

Cash Settlement

September 19, 2016

Exchange/Memo ID:203918

ONN / OCC ID: 39725



FAIRCHILD SEMICONDUCTOR INTERNATIONAL, INC. - CASH SETTLEMENT/ACCELERATION OF EXPIRATIONS

DESCRIPTION:

On September 16, 2016, Falcon Operations Sub, Inc., a wholly-owned subsidiary of ON Semiconductor Corporation, completed its tender offer for Fairchild Semiconductor International, Inc. (FCS) Common Shares. The subsequent merger was completed before the open on September 19, 2016. As a result, each existing FCS Common Share will be converted into the right to receive \$20.00 net cash per share.

ACCELERATION OF EXPIRATIONS

Pursuant to OCC Rule 807, equity stock option contracts whose deliverables are adjusted to call for cash-only delivery will be subject to an acceleration of the expiration dates for outstanding option series. (See OCC Information Memo 23707) Additionally, the exercise by exception (ex by ex) threshold for expiring series will be \$.01 in all account types.

All series of Fairchild Semiconductor International, Inc. options whose expiration dates are after 10-21-2016 will have their expiration dates advanced to 10-21-2016. Expiration dates occurring before 10-21-2016 (e.g., Flex options) will remain unchanged.

All Fairchild Semiconductor International, Inc. options will utilize a \$.01 exercise threshold.

Option Symbol: FCS

Existing Expiration: All months

New expiration date: 10-21-2016

Existing American-style Fairchild Semiconductor International, Inc. options remain exercisable at the option of the holder prior to their expiration. Exercised options will continue to settle in three business days.

Pending Contract Adjustments:

Pursuant to the By-Laws of the Options Clearing Corporation ("OCC"), the below options will be adjusted as follows.

Adjustment Date:	September 19, 2016		
Option Symbol:	FCS	remains	FCS
Underlying Security:	FCS	remains	FCS
Contract Multiplier:	1		
Strike Divisor:	1		
New Multiplier:	100		
New Deliverable:	\$2,000.00 Cash (\$20.00 x 100)		

Pricing Considerations:

Additional Exchange Info: On Monday, September 19th, 2016, immediately after the BOX close, all resting orders for FCS in the order book will be canceled by the BOX Market Operations Center.

Old Option Symbol	Old PutCall Code	Old Strike Price	Old Contract Date	New Option Symbol	New PutCall Code	New Strike Price	New Contract Date
FCS	C/P	11.00	10/21/2016	FCS	C/P	11.00	10/21/2016
FCS	C/P	12.00	10/21/2016	FCS	C/P	12.00	10/21/2016

