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## Preliminary Disclosure Statement Supplement for Basket Certificates of Deposit due July 31, 2014

This Preliminary Disclosure Statement Supplement supplements the description of the general terms and provisions of the CDs set forth in the MiSelect<sup>SM</sup> Equity Index or Basket-Linked Certificates of Deposit Disclosure Statement dated April 2, 2009 and must be read in conjunction with the Disclosure Statement and the Trade Confirmation relating to the Basket Certificates of Deposit (the “CDs”). Some of the terms set forth herein are subject to change on the Pricing Date as indicated below. In the event of any inconsistency between this Preliminary Disclosure Statement Supplement and the Disclosure Statement with respect to this offering of CDs, the terms and conditions described in this Preliminary Disclosure Statement Supplement will control. Terms not defined in this Preliminary Disclosure Statement Supplement are defined in the Disclosure Statement.

The CDs may not be appropriate for every investor. In addition to the considerations included in this Preliminary Disclosure Statement Supplement, please refer to the section headed “Risk Factors” in the Disclosure Statement for a discussion of additional risks involved with an investment in the CDs.

### Description of the CDs

The CDs pay interest (“Interest”) semi-annually on the dates set forth below (the “Interest Payment Dates”) based on the performance of a basket of the equity securities of ten companies, as described below. We will refer to these equity securities as the “Basket Securities” and, together, as the “Basket”. The section headed “Information About the Companies Whose Securities Make Up the Basket,” below describes the companies in more detail. Interest is determined based on the average of the performance (which may be positive or negative) of the ten equally-weighted Basket Securities for each Observation Period, which is the period beginning with and including the initial observation date (the “Pricing Date”) and ending on and including the Observation Date (as set forth below) immediately preceding the applicable Interest Payment Date, subject to a maximum cap on the positive percentage change for each Basket Security during each Observation Period. The principal amount of the CDs will not increase or decrease based on the performance of the Basket and you will not own or have any rights in the Basket or the Basket Securities. You will receive Interest on each Interest Payment Date based on the performance of the Basket Securities as described in this document.

The ten companies whose securities make up the Basket are each components of the S&P 500<sup>®</sup> and have a market capitalization on June 30, 2009 of greater than \$25 billion based on information available on Bloomberg, a financial news and information service. The Basket Securities represent several different industry groups or sectors, though no more than three of the Basket Securities are from any industry sector. The selection of the Basket Securities was influenced in part by the necessity of the Bank to limit, or hedge, its exposure to the market performance of the Basket Securities. Please see the section headed “Additional Important Investment Considerations,” below.

THE BANK MAKES NO REPRESENTATION (i) THAT THE BASKET SECURITIES ACCURATELY REFLECT COMPANIES THAT ARE COMPONENTS OF THE S&P 500<sup>®</sup> OR OTHERWISE OR ANY CROSS-SECTION THEREOF OR REPRESENT A SPECIFIC INVESTMENT STRATEGY, OR (ii) AS TO WHETHER THESE BASKET SECURITIES WILL APPRECIATE IN VALUE MORE THAN ANY OTHER SECURITIES THAT ARE COMPONENTS OF THE S&P 500<sup>®</sup> OR WILL APPRECIATE IN VALUE AT ALL. BECAUSE THERE ARE NUMEROUS FACTORS THAT MAY AFFECT THE LEVEL OF THE BASKET, YOU MAY NOT RECEIVE ANY INTEREST EVEN IF THERE IS A POSITIVE CHANGE IN ONE OR MORE OF THE BASKET SECURITIES DURING THE TERM OF THE CDS. See the section headed “Description of the CDs—Interest,” below.

The full amount of the deposit principal (the “Deposit Amount”) will be returned to you at the end of the term in addition to Interest, if any. If a Market Disruption Event (as defined in the Disclosure Statement) occurs on the maturity date of the CDs (the “Maturity Date”), the Pricing Date or the applicable Observation Date, such date will be postponed. See the section headed “Market Disruption Events,” below. For purposes of FDIC



insurance coverage, the Interest on the CDs for each Observation Period will not accrue until the applicable Observation Date and, therefore, will not be insured if the Bank fails before that Observation Date. See the section titled "Deposit Insurance: General" in the Disclosure Statement.

