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5QIRUPHG FRQVHQW LV RQH RI WKH PRVW LQIOXHQWLDQ GRFWULQDO DUHDV RI
PHGLFDO OLDELOLW\ ODZ& /UHDFK RI WKH GXW\ RI LQIRUPHG FRQVHQW LV OLWLJDWHG
PXFk OHVV RIWHQ WKDQ LV VWDQGDUG PHGLFDO PDSUDFWLFH- KRZHYHU OHJDO
SULQFLSOHV WKDW JRYHUQ LQIRUPHG FRQVHQW KDYH KDG D PXFk PRUH GLUHFV DQG
REVHUYDEOH HIIHFV RQ WKH SURIHVVLRQDO QRUPV LQ PHGLFLQH WKDQ KDYH WKH ODZcV
VWDQGDUGV IRU PHGLFDO PDSUDFWLFH& AKHQ FRXUWV ILUVW DUWLFXODWHG PRGHUQ
OHJDO VWDQGDUGV IRU LQIRUPHG FRQVHQW D KDOI%FHQW\XU\ DJR\$ WKH\ XVKHUHG LQ D
UHYROXWLRQ LQ KRZ KLVWRULFDO\ SDWHUQDOLVWLF SK\VLFLDQV DQG RWKHU PHGLFDO
SURIHVVLRQDOV UHJDUG WKHLU UHODWLRQV KLS ZLWK SDWLHQWV& . V VXP PDULJHG E\ D
OHDGLQJ KLVWRULFDO VWXG\ \$ `ODZcV HIIHFV RQ WKLQNLQJ DERXW WKH SK\VLFLDQ%
SDWLHQW UHODWLRQV KLS KDV IDU RXWVWULSSHG WKH HIIHFV WKDW WKH VPD00 YROXPH RI
LQIRUPHG FRQVHQW Fdvhv KDV KDGa RQ OHJDO OLDELOLW\&#

1 HVSLWH WKLV RYHUVLJHG SURPLQH QFH DQG LPSDFW\$ NH\ DVSHFV RI LQIRUPHG
FRQVHQW GRFWULQH UHPDLQ HLWKHU XQUHVROYHG RU XQGHUGHYHORSHG& >KH ODFN RI
UHVROXWLRQ VVHPV IURP RQJRLQJ GLIIHUHQFHV DPRQJ FRXUWV DERXW WKH EHVW
DSSURDFK WR NH\ LVVXH V& >KH ODFN RI IX00 GHYHORSPHQW VVHPV IURP WKH IDFW
WKDW LQIRUPHG FRQVHQW GRFWULQH LV QRW ORQJ%VWDQGLQJ DQG IUHTXHQW\ OLWLJDWHG
DV DUH WKH FRUH GRFWULQDO HOHPHQW RI VWDQGDUG PHGLFDO PDSUDFWLFH& >KVVH
FRQGLWLRQV SUHVHQW ERWK DQ LPSRUWDQW RSSRUWQLW\ IRU WKH ZRUN RI D
<HVWDWHPHQW DQG D FKDOOHQJH IRU KRZ EHVW WR DFFRPSOLVK WKDW ZRUN& >KLV

\$ C^[RQ_[^ [R ?Mc MZP CaNXU0 ; QMx^T% I MWQ 9[^Q` GZUbQ^_l'e' <_Q^bQ M_ M DQ\[^Q^ R[^
`TU_ DQ_ M^QYZ' \^[VQO` Mx[zs cU^T A[^M 9^QQYMZ 8ZS_^[Y MZP @UOTMQX 7' :^QQZ' <MY
S^MQRaX` [G6 ?Mc EMZ 9^MZOU_0[cTUOT T[_QP YQ M_ M EQZU[^ HU_l^zS EOT[XM^ cTUXQ <c^ [^Q M
\[^U[Z [R `TU_ M^UOXQ'

)' @+ : 4 4' ; +55% / < +5% ; / +5 < 2 6 + : / ? + ? + 7 . 8 < 23 - ;) * . ") (^ T Q P * (* , #'
* ' D = < 2 D ' 9 + . / 7 ! F 8 6 ? ' 5 / + = - 2 + 6 9 % 4 ; 3 ; < 8 : @ + 7 . F 2 / 8 : @ 8 0 < 7 0 8 : 6 / .
6 8 7 ; / 7 <) , * ") 1 0 . #'

