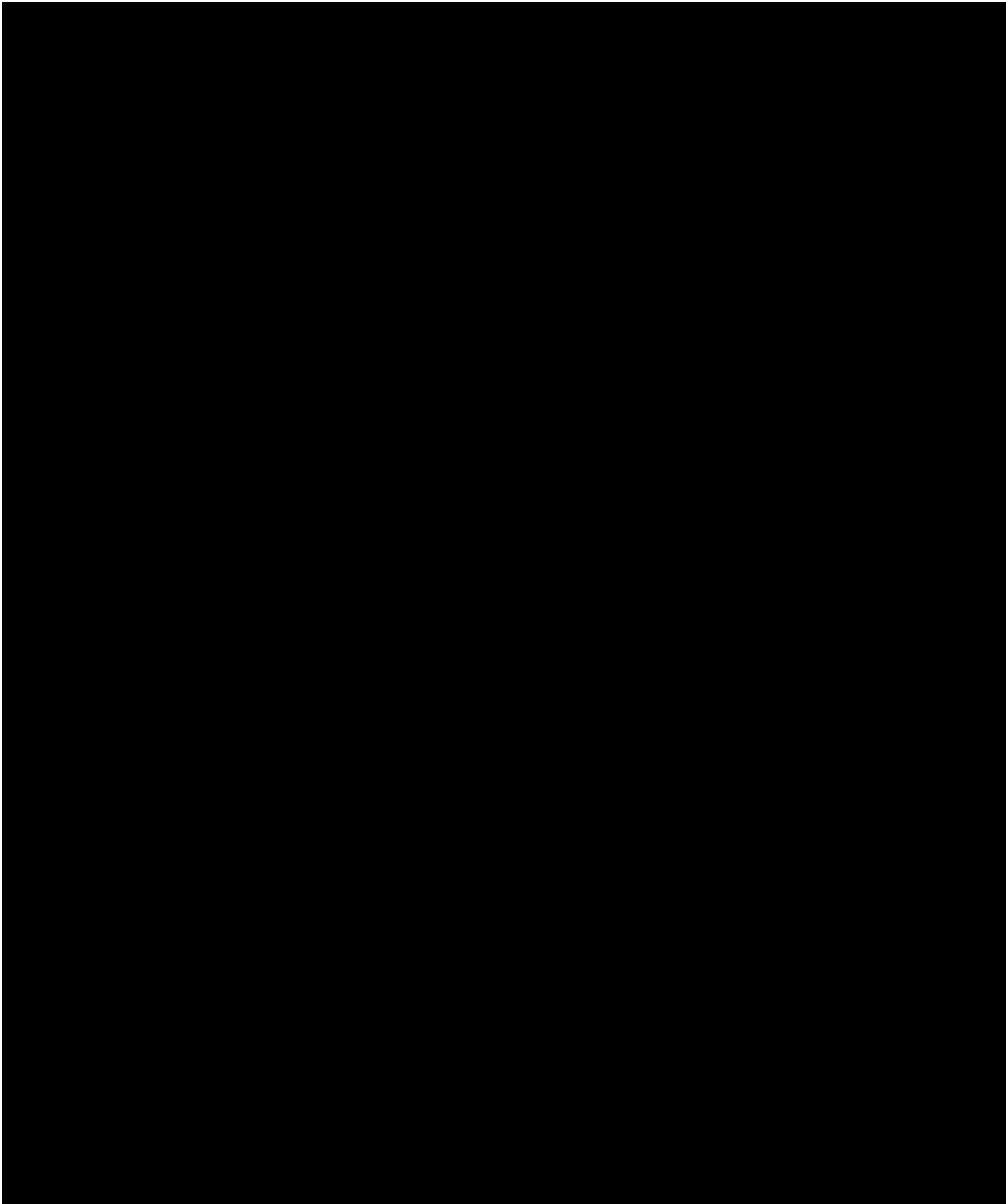

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Only shareholders of record at the close of business on September 2, 2008 (the "Record Date"), are entitled to notice of, and to vote at, the Special Meeting. Authorization of the Harbinger Share Acquisition at the Special Meeting requires the affirmative vote of shareholders present at the Special Meeting in person or by proxy, representing at least: (1) a majority of the voting pow



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Accordingly

CAUTIONARY S ~

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How many shares are outstanding?