In making a decision to purchase a CD, you must rely on your own examination of (A) the Bank and the terms of the CDs, including the merits and risks involved, (B) the Basket Securities and (C) whether a certificate of deposit, the interest of which is determined based on the performance of the Basket, is an appropriate investment for you. You should compare the features of the CDs to the features of other available investments, including the interest rate on comparable investments, before deciding to purchase a CD. The rate of return ultimately realized on the CDs may be higher or lower than the rates on other deposits available through the Bank or the Agents.

### Additional Investment Considerations

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In addition to "Risk Factors" in the Disclosure Statement, investors in the CDs should consider the following.

- **BECAUSE THERE ARE NUMEROUS FACTORS THAT MAY AFFECT THE CLOSING PRICE OF THE BASKET SECURITIES, YOU MAY NOT RECEIVE ANY INTEREST.** Interest on the CDs for any Observation Period is determined based on the performance of the Basket, which is measured by determining the percentage change in the ten Basket Securities between the Pricing Date and the applicable Observation Date. If there is no positive percentage change in the Basket Securities as measured on those dates, you will not receive any Interest for that Observation Period even if there would have been a positive percentage change of the Basket Securities as measured on other dates during that period. Please see the section headed "Calculating Interest and Examples of Interest Determination," below.

You can review information with respect to historical levels of the Basket Securities below. Please see "Historical Information for the Basket Securities," below. You cannot predict the future performance of the Basket Securities.

- **The Basket Securities May Not Increase or Decrease in Tandem; and Gains by One of the Basket Securities May be Offset by Declines in Another of the Basket Securities.** Price increases and decreases in the Basket Securities may not occur in tandem with each other. At a time when the closing price of one or more of the Basket Securities increases, the closing price of one or more of the other Basket Securities may decline. Therefore, increases in the closing price of one or more of the Basket Securities may be moderated, or wholly offset, by lesser increases or declines in the closing price of one or more of the other Basket Securities.
- **You May Have to Make Annual Payments of Income Taxes Even Though You Will Not Receive Interest, if Any, Until Maturity.** Most U.S. holders of the CDs, other than those purchasing the CDs through a tax advantaged retirement account (such as an IRA), are subject to tax rules requiring them to include in their taxable income during each tax year in which the CDs are outstanding imputed interest income on the CDs even though no Interest, if any, will be paid on the CDs until maturity.
- **You Have No Rights in the Basket Securities.** Investing in the CDs will not make you a holder of any of the Basket Securities. You will have no voting rights or rights to receive cash dividends or other distributions or other rights that holders of the securities of such companies would have
- **There Is A Cap On The Positive Percentage Change In The Closing Price Of Each Basket Security, But No Cap On The Negative Percentage Change In The Closing Price.** Because there is no cap on the negative percentage change in the closing price of a Basket Security, the negative performance of one Basket Security may more than offset the positive performance of one or more other Basket Securities.



