EXHIBIT 5

<u>Bold and underlined text</u> indicates proposed added language

~~Bold and strikethrough text~~ indicates proposed deleted language

DEPOSITS

SERVICE GUIDE

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Depositing Securities at DTC

This section briefly describes how deposits are processed by DTC. Participants can review information and account activity via various **<u>functions in</u>** PTS**<u>, ~~or~~</u>** PBS **<u>or the Securities Processing Application (SPA)</u>** ~~functions~~**<u>system</u>**, as explained in Tracking Deposits.

Participants can make deposits by using one of the following methods:

- DTC's Deposit Automation Management system (via the PTS function DAMP or PBS function Deposit Automation), and deposits made through DTC's Interface Department)

- The Branch Deposits system (via Computer-to-Computer Facility [CCF/CCF II] transmissions)

- The Restricted Deposits system (via the PTS function RDSP and PBS function Restricted Deposit Service – Participant)

- **<u>The SPA system (via Application Programming Interface (API) or via the DTCC Portal) to inquire, create and review transactions</u>**

- ~~The Fast Automated Securities Transfer system (FAST) (via the PTS function PDWC and PBS function Participant Direct Deposit Withdrawal).~~

  Note:

To expedite the deposit process, Participants should carefully follow the steps described in Preparing Certificates for Transfer before making a shipment to DTC.

Participants can submit certificates in one of three ways:

1. **Messenger delivery** to DTC's Central Delivery Department at 570 Washington Blvd. (side entrance 30 Newport Parkway), Deposits Window (for New York metropolitan area Participants)

2. **Overnight delivery** to the Interface Department (for Participants outside the New York metropolitan area)

3. **Branch deposits** via air courier or messenger

Once an acceptable deposit is received, DTC credits the Participant's general free account at the depository as follows:

- Same-day credit: Deposits received before noon Eastern ~~Standard~~ Time at DTC's Central Delivery window, or by DWAC deposit **entered by the Participant and created via SPA and approved by the custodian/agent**.

- Next Day credit: Deposits received between 2:00 p.m. and 5:30 p.m. Eastern ~~Standard~~ Time at the Central Delivery Window or via the Interface Department.

- Same-day credit: Branch deposits received by 11:00 a.m. Eastern Time.

Note:

This processing schedule does not apply to certain products such as restricted deposits and mandatory reorg deposits. See those sections for details.

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DEPOSIT / WITHDRAWAL AT CUSTODIAN (DWAC)

About the Product

Deposit/Withdrawal at Custodian (DWAC) is available as an online facility, file transfer or MQ format that lets Participants send requests to Fast Automated Securities Transfer (FAST) agents/custodians to deposit or withdraw securities into or out of their respective DTC account(s). **DWAC is available on the Securities Processing Application (SPA) system via the DTCC Portal or Application Programming Interface (API).**

How the Product Works

FAST minimizes certificate movement and streamlines transfers for Participants who maintain a quantity of securities at a transfer agent in the form of a balance certificate registered to Cede & Co, DTC's nominee. These balance certificates are increased and decreased daily by the net of deposit and withdrawal-by-transfer (WT) activity.

Once a Participant requests a DWAC through ~~PTS, PBS~~**the SPA system via the DTCC Portal or API,** or **through** the CF2DWX file**, a unique Transaction ID is assigned, which allows for tracking by the Participant and** the custodian/agent**. The custodian/agent then** responds to DTC, either accepting or rejecting the transaction. If the transaction is accepted then the custodian/agent also confirms that it has registered the transfer in the name of Cede & Co. in accordance with the (Balance) Certificate Agreement between itself, the transfer agent or registrar, and DTC. DTC will then increase the Participant's free position for the quantity of the transfer.

Once the custodian has acted on the Participant's request, ~~PTS generates a confirmation ticket for both the Participant and the custodian indicating that a transaction is~~**SPA assigns a Transaction Status indicating the disposition of the transaction in the transaction life cycle, with a full audit trail of the various statuses. The following are the available types of Transaction Status in the transaction life cycle:**

- **Approved by TA**
- ~~Recycled~~
- **Cancelled by Participant**
- ~~Dropped (custodian did not approve or cancel the Participant's request by the deadline)~~
- **Chilled Error in position update**
- ~~Pending custodian approval~~
- **Made.** Approved **by TA**
- ~~Canceled.~~
- **Made. Pending TA Approval**

- **No Action by TA (custodian/agent did not approve or reject the Participants request by the deadline)**

- **Pending DTC processing**

- **Pending TA Approval**

- **Recycle**

- **Recycle made, Pending TA Approval**

- **Rejected by TA**

- **Transaction Dropped**

This information is available via**:**

(i) the DWCEOD file. The function user guide can be found at http://dtcc.com/~/media/Files/Downloads/Settlement-Asset-Services/CCF/securities%20processing/21DWACEOD.pdf**; and**

(ii) **API. Information on APIs is available on the DTCC API Marketplace via https://www.dtcc.com/api.**

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Associated PTS / PBS/File Functions

Participants can use the following list of PTS/PBS /File functions to submit DWAC deposits at DTC and to track their status

Use This Function	To
CDWC / TA Direct Deposit/Withdrawal	Receive and reply to participant requests. For custodian use only.
PDWC / Part Direct Deposit/Withdrawal	Submit deposit and withdrawal instructions to the custodian. For Participant use only.
CF2DWX File	Submit deposit and withdrawal instructions to the custodian. For Participant use only.

Associated SPA Portal Navigation/File Functions/Application Programming Interface (APIs)

Follow to Access SPA Function	To
MyDTCC.com>Securities Processing Application>Transactions>DWAC>Create Instruction	**Participant submission to Create a DWAC Deposit or Withdrawal Transaction.**
MyDTCC.com>Securities Processing Application>Transactions>DWAC>Pending Approval	**Custodian/Agent can Approve or Reject DWAC Deposit or Withdrawal. Participant can view inquire on the Transaction Status.**
Application Programming Interface (API)	**APIs provide a real-time processing solution, although CCF Batch Files are still currently supported.**

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The Depository Trust Company,

a subsidiary of The Depository Trust & Clearing Corporation

OPERATIONAL ARRANGEMENTS

(Necessary for Securities to Become and Remain Eligible for DTC Services)

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2. FAST Program

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c. DWAC

DTC may require that a FAST Agent for certain issue types (*e.g.,* Rule 144A issues, unit investment trusts ("UITs"), unsponsored American Depositary Receipts ("ADRs"), Unit separation into components or other Securities requiring special processing) use DTC's **Securities Processing Application (SPA) system, Transactions,** DWAC function. On each day on which the Agent is open for business and on which it receives an instruction originated by a Participant through DTC's **SPA system**~~DWAC~~ to either submit deposit (increase) or withdrawal (decrease) instructions to a FAST Agent via DTC's **~~PTS, PBS,~~SPA system** or other DTC-approved electronic communications medium by a specified number of shares, units or obligations, the FAST Agent is responsible for approving or canceling deposit or withdrawal instructions no later than 5:30 p.m. ET.

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