For the number of Common Shares and shares of Series A-2 Preferred Stock issued and outstanding as of the Record Date and entitled to

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- a majority of the voting power entitled to vote in the election of Company directors, excluding any shares which are “Interested Shares,” represented at the Special

THE HARBINGER SHARE ACQUISITION PROPOSAL

Harbinger proposes to acquire that number of Common Shares that, when added to all other shares in respect of which Harbinger may exercise or direct themay exerma



ACQU

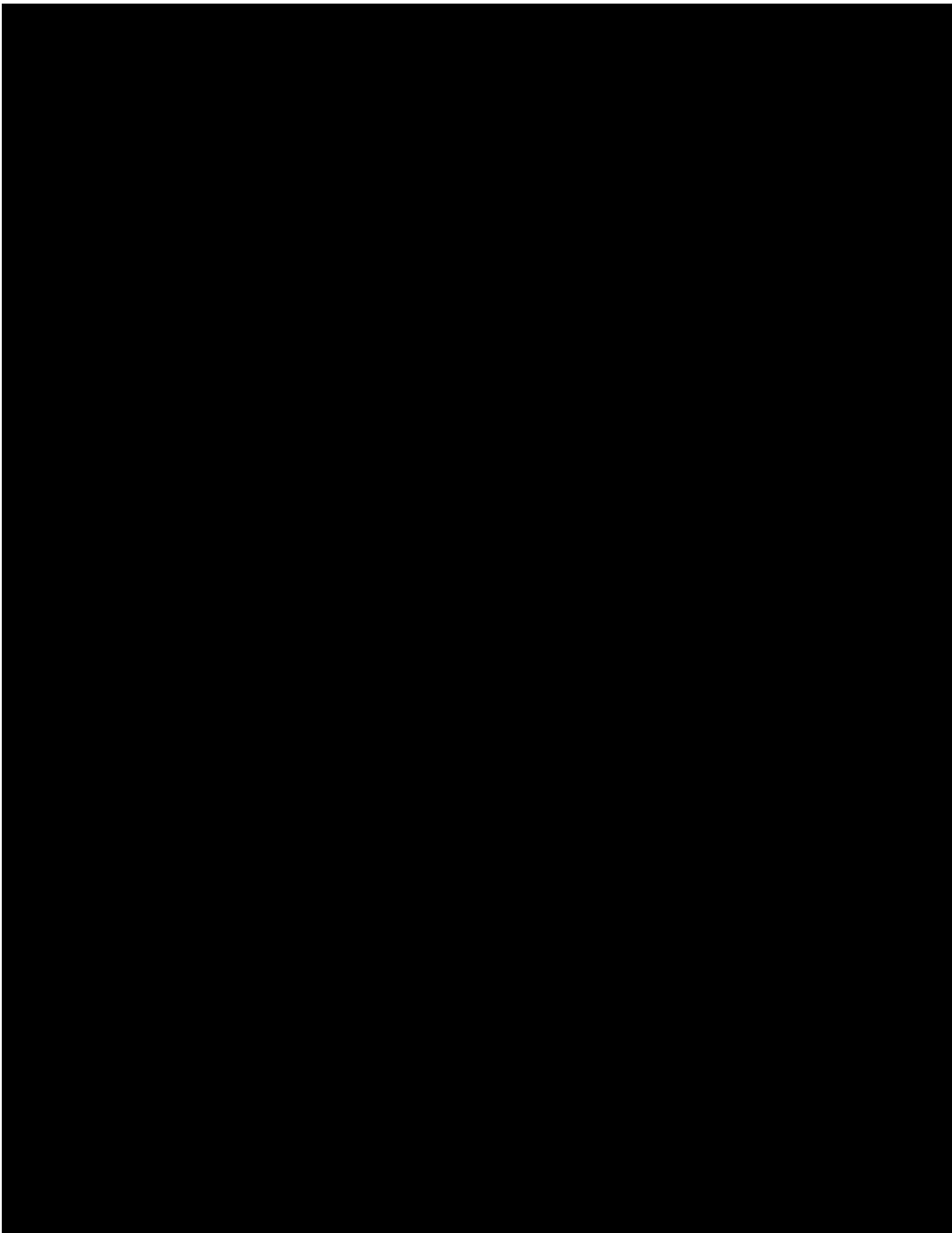
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ITEM 4. RANGE OF VOTING POWER.

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(D) Notice of the special meeting of shareholders shall be given as promptly as reasonably practicable by the issuing public corporation to all shareholders of record as of the record date set for such meeting, whether or not entitled to vote at the meeting.



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(2) Voting shares of a foreign parent corporation are issued or tra

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(Y) “*Issuing public corporation*” means a domestic corporation with fifty or more shareholders that has its principal place of business, its principal executive offices, assets having su

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(EE)

[FORM OF PROXY—FRONT—GREEN]

~~FORMS~~ ROXY—Fots R] tnt I Fo ENXon O] R XXb

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All previous proxies given by the undersigned to v rs ~ j e

CERTIFICATION AS TO ELIGI

