

[REDACTED]

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**From:** Breuer, Lanny [REDACTED]  
**Sent:** Tuesday, March 04, 2008 8:36 AM  
**To:** [REDACTED]  
**Cc:** [REDACTED]  
**Subject:** Gross Misconduct

[REDACTED] Here are the relevant provisions regarding Gross Misconduct from the CAP Prospectus dated October 1, 2006. Gross Misconduct is defined on p. 32:

"The Committee determines what constitutes competition and gross misconduct. Gross misconduct includes, but is not limited to, conduct that is in competition with the Company's business operations, that breaches any obligation to the Company or duty of loyalty, or that is materially injurious to the Company, monetarily or otherwise."

"If, in the determination of the Committee, you engage or have engaged in conduct that is in competition with the Company's business operations or breaches your duty of loyalty or is materially injurious to the Company, monetarily or otherwise, while holding any incremental shares subject to a sale restriction, such incremental shares may be canceled. Instead, you will receive a cash payment (without interest) equal to the grant price of the option under which the incremental shares were issued multiplied by the number of incremental shares canceled."

Best, Lanny

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