



**THE FOUNDATION
FOR SECURE
MARKETS**

#44423

DATE: JANUARY 16, 2019

SUBJECT: HANWHA Q CELLS CO., LTD. – CASH SETTLEMENT
OPTION SYMBOL: HQCL
DATE: 1/17/19

As described in the Schedule 13E-3 Transaction Statement filed October 23, 2018, Hanwha Q CELLS Co., Ltd. (HQCL) (“Company”) has entered into a definitive plan of merger with Hanwha Solar Holdings Co., Ltd. (“Parent”), a subsidiary of Hanwha Chemical Corporation, pursuant to which, the Parent, which owns approximately 93.9% of the total outstanding HQCL Ordinary Shares, including shares represented by ADSs, is merging with the Company in a “short-form” merger. The merger was subsequently consummated on January 16, 2019. As a result, each existing HQCL American Depositary Share will be converted into the right to receive \$9.85 net cash per share, (\$9.90 less \$0.05 ADS cancellation fee), less a depositary service fee, if applicable, and less withholdings, if any.

CONTRACT ADJUSTMENT

DATE: January 17, 2019

NEW DELIVERABLE PER CONTRACT: \$985.00 Cash (\$9.85 x 100), less a depositary service fee, if applicable, and less withholdings, if any

SETTLEMENT: OCC will delay settlement of the HQCL deliverable until the final net cash merger consideration is confirmed. Once the final amount is determined, settlement in HQCL options will take place through OCC’s cash settlement system. Settlement will be accomplished by payment of the difference between the extended strike amount and the cash deliverable

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 23988).

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 OCC pursuant to OCC By-Laws, Article VI, Sections 11 and 11A. 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.