Corporation (NRE) Common Shares to NRF shareholders, immediately followed by a 1-for-2 reverse stock split. As a result of the distribution and reverse split, each NRF Common Share will be converted into the right to receive 0.50 (New) NorthStar Realty Finance Corporation (NRF) Common Shares plus approximately 0.166667 NorthStar Realty Europe Corporation (NRE) Common Shares. The distribution and reverse split will be effective before the open on November 2, 2015. Cash will be paid in lieu of fractional shares.

NorthStar Realty Europe Corporation Common Shares began trading on a when issued basis on October 20, 2015 on NYSE under the trading symbol NRE WI.

**OPTION CONTRACT ADJUSTMENT**

**EFFECTIVE DATE:** November 2, 2015

**OPTION SYMBOL:** NRF changes to NRF2

**STRIKE PRICES:** No change

**NUMBER OF CONTRACTS:** No change

**MULTIPLIER:** 100 (e.g., for premium or strike dollar extensions 1.00 will equal \$100)

**NEW DELIVERABLE PER CONTRACT:**

- 1) 50 (New) NorthStar Realty Finance Corporation (NRF) Common Shares
- 2) 16 (New) NorthStar Realty Europe Corporation (NRE) Common Shares
- 3) Cash in lieu of approximately 0.6667 fractional NRE shares

**SETTLEMENT ALLOCATION:**

NRF: 80%  
NRE: 20%

**CUSIPS:**

NRF (New): 66704R803  
NRE (New): 66706L101

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

### **PRICING**

Until the cash in lieu amount is determined, the underlying price for NRF2 will be determined as follows:

$$\text{NRF2} = 0.50 (\text{NRF}) + 0.166667 (\text{NRE})$$

### **DELAYED SETTLEMENT**

The NRF and NRE components of the NRF2 deliverable will settle through National Securities Clearing Corporation (NSCC). OCC will delay settlement of the cash portion of the NRF2 deliverable until the cash in lieu of fractional NRE shares is determined. Upon determination of the cash in lieu amount, OCC will require Put exercisers and Call assignees to deliver the appropriate cash amount.

### **FUTURES CONTRACT ADJUSTMENT**

Pursuant to Article XII, Section 3, of OCC's By-Laws, all NRF1D Security Futures will be adjusted as follows:

EFFECTIVE DATE: November 2, 2015

FUTURES SYMBOL: NRF1D changes to NRF2D

SETTLEMENT PRICES: No change

NUMBER OF CONTRACTS: No change

MULTIPLIER: 100 (e.g., for premium extensions 1.00 will equal \$100)

NEW DELIVERABLE PER CONTRACT:

- 1) 50 (New) NorthStar Realty Finance Corporation (NRF) Common Shares
- 2) 16 (New) NorthStar Realty Europe Corporation (NRE) Common Shares
- 3) Cash in lieu of approximately 0.6667 fractional NRE shares

SETTLEMENT ALLOCATION:

NRF: 80%  
NRE: 20%

CUSIPS:

NRF (New): 6674R803  
NRE (New): 66706L101

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

### **PRICING**

Until the cash in lieu amount is determined, the underlying price of NRF2D will be determined as follows:

$$\text{NRF2D} = 0.50 (\text{NRF}) + 0.166667 (\text{NRE})$$

## **DELAYED SETTLEMENT**

The NRF and NRE components of the NRF2D deliverables will settle through National Securities Clearing Corporation (NSCC). OCC will delay settlement of the cash portion of the NRF2D deliverable until the cash in lieu of fractional NRE shares is determined. Upon determination of the cash in lieu amount, OCC will require delivery of the appropriate cash amount.

## **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 a panel of The OCC Securities Committee pursuant to OCC By-Laws, Article VI, Sections 11 and 11A. The adjustment panel is comprised of representatives from OCC and each exchange which trades the affected option. The determination to adjust futures and the nature of any adjustment is made by OCC pursuant to OCC By-Laws, Article XII, Sections 3, 25, or 25A, 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).