Old Option Symbol	Old PutCall Code	Old Strike Price	Old Contract Date	New Option Symbol	New PutCall Code	New Strike Price	New Contract Date
FCS	C/P	13.00	10/21/2016	FCS	C/P	13.00	10/21/2016
FCS	C/P	14.00	10/21/2016	FCS	C/P	14.00	10/21/2016
FCS	C/P	15.00	10/21/2016	FCS	C/P	15.00	10/21/2016
FCS	C/P	16.00	10/21/2016	FCS	C/P	16.00	10/21/2016
FCS	C/P	17.00	10/21/2016	FCS	C/P	17.00	10/21/2016
FCS	C/P	18.00	10/21/2016	FCS	C/P	18.00	10/21/2016
FCS	C/P	19.00	10/21/2016	FCS	C/P	19.00	10/21/2016
FCS	C/P	20.00	10/21/2016	FCS	C/P	20.00	10/21/2016
FCS	C/P	21.00	10/21/2016	FCS	C/P	21.00	10/21/2016
FCS	C/P	22.00	10/21/2016	FCS	C/P	22.00	10/21/2016
FCS	C/P	23.00	10/21/2016	FCS	C/P	23.00	10/21/2016
FCS	C/P	24.00	10/21/2016	FCS	C/P	24.00	10/21/2016
FCS	C/P	25.00	10/21/2016	FCS	C/P	25.00	10/21/2016
FCS	C/P	26.00	10/21/2016	FCS	C/P	26.00	10/21/2016
FCS	C/P	27.00	10/21/2016	FCS	C/P	27.00	10/21/2016
FCS	C/P	28.00	10/21/2016	FCS	C/P	28.00	10/21/2016
FCS	C/P	29.00	10/21/2016	FCS	C/P	29.00	10/21/2016
FCS	C/P	11.00	11/18/2016	FCS	C/P	11.00	11/18/2016
FCS	C/P	12.00	11/18/2016	FCS	C/P	12.00	11/18/2016
FCS	C/P	13.00	11/18/2016	FCS	C/P	13.00	11/18/2016
FCS	C/P	14.00	11/18/2016	FCS	C/P	14.00	11/18/2016
FCS	C/P	15.00	11/18/2016	FCS	C/P	15.00	11/18/2016
FCS	C/P	16.00	11/18/2016	FCS	C/P	16.00	11/18/2016
FCS	C/P	17.00	11/18/2016	FCS	C/P	17.00	11/18/2016
FCS	C/P	18.00	11/18/2016	FCS	C/P	18.00	11/18/2016
FCS	C/P	19.00	11/18/2016	FCS	C/P	19.00	11/18/2016
FCS	C/P	20.00	11/18/2016	FCS	C/P	20.00	11/18/2016
FCS	C/P	21.00	11/18/2016	FCS	C/P	21.00	11/18/2016
FCS	C/P	22.00	11/18/2016	FCS	C/P	22.00	11/18/2016
FCS	C/P	23.00	11/18/2016	FCS	C/P	23.00	11/18/2016
FCS	C/P	24.00	11/18/2016	FCS	C/P	24.00	11/18/2016
FCS	C/P	25.00	11/18/2016	FCS	C/P	25.00	11/18/2016
FCS	C/P	26.00	11/18/2016	FCS	C/P	26.00	11/18/2016
FCS	C/P	27.00	11/18/2016	FCS	C/P	27.00	11/18/2016
FCS	C/P	28.00	11/18/2016	FCS	C/P	28.00	11/18/2016
FCS	C/P	29.00	11/18/2016	FCS	C/P	29.00	11/18/2016
FCS	C/P	3.00	01/20/2017	FCS	C/P	3.00	01/20/2017
FCS	C/P	5.00	01/20/2017	FCS	C/P	5.00	01/20/2017
FCS	C/P	8.00	01/20/2017	FCS	C/P	8.00	01/20/2017
FCS	C/P	10.00	01/20/2017	FCS	C/P	10.00	01/20/2017
FCS	C/P	11.00	01/20/2017	FCS	C/P	11.00	01/20/2017
FCS	C/P	12.00	01/20/2017	FCS	C/P	12.00	01/20/2017
FCS	C/P	13.00	01/20/2017	FCS	C/P	13.00	01/20/2017
FCS	C/P	14.00	01/20/2017	FCS	C/P	14.00	01/20/2017
FCS	C/P	15.00	01/20/2017	FCS	C/P	15.00	01/20/2017