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HVV\ UHIOHFV RQ KRZ WKH . PHULFDQ 7DZ 5QVWLWXWH ! . 75" KDV\$ DV RI WKH GDWH
RI WKLW ZULWLQJ\$ ULVHQ WR WKLW RFFDVLRQ IRU GRFWLQDO V\QWKHVLV DQG JXLGDQFH LQ
LWV ILUVW HYHU <HVWDWH PHQW RI 8 HGLEDO 8 DQSUDEFWLH&

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"! &>34. -6 '/0-64=7 @0<=?= (02-6)<-27 ->4=7

>KH PHGLEDO PDQSUDEFWLH <HVWDWH PHQW GHYRWHV WZR VHFWRQV WR LQIRUPHG
FRQVHQW& >KH ILUVW !FXUUHQW\ QXPEHUHG ^ ()" DGGUHVHV VWDQGDUGV IRU
DGHTXDWH GLVFORVXUH DQG H[FHSWRQV RU DGMXVWPHQW WR WKRVH VWDQGDUGV& >KH
VHFRQG !FXUUHQW\ QXPEHUHG ^ (*" DGGUHVHV WKH GLVWLQFWLYH FDXVDWRQ
VWDQGDUGV WKDW DSS\ WR LQIRUPHG FRQVHQW\$ LQFOXGLQJ ERWK EXW%IRU FDXVH DQG
WKH VFRSH%RI%OLDELOLW\ DVSHFW UHIHUUHG WR DV `SUR[LPDWH FDXVH&a . V RI WKLW
ZULWLQJ\$ WKH . 75cV ORXQFLO KDV DSSURYHG ERWK VHFWRQV DQG WKH\ DUH

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SDUWLFXODU SDWLHQWcV VLWXDWLRQ\$a VXFk DV WKHLU DELOLW\ WR XQGHUVWDQG 2QJOLVK RU
WR FRPSUHKHQG LQIRUPDWLRQ'

. EURDGHU H[WHQVLRQ RI WKLV WKHPH LV WKH VHFWRQcV VWRSSLQJ VKRUW RI
DUWLFXODWLQJ RU HPEUDFLQJ D UREXVW YHUVLRQ RI WKH `VKDUHG GHFLVLRQ%PDNLQJa
PRGH RI LQIRUPHG FRQVHQW DGYRFDWHG E\ VHYHUDO WKRXJKWIXO VFKRODUV' . V
6LQJ DQG 8RXORQ GHVFULEH,

. V WKH VHFWRQcV <HSRUWHUc 9RWH H[SODLQV\$ KRZHYHU\$ PDQ\ OHJDO DQG
HWKLFV VFKRODUV UHFRJQL]H WKH ODZcV LQKHUHQW OLPLWDWLQV LQ SXUVXLQJ VXFk
DVSLUDWLQDO VWDQGDUGV' >KH SUHVWLJLRXV ;UHVLGHQWcV ORPPLVVLRQ IRU WKH
=WXG\ RI 2WKLFDQ ;UREOH PV LQ 8 HGLFLQH DQG /LRPHGLFDQ DQG /HKDYLRUDO
<HVHDFK !KHUHLQDIWHU ;UHVLGHQWcV ORPPLVVLRQ"\$ IRU LQVWDQFH\$ REVHUYHG,

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3DL0LQJ WR HPEUDFH PRUH DVSLUDWLRQDO VWDQGDUGV FDQ EH ULJKWO\ FULWFLJHG
IRU UHGXFHQJ OHJDO VWDQGDUGV WR IRUPXODLF UHGXFWRQLW SUDFWLFHV GULYHQ PRUH
E\ OHJDO ULVN PDQDJHUV WKDQ E\ HWKLFDOO\ LQIRUPHG SURIHVVLRQDOLVP& >R
VRPH H[WHQV WKDW VKRUWFRPLQJ LV XQDYRLGDEOH& 5Q RWKHU UHVSHFV\$ KRZHYH\$ LW
LV SRVVLEOH WR DGYDQFH PRUH PHDQLQJXO DQG KXPDLVWLQ LQWHUFDQJH ZLWK
SDWLHQWV ZKLOH DOVR PDLQWLQJ WKH OHJDO EHQFKPDUNV& >KH <HVWDPHQW

