



#43150

DATE: JUNE 1, 2018

SUBJECT: FAIRMOUNT SANTROL HOLDINGS INC. - CONTRACT
ADJUSTMENT

OPTION SYMBOLS: 6/1/18 - FMSA remains FMSA
6/4/18 - FMSA becomes CVIA1
6/1/18 - 1FMSA remains 1FMSA
6/4/18 - 1FMSA becomes 1CVIA1

DATE: 6/1/18

Contract Adjustment

DATE: June 1, 2018

OPTION SYMBOLS: 6/1/18 - FMSA remains FMSA (with adjusted deliverable described below)
6/4/18 - FMSA becomes CVIA1
6/1/18 – 1FMSA remains 1FMSA (with adjusted deliverable described below)
6/4/18 – 1FMSA becomes 1CVIA1

STRIKE DIVISOR: 1

**CONTRACTS
MULTIPLIER:** 1

NEW MULTIPLIER: 100 (e.g., a premium of 1.50 yields \$150; a strike of 6 yields \$600.00)

**NEW DELIVERABLE
PER CONTRACT:** 1) 20 (New) Covia Holdings Corporation (CVIA) Common Shares
2) Approximately \$73.00 Cash (\$0.73 x 100)

CUSIP: CVIA: 22305A103

PRICING

Until the cash in lieu amount is determined, the underlying price for CVIA1/1CVIA1 options will be determined as follows:

$$\text{CVIA1} = 0.20 (\text{CVIA}) + 0.73$$

DELAYED SETTLEMENT

The CVIA component of the CVIA1/1CVIA1 deliverable will settle through National Securities Clearing Corporation (NSCC). OCC will delay settlement of the cash portion of the CVIA1/1CVIA1 deliverable until

the cash in lieu amount of CVIA shares is determined. Upon determination of the cash in lieu amount, OCC will require Put exercisers and Call assignees to deliver the appropriate cash amount.

BACKGROUND

On May 25, 2018, Shareholders of Fairmount Santrol Holdings Inc. (FMSA) voted concerning the proposed merger with Unimin Corporation, to form a new combined company Covia Holdings Corporation. The merger was approved and subsequently consummated before the open on June 1, 2018. As a result, each existing FMSA Common Share will be converted into the right to receive 0.20 CVIA shares, and approximately \$0.73 Cash.

Covia Holdings Corporation Common Shares will be listed on the NYSE under the symbol "CVIA".

DISCLAIMER

This Information Memo provides an unofficial summary of the terms of corporate events affecting listed options or futures prepared for the convenience of market participants. OCC accepts no responsibility for the accuracy or completeness of the summary, particularly for information which may be relevant to investment decisions. Option or futures investors should independently ascertain and evaluate all information concerning this corporate event(s).

The determination to adjust options and the nature of any adjustment is made by a panel of The OCC Securities Committee pursuant to OCC By-Laws, Article VI, Sections 11 and 11A. The adjustment panel is comprised of representatives from OCC and each exchange which trades the affected option. The determination to adjust futures and the nature of any adjustment is made by OCC pursuant to OCC By-Laws, Article XII, Sections 3, 4, or 4A, as applicable. For both options and futures, each adjustment decision is made on a case by case basis. Adjustment decisions are based on information available at the time and are subject to change as additional information becomes available or if there are material changes to the terms of the corporate event(s) occasioning the adjustment.

ALL CLEARING MEMBERS ARE REQUESTED TO IMMEDIATELY ADVISE ALL BRANCH OFFICES AND CORRESPONDENTS ON THE ABOVE.

For questions regarding this memo, call Investor Services at 1-888-678-4667 or email investorservices@theocc.com. Clearing Members may contact Member Services at 1-800-544-6091 or, within Canada, at 1-800-424-7320, or email memberservices@theocc.com.