Old Option Symbol	Old PutCall Code	Old Strike Price	Old Contract Date	New Option Symbol	New PutCall Code	New Strike Price	New Contract Date
FCS	C/P	16.00	01/20/2017	FCS	C/P	16.00	01/20/2017
FCS	C/P	17.00	01/20/2017	FCS	C/P	17.00	01/20/2017
FCS	C/P	18.00	01/20/2017	FCS	C/P	18.00	01/20/2017
FCS	C/P	19.00	01/20/2017	FCS	C/P	19.00	01/20/2017
FCS	C/P	20.00	01/20/2017	FCS	C/P	20.00	01/20/2017
FCS	C/P	21.00	01/20/2017	FCS	C/P	21.00	01/20/2017
FCS	C/P	22.00	01/20/2017	FCS	C/P	22.00	01/20/2017
FCS	C/P	23.00	01/20/2017	FCS	C/P	23.00	01/20/2017
FCS	C/P	24.00	01/20/2017	FCS	C/P	24.00	01/20/2017
FCS	C/P	25.00	01/20/2017	FCS	C/P	25.00	01/20/2017
FCS	C/P	26.00	01/20/2017	FCS	C/P	26.00	01/20/2017
FCS	C/P	27.00	01/20/2017	FCS	C/P	27.00	01/20/2017
FCS	C/P	28.00	01/20/2017	FCS	C/P	28.00	01/20/2017
FCS	C/P	29.00	01/20/2017	FCS	C/P	29.00	01/20/2017
FCS	C/P	30.00	01/20/2017	FCS	C/P	30.00	01/20/2017
FCS	C/P	35.00	01/20/2017	FCS	C/P	35.00	01/20/2017
FCS	C/P	11.00	02/17/2017	FCS	C/P	11.00	02/17/2017
FCS	C/P	12.00	02/17/2017	FCS	C/P	12.00	02/17/2017
FCS	C/P	13.00	02/17/2017	FCS	C/P	13.00	02/17/2017
FCS	C/P	14.00	02/17/2017	FCS	C/P	14.00	02/17/2017
FCS	C/P	15.00	02/17/2017	FCS	C/P	15.00	02/17/2017
FCS	C/P	16.00	02/17/2017	FCS	C/P	16.00	02/17/2017
FCS	C/P	17.00	02/17/2017	FCS	C/P	17.00	02/17/2017
FCS	C/P	18.00	02/17/2017	FCS	C/P	18.00	02/17/2017
FCS	C/P	19.00	02/17/2017	FCS	C/P	19.00	02/17/2017
FCS	C/P	20.00	02/17/2017	FCS	C/P	20.00	02/17/2017
FCS	C/P	21.00	02/17/2017	FCS	C/P	21.00	02/17/2017
FCS	C/P	22.00	02/17/2017	FCS	C/P	22.00	02/17/2017
FCS	C/P	23.00	02/17/2017	FCS	C/P	23.00	02/17/2017
FCS	C/P	24.00	02/17/2017	FCS	C/P	24.00	02/17/2017
FCS	C/P	25.00	02/17/2017	FCS	C/P	25.00	02/17/2017
FCS	C/P	26.00	02/17/2017	FCS	C/P	26.00	02/17/2017
FCS	C/P	27.00	02/17/2017	FCS	C/P	27.00	02/17/2017
FCS	C/P	28.00	02/17/2017	FCS	C/P	28.00	02/17/2017
FCS	C/P	29.00	02/17/2017	FCS	C/P	29.00	02/17/2017
FCS	C/P	11.00	05/19/2017	FCS	C/P	11.00	05/19/2017
FCS	C/P	12.00	05/19/2017	FCS	C/P	12.00	05/19/2017
FCS	C/P	13.00	05/19/2017	FCS	C/P	13.00	05/19/2017
FCS	C/P	14.00	05/19/2017	FCS	C/P	14.00	05/19/2017
FCS	C/P	15.00	05/19/2017	FCS	C/P	15.00	05/19/2017
FCS	C/P	16.00	05/19/2017	FCS	C/P	16.00	05/19/2017
FCS	C/P	17.00	05/19/2017	FCS	C/P	17.00	05/19/2017
FCS	C/P	18.00	05/19/2017	FCS	C/P	18.00	05/19/2017
FCS	C/P	19.00	05/19/2017	FCS	C/P	19.00	05/19/2017
FCS	C/P	20.00	05/19/2017	FCS	C/P	20.00	05/19/2017

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FCS	C/P	23.00	05/19/2017	FCS	C/P	23.00	05/19/2017
FCS	C/P	24.00	05/19/2017	FCS	C/P	24.00	05/19/2017
FCS	C/P	25.00	05/19/2017	FCS	C/P	25.00	05/19/2017
FCS	C/P	26.00	05/19/2017	FCS	C/P	26.00	05/19/2017
FCS	C/P	27.00	05/19/2017	FCS	C/P	27.00	05/19/2017
FCS	C/P	28.00	05/19/2017	FCS	C/P	28.00	05/19/2017
FCS	C/P	29.00	05/19/2017	FCS	C/P	29.00	05/19/2017

Disclaimer:

This Information Memo summarizes corporate events affecting listed options. No warranty of accuracy or completeness is given with respect to the summary. Option series information is based on series existing at OCC at the time this Memo was generated.

Contact Information:

Questions regarding this memo can be addressed to the BOX Market Operations Center at 617-235-2291 or toll free at 1-866-768-8845.