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. SURYLGHU%FHQWHUHG VWDQGDUG UHTXLUHV GLVFORVXUH RQO\ RI LQIRUPDWLRQ WKDW
WKH SURYLGHU ZRXOG EH SURIHVVLRQD00\ LQFRPSHHQW QRW WR GLVFORVH\$ DV MXGJHG
E\ VLPLODU SURYLGHUV LQ VLPLODU FLUFXPVWDQFHV _ D VWDQGDUG RIWHQ GHVFULEHG
DV VLP\$0\ IR00RZLQJ FXVWRPDU\ SURIHVVLRQD0 SUDFWLFH&"%

5Q WKH VHFWRQcV ILUVW GUDIW\$ WKH <HSRUWHUV DWWHPSWHG XQVFFHVVIX00\ WR
EULGJH WKLV JXOI ZLWK D VLQJOH EOHQGHG VWDQGDUG WKDW GLG QRW FOHDUO\ DUWLFXODWH
HLWKHU DSSURDFK&"& /DVHG RQ WKH SURMHFW DGYLWHUVc ZH00%MXVWLILHG
GLVVDWLVIDFWLRQ ZLWK WKLV DWWHPSW\$ WKH VHFWRQ ZDV UHVLVHG WR VWDWH HDFK
DSSURDFK VHSUDUDWHO\\$ ZLWKRXW HQGRUVLQJ RQH RYHU WKH

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>KLV VRPHZKDW VSHFXODWLYH !DQGS DGPLWVHGO\\$ KRSHG IRU" FRQYHUJHQFH DW
D FRQFHSWXDO OHYHO PD\ REVFXUHS KRZYHU\$ LPSRUWDQW GLIIHUHQFHV LQ OHJDO
SURFHGXUHV& 3RU LQVWDQFH\$ D SURIHVVLRQDO VWDQGDUG IRU GLVFORVXUH SODFHV
FRQVLGHUDEO\ PRUH HPSKDVLV RQ H[SHUW WHVWLPRQ\ WKDQ GRHV D SDWLHQW%
FHQWUHG VWDQGDUG&#^! >KH WZR VWDQGDUGV DOVR GLIIHU RYHUW\ LQ ZKDW PLJKW EH
FD00HG WKHLU `H[SUHVVLVHa IXQFWLRQV\$ WKDW LV\$ WKH PHVVDJH WKH\ FRQY\ DERXW
ZKDW EHKDYLRU LV PLQLPDOO\ DFFHSWDEOH& . V WKH ;UHVLGHQWcV ORPPLVVLRQ
REVHUYHG\$ `ODZ KDV DQ LPSRUWDQW IXQFWLRQ DV D PRUDO WHDFKHU\$ ERWK IRU WKH
SURIHVVLRQV DQG IRU WKH JHQHUDO SXEOLF& 2YHQ WKRXJK WKH\ GR QRW DOZD\V
JLYH IXOO HIIHFW WR WKH YDOXH RI VHOI%GHWUPLQDWLRQ\$ OHJDO UXOHV DQG FRXUW
GHFLVLRQV UHPLQG VRFLHW\ RI LWV FRPPLWPHQW WR WKLV YDOXH&a#"

