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Rend. Semin. Mat. Fis. Univ. Padova, 116 (2006), 1-10. 20, 2006,

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- (1) 18, 2005.
- (2) 18, 2006.

The Executive Committee

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Audit Committee

Mr. [Name], 58, is a former member of the Audit Committee from 2004 to 2005. He has also served on the Audit Committee from 1989 to 1998. He is currently a member of the Audit Committee.



*Audit Committee
Compliance Committee*

Mr. [Name], 68, is a former member of the Audit Committee & Compliance Committee from 1991 to 1997. He has also served on the Audit Committee from 1966 to 1990 and 1997. He is currently a member of the Audit Committee & Compliance Committee.

*Directors Continuing in Office
(Term Expiring in 2007)*



*Executive Committee
Compensation Committee (chair)*

Mr. [Name], 64, is a former member of the Executive Committee & Compensation Committee from 1985 to 1991. He has also served on the Executive Committee from 1963.



2004

Audit Committee
Compliance Committee (chair)

Mr. [Name], 56, [biographical details] & [achievements].
[Detailed biographical text including dates and roles]



2001

Audit Committee
Compensation Committee

Mr. [Name], 56, [biographical details] & [achievements].
[Detailed biographical text including dates and roles]

Directors Continuing in Office
(Term Expiring in 2008)



2004

Executive Committee

Mr. [Name], 56, [biographical details] & [achievements].



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*Executive Committee
Audit Committee (chair)*

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*Executive Committee
Compensation Committee
Directors and Governance Committee*

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Executive Committee
Audit Committee

64, ... 2020 ... 1989 ... 1999, ... Audit ...

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2006. 28. 2006. 31. 2005. 5%.

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| | 6,000 | 72,297 | 78,297 |
| | | 4,312 | 4,312 |
| | 1,396 | 195,188 | 196,584 |
| | | 55,169 | 55,169 |
| | 25,886 | | 25,886 |
| | | 78,230 | 78,230 |
| | 11,301 | 174,458 | 185,759 |
| | 22,000 | 27,568 | 49,568 |
| | | 18,430 | 18,430 |
| | 6,260 | 7,971 | 14,231 |
| | 16,115 | 171,163 | 187,278 |
| | | | |
| | 429,851 | 213,154 | 643,005 |
| | | 8,683 | 8,683 |
| | 149,550 | 38,631 | 188,181 |
| | 112,371 | 112,371 | |
| | 839,957 | 4,155,600 | 4,995,557 |

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... 2005 ... \$1 ... 2005 ... \$2.5 ... \$3.75 ... \$3.75 ... 15% ... 30 ...

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Term: ... 20, 2005, ...

Compensation: ... \$1 ... 150% ... 300% ... \$5 ...

Non-renewal of Agreement: ... 62 ...

Severance Upon Termination of Employment: ...

Severance Upon Termination of Employment in Connection with a Change in Control: ...

Release of Claims/Restrictive Covenants: ... 24 ...

2005, 2004 2003 2004

| | | (S) | (S) (1) | (S) (2) | R (S) (3) | (#) (4) | (S) (5) | (S) (6) | 2005 R (S) (7) |
|--|------|-----------|------------|---------|------------|-----------|-----------|---------|----------------|
| | 2005 | 1,000,000 | 2,500,000 | 12,820 | 3,750,010 | 426,621 | 3,336,176 | 125,636 | 10,724,642 |
| | 2004 | 373,965 | 600,000 | 0 | 3,000,020 | 0 | | 45,369 | |
| | 2005 | 900,000 | 12,600,000 | 105,593 | 402,027(8) | 0 | 0 | 534,392 | 14,542,012 |
| | 2004 | 900,000 | 12,600,000 | 33,826 | 0 | 0 | | 391,458 | |
| | 2003 | 483,333 | 12,600,082 | 0 | 0 | 45,000 | | 115,408 | |
| | | | | | | 80,000(9) | | | |
| | 2005 | 1,000,000 | 3,000,000 | 0 | 1,925,039 | 176,316 | 1,160,591 | 22,380 | 7,108,010 |
| | 2004 | 243,750 | 4,350,000 | 0 | 390,006 | 50,000 | | 6,080 | |
| | 2005 | 1,439,025 | 1,939,025 | 64,000 | 0 | 135,000 | 881,550 | 30,246 | 4,353,846 |
| | 2004 | 719,513 | 673,728 | | 2,000,043 | 0 | | 30,246 | |

(1) 2005 2006

2005

2005. 2005 () kt .

Mr. Haldeman

Mr. Morrison

At t_r 1, 2005.

\$750,000

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Committee Structure and Operations

1. The committee shall be composed of members appointed by the Board of Directors. The Board shall determine the number of members and the terms of office. The committee shall report to the Board on a regular basis.

2. The committee shall have the authority to investigate and report on any matter referred to it by the Board. It shall have access to all information and personnel necessary for the performance of its duties.

3. The committee shall meet as often as may be necessary to carry out its responsibilities. It shall hold its meetings in private and shall not disclose any confidential information.

4. The committee shall have the authority to hire and fire its own staff. It shall have the authority to request and receive information from any department of the organization.

5. The committee shall have the authority to make recommendations to the Board regarding the organization's policies and procedures. It shall also have the authority to make recommendations regarding the organization's financial affairs.

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