



DATE: JULY 31, 2018

**SUBJECT: NATIONSTAR MORTGAGE HOLDINGS INC. (ELECTION MERGER)
- CONTRACT ADJUSTMENT**

**OPTION SYMBOL: 7/31/18 – NSM remains NSM
8/1/18 – NSM becomes WMIH1**

**FUTURES SYMBOLS: 7/31/18 – NSM1D remains NSM1D
NSM1F remains NSM1F
NSM1H remains NSM1H
NSM1M remains NSM1M
NSM1T remains NSM1T
NSM1W remains NSM1W
NSM5T remains NSM5T
8/1/18 – NSM1D becomes NSM2D
NSM1F becomes NSM6F
NSM1H becomes NSM6H
NSM1M becomes NSM6M
NSM1T becomes NSM6T
NSM1W becomes NSM6W**

DATE: 7/31/18

On June 29, 2018, Shareholders of Nationstar Mortgage Holdings Inc. (NSM) voted concerning the proposed merger with WMIH Corporation (WMIH). The merger was approved and subsequently consummated before the open on July 31, 2018.

The Merger: Aggregate Terms

The consideration to be paid to NSM stockholders to receive the cash or stock consideration is subject to automatic adjustment as applicable to ensure the total amount of cash paid equals exactly \$1,225,885,248.00, as described in the NSM/WMIH Joint Proxy Statement/Prospectus dated May 31, 2018 (“Proxy”).

CONTRACT ADJUSTMENT

DATE: July 31, 2018

**OPTION SYMBOL: NSM remains NSM (with adjusted deliverable described below)
NSM becomes WMIH1**

STRIKE DIVISOR: 1

CONTRACT MULTIPLIER: 1

NEW MULTIPLIER: 100 (e.g., for premium or strike price extensions, 1.00 equals \$100)

NEW DELIVERABLE PER CONTRACT: The deliverable for adjusted NSM options will be BASED ON THE MERGER CONSIDERATION WHICH ACCRUES TO NON-ELECTING NSM SHAREHOLDERS (stated in terms of a current 100-Share deliverable).

CUSIP: WMIH: 92936P100

DELAYED SETTLEMENT

OCC will delay settlement of the WMIH1 deliverable until the non-electing consideration is determined.

Futures Contract Adjustment

DATE: July 31, 2018

FUTURES SYMBOLS: 7/31/18 – NSM1D remains NSM1D (with adjusted deliverable described below)
8/1/18 – NSM1D becomes NSM2D
7/31/18 – NSM1F remains NSM1F (with adjusted deliverable described below)
8/1/18 – NSM1F becomes NSM6F
7/31/18 – NSM1H remains NSM1H (with adjusted deliverable described below)
8/1/18 – NSM1H becomes NSM6H
7/31/18 – NSM1M remains NSM1M (with adjusted deliverable described below)
8/1/18 – NSM1M becomes NSM6M
7/31/18 – NSM1T remains NSM1T (with adjusted deliverable described below)
8/1/18 – NSM1T becomes NSM6T
7/31/18 – NSM1W remains NSM1W (with adjusted deliverable described below)
8/1/18 – NSM1W becomes NSM6W
7/31/18 – NSM5T remains NSM5T (with adjusted deliverable described below)

NUMBER OF CONTRACTS: No Change

MULTIPLIER 100 (e.g., a premium of 1.50 yields \$150)

NEW DELIVERABLE PER CONTRACT: The deliverable for adjusted NSM futures will be BASED ON THE MERGER CONSIDERATION WHICH ACCRUES TO NON-ELECTING NSM SHAREHOLDERS (stated in terms of a current 100-Share deliverable).

CUSIP: WMIH: 92936P100

DELAYED SETTLEMENT

OCC will delay settlement of the NSM2D/ NSM5T/NSM6F/NSM6H/NSM6M/NSM6W/NSM6T deliverable until the non-electing consideration is determined.

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, 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@theooc.com. Clearing Members may contact Member Services at 1-800-544-6091 or, within Canada, at 1-800-424-7320, or email memberservices@theooc.com.