. FFRUGLQJO\\$ LW LV QRWDEOH WKDW WKH VHFWRU XQGHUJLUGV D SURIHVVLRQDO
VWDQGDUG RI GLVFORVXUH ZLWK WZR FULWFDQ IRXQGDLRQDO HOHPHQWV& 3LUVW\$ LW
UHTXLUH NH\ FRPSRQHQW RI GLVFORVXUH UHJDUGOHVV RI ZKDW SHU SURIHVVLRQDOV
UHJDUG DV HVVHQWDO&#^ . PRQJ WKHVH DUH WKH UHTXLUPHQW WR DOZD\V WHOO
SDWLHQW WKH JHQHUDO QDWXUH DQG SXUSRVH RI SURSRVHG WUHDWPHQW !XQOHVV RQH
RI WKH VWDQGDUG LQIRUPHG FRQVHQW H[FHSWLRQV DSSOLHV" DQG WKH UHTXLUPHQW WR
DOZD\V WUXWKIXOO\ DQVZHU D SDWLHQWcV UHOHYDQW TXHVWLRQV DQG SURYLGH
LQIRUPDWLRQ WKH SURYLGHU LV RWKHUZLVH DZDUH WKH SDWLHQW UHDFRQDEO\ ZDQW WR
NQRZ& =HFRQGS LQ DUWLFXODWLRQ D SURIHVVLRQDO VWDQGDUG RI GLVFORVXUH\$ WKH
VHFWRU UHIVUW WR DQ DSSURDFK NQRZQ DV WKH `UHDFRQDEOH SK\VLFDQa VWDQGDUG\$
ZKLFK LV EDVHG RQ ZKDW SHU SURYLGHU <02- </ DV DFFHSWDEOH UDWKHU WKDQ
EHLQJ EDVHG VWULFWO\ RQ KRZ RWKHU SURYLGHU EHKDYH& >KXV\$ D SURIHVVLRQDO
VWDQGDUG GRHV QRW SURWHFW SURYLGHU ZKR IROORZ SUHYDLQJ SDWWHUQV WKDW SHU
RSLQLRQ UHJDUGV DV XQDFFHSWDEOH&#^S 5Q WKHVH VHYHUDO UHVSHFVW\$ WKH VHFWRU
JXDUGV DJDLQVW FROOHFWLYH SURIHVVLRQDO VWDQGDUGV GLYHUWLRQ WRR IDU DILHG
IURP WKH XQGHUOLQJ SULQFLSOHV WKDW DQLPDWH WKLV ERG\ RI GRFWULQH&

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8 RYLQJ EH\RQG WKH EDVLF VWDQGDUG RI FDUHS WKH <HVWDWPHQW WDFNOHV
VHYHUDO GLILFXOW LVVXHV WKDW FRXUW KDYH QRW VTXDUHO\ DGGUHVVHG RU FOHDUO\

+7. ?/1+5 <6953-+<387; 80 <708:6/. 687;/7< 37 <2/ C+<3/7<&C:+-<3<387/:
D/5+<387;239)/ ")10#"

*(' ; [cQbQ% `TQ DQ\[^Q^k A[Q `[6[YYQZ` @ [N_Q^bQ_ `TM% QbQZ \M^UQZ&0QZ^Q^QP
Va^U_PU^U[Z_ ia_aMXXe ^Q]aI^Q Qd\Q^` Q_\UY[Ze [Z `TQ Y[^Q `QOTZUOMX M_\QO`_ [R `TQ UZR[^YQP
0[Z_QZ` UZ]aI^e` _aOT M_ `TQ ZM^a^Q MZP Qd^QZ` [R ^U_W_} cTM` \Te_UOUMZ_ SQZQ^MXXe _T[aXP WZ[c%
MZP `TQ bUMNXXU^e [R Mx^Q^ZM^UbQ_`j 6?? @/.3-+5 @+59:+-<3- / D/;<+</ 6 / 7<^ LNIK; Z[Q ,% g) *
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*)') C: /;3. /7<k; 68 6 63; ;387% LNIK; Z[Q O% M`)-)'

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UHVROYHG& >KH WKUHH SULQFLSDO RQHV DUH GLVFORVXUH RI WUHDWPHQW DOWHUQDWLYHV\$
GLVFXVVLQRQ RI QRQWUHDWPHQW RSWLRQV !VR%FD00HG `LQIRUPHG UHIXVD0a"\$ DQG
GLVFORVXUH RI SURYLGHU FKDUDEFWHULVWLFV&

