

## TO BE RESCINDED

**3901-2-03                      Solicitations to which Chapter 3901-2 of the Administrative Code applies.**

Rule 3901-2-10 of the Administrative Code shall apply to every solicitation that is subject to this chapter. Rules 3901-2-02 to 3901-2-09 and 3901-2-11 of the Administrative Code shall apply to every solicitation that is subject to this chapter except the following:

- (A) Any solicitation made otherwise than on behalf of the issuer where the total number of persons solicited is not more than ten.
- (B) Any solicitation by a person in respect of securities carried in his name or in the name of his nominee (otherwise than as voting trustee) or held in his custody, if such person:
  - (1) Receives no commission or remuneration for such solicitation, directly or indirectly, other than reimbursement of reasonable expenses;
  - (2) Furnishes promptly to the person solicited a copy of all soliciting material with respect to the same subject matter or meeting received from all persons who shall furnish copies thereof for such purpose and who shall, if requested, defray the reasonable expenses to be incurred in forwarding such material; and
  - (3) In addition, does no more than impartially instruct the person solicited to forward a proxy to the person, if any, to whom the person solicited desires to give a proxy, or impartially request from the person solicited instructions as to the authority to be conferred by the proxy and state that a proxy will be given if no instructions are received by a certain date.
- (C) Any solicitation by a person in respect of securities of which it is the beneficial owner.
- (D) Any solicitation through the medium of a newspaper advertisement which informs security holders of a source from which they may obtain copies of a proxy statement, form of proxy and any other soliciting material and does no more than:
  - (1) Name the issuer;
  - (2) State the reason for the advertisement; and
  - (3) Identify the proposal or proposals to be acted upon by security holders.
- (E) Any solicitation which the superintendent of insurance finds for good cause should be exempted from this chapter or any part thereof.

Effective:

Five Year Review (FYR) Dates: 8/30/2024

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Certification

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Date

Promulgated Under: 119.03  
Statutory Authority: 3901.041  
Rule Amplifies: 3901.31  
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