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1LVFORVLQJ DOWHUQDWLYHV WR UHFRPPHQGHG WUHDWPHQW LV WKH OHDVW
GHYHORSHG DVSHFW RI WKH FRUH LQIRUPHG FRQVHQW GXW\& /RWK LQ SDWLHQW%
FHQWHUHG DQG SURYLGHU%FHQWHUHG MXULVGLFWLRQV\$ FRXUWV UHIOH[LYHO\ UHFLWH WKH
GXW\ WR GLVFORVH WUHDWPHQW DOWHUQDWLYHV\$ LQFOXGLQJ WKH RSWLRQ RI IRUJRLQJ
WUHDWPHQW DOWRJHWKHU\$ EXW WKDW GLVFORVXUH DVSHFW LV VHOGRP WKH IREFXV RI
LQIRUPHG FRQVHQW OLVWJDWLQRQ&#% .FFRUGLQJO\\$ WKH GRFWULQDO HOHPHQW RI
SUHFLVHO\ ZKHQ DOWHUQDWLYHV PXVW EH GLVFORVHG\$ DQG LQ KRZ PXFK GHWDLOS LV

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MXVW ZKHWKHU WUHDWPHQW FRXOG KDYH EHHQ DYRLGHG\$ EXW LQVWHDG ZKHWKHU
GLIIHUHQW WUHDWPHQW ZRXOG KDYH ZRUNHG EHWUHU'

. FFRUGLQJ\ \$ WKLW <HVWDWHPHQW WDNHV WZR FRQVLGHUHG VWDQFHV' 3LUVW\$ LW
XVHV WKH WHUP `PDWHULD\ WR GHVFULEH ZKLFK DOWHUQDWLYHV PXVW EH GLVFORVHG'
=HFRQGS LW UHTXLUHV GLVFORVXUH RQ\ RI WKH OA4=>08.0 DQG EDVLF QDWXUH RI VXFK
DOWHUQDWLYHV EXW QRW WKHLU SDUWLFXODU ULVNV DQG EHQHILW'* >KXVH VWDQFHV DUH
EDVHG RQ WKH IRORZLQJ UDWLRQDOHV&

*.' 4_`TQ DQ\ [^Q^k A [^Q` [6 [YYQZ E [N_Q^bQ_2

;GHR K@BJ NE BK@HISX @MC OQDCHBS@AHHSX G@R B@TRDC BNTQSR# DUDM HM O@SHDMS\$BDM\$DQDC
IT@HRCB\$SHNM# SN DWQDRR BNMBDQM SG@S QNSD @OOKHB@SHNM NE SGD NESSDWOQDRRDC CTSX SN
CHRBTRR @KSDQ@SHUDR LHFSG #LONRD @M DWBDRRHUJ KH@AHHSX QHRJ NM OQNUHCDQR VGN# HM
GHMCRHFGS# L@CD SGD TMENQSTM@SD BGNHBD ADSVDDM SVN QD@RNM@AKD NOSHNMR# 1 = DRS
<HQFHM@ BNTQS# ENQ HMRS@MBD# @OOD@QR SN G@UD GDIC SG@S SGD CTSX SN @CUHRD NE @KSDQ@SHUDR
HR# @R @ FDMQ@K L@SSDQ# FNUDQDQC AX [NQCHM@QX LDCHB@K MDRKHFDMBD OQHMBHOKDR\ Q@SGDQ
SG@M AX HMENQLDC BNMRDMS# ;GD BNTQS V@R BNMBDQDQC SG@S [DWSDMC>HMF? SGD CTSX NE
HMENQLDC BNMRDMS% % % HMSN SQD@SLDMS NOSHNM @U@HK@AHHSX CDSQ LHM@SHNMZ VGHGB @QD
MDBDRR@QHX CQHUMD AX LDCHB@K ITCFLDMS ZADXMNMC SGD RBNOD NE @ O@SHDMSJR SQD@SLDMS
RDXDBSHNM BGNHBD AIDDCR SGD BNMBDOS HMSN @M @QD@ FNUDQDQC AX SGD FDMQ@K OQHMBHOKDR NE
BNL@SDMS LDCHB@K OQ@BSHBD\ 2HMD U% 6QDR@9D@GK# , (- :%3(C - , # .) ! = % < @ % (& ' ("
!HMUNKUHMF @ RSQNJ D @SHDMS VGN V@R L@M@FDC VHSG ADCQDRS @MC NARDQU@SHNM Q@SGDQ SG@M
[BKNSSATRSHMF\ SQ@NLANKXSHB LDCHB@SHNM" 1 MC @ 2@KHENQM@ BNTQS VNQQHDC SG@S SGD NODMS
DMCDC M@STQD NE SGD SQD@SLDMS @KSDQ@SHUD D@L@DMS BNTKC ENQBD OQNUHCDQR SN [DW@HM D@BG
@MC DUDQX ONRRHAKD >@KSDQ@SHUD? OQNBDCQD QDF@QCDRR VGD\$SGDQ GD NQ RGD ADKHDUDR HS SN AD
LDCHB@KX HMCHB@SDC#\ VHSG SGD [HMDUHS@AKD QDRTE\ SG@S QNTSHMD SQD@SLDMS CDBHRHNM VNTIC
QDPTHQD @ [LHM\$BNTQRD HM LDCHB@K RBHDMBD#\ QDBNFMHYHMF SG@S [SGDQ L@X AD CNYDMR#
ODQG@OR DUDM GTMCQDCR# NE CH@FMNRSB OQNBDCQD VGHGB BNTIC QDUD@K @ Q@QD @MC
TMENQDRDDM LDCHB@K BNMC\$SHNM ATS VGHGB @QD MNS LDCHB@KX HMCHB@SDC\ <@MCH U%
8DQL@MDMSD 7DCHB@K 4QO# . 2@K 9OSQ% (C *+) !2% 100% ' . . (%)

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* / ' <Z MPPU [Z ` [^TQ_Q \ [UZ_ % U_ U_ Z [^Qc [^Te `TM M% @aXOXU` ?P I D U I - aZ N Q P a g = I ; % ? P 3 a S d @ Q_ P P a 9 / F & T j P O b & d i E - a U_ M ?

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ORXUW KDYH QRW VHWOHG RQ FRQVLVHQW WHUPLQRORJ\ DERXW ZKHQ D WUHDWPHQW DOWHUQDLYH LV VLJQLILFDQW HQRXJK WR UHTXLUH GLVFORVXUH&S! @DULRXV FDVHV VD\ RU VXJJHVW WKDW RQO\ PHGLFD00\ `YLDEOH\$a `IHDVLEOH\$a `DFFHSWDEOH\$a RU `DYDLODEOHa DOWHUQDLYHV QHHG EH GLVFORVHG&S" EXW WKDW ZRXOG DSSHDU WR JR DOPRVW ZLWKRXW VD\LQJ& >KLV <HVWDWPHQW LQVWHDG XVHV WKH WHUP `PDWHULD0\$a WR HQFRPSDVV ERWK WKHVH LVVXHV RI PHGLFDO MXGJPHQW DV ZHOO DV HOHPHQW RI SDWLHQW SUHIHWHQFH& 5Q SURYLGHU%FHQWHUHG MXULVGLFWLRQV\$ `PDWHULD0a LV GHILQHG SULPDULO\ IURP WKH PHGLFDO SURIHVVLRQDO SHUVSHFWLYH RI ZKDW DOWHUQDLYHV RWKHU SURYLGHUV EHOHYH WKHLU FRPSHWQW SHHUV VKRXOG GLVFXVV LQ WKH FLUFXPVWDQFH& 5Q SDWLHQW%FHQWHUHG MXULVGLFWLRQV\$ KRZHYHU\$ UHTXLULQJ GLVFORVXUH RI `PDWHULD0a DOWHUQDLYHV RSHQV WKH GRRU WR PRUH VXEHSWLYH UHJUHW RYHU SDWKV QRW WDNHQ& >KHUHIRUH\$ ORP PHQW 6 DGylVHV WKHVH MXULVGLFWLRQV WKDW,

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.GPLWWHG0\ \$ WKLW LV D IDLU0\ QRYHO DSSURDFK\$ ODFNLQJ DQ\ GHYHORSHG FDVHODZ VXSSRUW VSHFLILFD00\ RQ SRLQW& 4RZHYHU\$ LW UHFRQFLOHV WKH SDWLHQW% FHQWHUHGQHV RI WKH `PDWHULD0LW\$a FRQFHSW ZLWK WKH SURIHVVLRQDO%VWDQGUGV IRFXV RI WKH ODQJXDJH TXRWHG DERYH\$ ZKLFK LV DOVR IURP SDWLHQW%FHQWHUHG MXULVGLFWLRQV&

>KH VHFWRQcV RWKHU GXW\%OLPLWLQJ VWDQFH IRU WUHDWPHQW DOWHUQDLYHV LV WR DYRLG KROGLQJ SURYLGHUV WR DQ\ SDUWLFXODU VWDQGUG RI VSHFLILFLW\ LQ GLVFXVVVLQJ WKH ULNVV DQG EHQHILWV RI WKH DOWHUQDLYHV WKDW PXVW EH GLVFORVHG& <HTXLULQJ PRUH WKDQ WKLW UXQV WKH ULNVV RI LQVLVWLQJ WKDW SURYLGHUV JR LQWR PRUH GHWDLO WKDQ LV IHDVLEOH _RU WKDQ SDWLHQWV JHQHUD00\ ZDQW _DERXW YDULRXV SDWKV WKDW FRXOG EH WDNHQ WKHQ&S\$ <DWKHU WKDQ IXUWKHU SDUVLQJ ZKDW

+(' 9[^ M ^QbUQc [R `TQ aZ_Q`XQP _M`Q [R `TU_ OM_Q XMc%_QQ >^Ma_Q% LNIK; Z[Q *,% M` +*+h+-' +)' @/ .3-+5 @+59:++<3-/ D/;<+</ 6 / 7<% LNIK; Z[Q ,% g)* OY`' E "O[XXQO`UZS OM_Q_#3 L??# ?%A# ?XQ ?R?WW>XU I 9aP; a; 9_RXXX?Xag ! E P`aU`?WW>X: aUXXUT?Xa0a; XUXaW9, ".2.40 -4.201(!)--5.9898(.)13.1157(")-8(&)-6.625--5.9

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UHFRPPHQG RU SXUVXH WUHDWPHQW 4RZHYHU\$ HYHQ LQ SDWLHQW%FHQWHUHG
MXULVGLFWLRQ\$ PRVW FRXUWV DUH LQFOLQHG WR DSSO\ RQO\ FRQYHQWLRQDO
PDO\SUDFWLFH SULQFLSOHV WR WKHVH QRQWUHDWPHQW VLWXDWLRQV\$% SHUKDSV EHFDXVH
WKH\ VHQVH WKDW WKH WZR SRWHQWLDOO\ GLVWLQFW GRFWULQDO FDUWJULHV WHQG WR PHOG

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\$! %4=.69=?<0 *06->0/>9 -)<9@4/0<B= \$<0/08>4-6= -8/ &A:0<408.0

8 RVW LQIRUPHG%FRQVHQW OLWJJDWLRQ DGGUHVHVH ULVNV WKDW DUH LQKHUHQW WR D SDUWLFXODU FRXUVH RI WUHDWPHQW\$ WDLORULQJ WKH GLVFORVXUH WR D SDWLHQWcV SDUWLFXODU FLUFXPVWDQFHVS EXW QRW DFFRUGLQJ WR WKRVH ZKR PLJKW DGPLQLVWHU WKH WUHDWPHQW& 9HYHUWKHOHVV\$ FKDUDEFWULVWLFV RI D SURYLGHU PLJKW EH YHU\ LPSRUWDQW WR D SDUWLFXODU SDWLHQWcV GHOLEHUDWLRQ DERXW ZKDW FRXUVH RI DFWLRQ WR WDNH_IRU LQVWDQFH\$ ZKHWKHU WR VHHN D VHFRRG RSLQLRQ RU D PRUH H[SHULHQFHG SURYLGHU& 5W LV WKUHURUH VRPHZKDW LQFRQJUXRXV WKDW LQIRUPHG FRQVHQW ODZ GRHV QRW FRQVLVWHQW\ UHTXLUH GLVFORVXUH RI ULVN IDFWRUV UHODWHG WR D SURYLGHUcV SDUWLFXODU H[SHULHQFH DQG VNL00VS VXFK DV KRZ PDQ\ WLPHV WKH SURYLGHU KDV GRQH D SURFHGXUH DQG KRZ RIWHQ WKH SURYLGHU KDV EHHQ XQVFFHVVIXO&⁵)

ORXUWc UHOXFWDQFH\$ HYHQ LQ SDWLHQW%FHQWHUHG MXULVGLFWLRQVS WR H[WHQG WKH LQIRUPHG FRQVHQW GXW\ LQ WKLW PDQQHU LV XQGHUWDQGDEOH&\$* =WDQGDUG

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PLVHSUHVHQWDLRQ LV DFWLRQDEOH XQGHU JHQHULF WRUW SULQFLSOHV&%" ?QGHU
LQIRUPHG FRQVHQW GRFWLQHS WKLW VHFWRQ DOVR PDNHV DFWLRQDEOH WKH IDLOXUH WR
`WUXWKIXOO\ DQVZHU WKH SDWLHQWcV UHOHYDQW TXHVWLRQV UHODWLQJ WR WKH
SURYLGHU&a%#

. UHODWHG LVVXH LV ZKHWKHU LQIRUPHG FRQVHQW UHTXLUHV GLVFORVLQJ WKH
FRVWV WKDW D SDWLHQW ZLOO LQFXU IRU D FRXUVH RI WUHDWPHQW& =R IDUS FRXUVV KDYH
QRW DGGUHVVHG WKDW LVVXH& 4RZHYHUS VRPH FRP PHQWDRUV KDYH UHFRJQLJHG LWV
LPSRUWDQFH LQ DQ HUD RI `FRQVXPHU%GULYHQa KHDOWK FDUH ZKHUH WKH QHHG IRU
JUHDWHU SULFH WUDQVSDUHQF\ LV LQFUHDVLQJ\ VWUHVVHG&%"\$.V ZLWK SURYLGH%

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<HWXUQLQJ WR WKLW HVVD\cV RSHQLQJ WKHPH\$ DSSURSULDWH OLDELQW\ IRU
EUHDFK RI LQIRUPHG FRQVHQW VWULNHV D EDODQFH EHWZHHQ WKH GRFWULQHcV KLJKHVW
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RYHU\ FRQFHUHG DERXW WKH SUDJPDWLF FRQVLGHUDWLRQV& 5Q VRPHZKDW EURDGHU
SHUVSHFWLYH\$ KRZHYHUS LW LV LPSRUWDQW WR HPSKDV\JH D NH\ VDIHJDUG DJDLQW
LQIRUPHG FRQVHQW ODZ EHLQJ LQVXILFLHQW\ SDWLHQW\FHQWHUHG, WKH UHTXLUHPHQW
WKDW SURYLGHUV JLYH SDWLHQWV DOO UHOHYDQW LQIRUPDWLRQ `WKDW WKH SURYLGHU LV
DZDUH WKH SDWLHQW UHDVRQDEO\ ZDQW WR NQRZ&a*(>KDW VDIHJDUG DSSOLHV LQ
SURYLGHU\FHQWHUHG DQG SDWLHQW\FHQWHUHG MXULVGLFWLRQV DOLNH&*) 5Q SDUWLFXODUS
WKH UHTXLUHPHQW WKDW SURYLGHUV DQVZHU SDWLHQWVc UHOHYDQW TXHVWLRQV DOORZV
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ORPPHQW 7 QRWHV\$ WKLW NH\ VDIHJDUG `UHGXFHV WKH QHHG IRU EDVHOHQ OHJDO
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QRW NQRZ HQRXJK WR NQRZ ZKDW WKH\ VKRXOG EH FRQFHUQHG DERXW& . OVR\$ D
KLJKO\ IDFV\SHFLILF LQTXLU\ LQWR ORQJ&DJR FRQYHUVDWLRQV\$ RU D VXEMHFWLYH
LQTXLU\ LQWR ZKDW D SURYLGHU UHDVRQDEO\ VKRXOG KDYH VHQVHG\$ SODFHV REYLXV
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D SURYLGHUcV GLVFORVXUH ZDV UHDVRQDEOH&a!&

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