- **The Cap On Positive Percentage Change Limits The Amount Of Interest You May Receive For Any Observation Period.** Because the positive percentage change for each Basket Security for any Observation Period is limited to the cap, the maximum Interest that you may receive during any Observation Period is equal to the cap on positive percentage change.
- **The Availability of Options or Futures May Influence the Bank's Selection of Basket Securities.** The Bank is required to limit, or hedge, its exposure to the performance of the Basket Securities and does so by purchasing futures, options or similar investments on some or all of the Basket Securities. The ability to purchase such futures, options or similar investments may influence the selection of the Basket Securities. The Basket Securities do not reflect any judgment by the Bank or the projected performance of the Basket Securities.
- **Secondary Market Transactions May Be At Prices Substantially Less Than The Deposit Amount.** Secondary market transactions, if any, may be expected to be effected at prices which reflect factors such as then-current interest rates; the expected volatility in the Basket Securities; the performance of the companies that issue the Basket Securities; the time to maturity of the CDs; the dividend rate on the Basket Securities; interest and yield rates in the market generally as well as in each of the markets of the Basket Securities; economic, financial, political, regulatory or judicial events that affect the stock markets generally and which may affect closing price for the Basket Securities. However, it is unlikely that any secondary market value of the CDs relative to the principal amount of the CDs will correlate closely with fluctuations in the value of the Basket Securities, particularly during the early years of the CDs. In addition, the contingent nature of the interest will affect the selling price. Thus, any secondary market sales of the CDs may be at prices substantially less than the Deposit Amount of the CDs. The prices at which the CDs may be purchased and sold in secondary markets, if at all, may fluctuate more than ordinary interest-bearing CDs.
- **The Bank Pays Fees To The Agents.** The Bank pays fees to the Agents in connection with the distribution of the CDs. The Bank (or one of its affiliates) intends to enter into a transaction with an affiliate of one of the Agents in order to hedge its obligations related to the CDs. Such Agent may earn additional income as a result of such hedge transaction. The Bank may have taken these fees into consideration when determining the terms of the CDs.
- **You May Cancel Your Order.** You will have an opportunity to cancel your order up to and including 12:00 noon EST on the Pricing Date.
- **You Should Compare The Features Of The CDs To Other Available Investments.** You should compare the features of the CDs to other available investments before deciding to purchase a CD. Due to the uncertainty as to whether the CDs will earn Interest, the returns which may be received with respect to the CDs may be higher or lower than the returns available on other deposits available at the Bank or through your brokers. It is suggested that you reach an investment decision only after carefully considering the suitability of an investment in the CDs in light of your particular circumstances.
- **The Value Of The CDs On The Secondary Market Will Be Affected By A Number Of Factors.** In addition to the closing price of the Basket Securities on any day, the value of the CDs in the secondary market, if any, will be affected by a number of economic and market factors that may either offset or magnify each other, including: the expected volatility of the Basket Securities, the dividend rate on the stocks comprising the Indexes, interest and yield rates in the market generally, geopolitical conditions and a variety of economic, financial, political, regulatory or judicial events that affect the stocks comprising the Indexes or stock markets generally and which may affect the level of the Indexes.



## Terms of the CDs

<b>Bank:</b>	M&I Marshall & Ilsley Bank	<b>Deposit Amount per CD:</b>	\$1,000
		<b>Minimum Deposit:</b>	\$10,000
<b>Pricing Date and Initial Observation Date:</b>	07/28/2009	<b>Issue Date:</b>	07/31/2009 *
<b>Maturity Date:</b>	07/31/2014 *		
* Subject to postponement if not a business day or in the event of certain market disruption events as set forth in the Disclosure Statement.			
<b>Term:</b>	5.0 Years	<b>Notional:</b>	TBD
<b>Basket:</b>	The Basket consists of the equity securities of the following ten companies as set forth in the table below. The Basket Securities are described in more detail under the heading "Information About the Companies Whose Securities Make Up the Basket," below.		
	Basket Security	Ticker Symbol	Exchange
	The Coca-Cola Company	KO	NYSE
	General Electric Company	GE	NYSE
	Google Inc.	GOOG	NASDAQ
	Hewlett Packard Company	HPQ	NYSE
	The Home Depot, Inc.	HD	NYSE
	Intel Corporation	INTC	NASDAQ
	JPMorgan Chase & Co.	JPM	NYSE
	Schlumberger Limited	SLB	NYSE
	UnitedHealth Group Incorporated	UNH	NYSE
	United Parcel Service, Inc.	UPS	NYSE
<b>Interest:</b>	The Deposit Amount multiplied by the Interest Rate.		
<b>Interest Rate:</b>	Interest Rate for each Observation Period will be variable and will equal the greater of (A) the arithmetic average of the Basket Security Performances as of that Observation Period and (B) zero.		
<b>Basket Security Performance</b>	For each Basket Security and with respect to each Observation Period, the Basket Security Performance will be equal to the lesser of (A) the quotient of (i) the closing price of the Basket Security on the applicable Observation Date less the closing price of the Basket Security on the Pricing Date divided by (ii) the closing price of the Basket Security on the Pricing Date and (B) the Cap on Positive Percentage Change.		
<b>Cap on Positive Percentage Change:</b>	[4.50 – 6.50]%		





## Information About the Companies Whose Securities Make Up the Basket

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The following are brief descriptions of the companies whose securities make up the Basket. These descriptions are listed in alphabetical order and based on descriptions available on Bloomberg. The Bank assumes no responsibility for the accuracy or completeness of this information. You can find additional information about the companies on the websites of the Securities and Exchange Commission at [www.sec.gov](http://www.sec.gov), the NYSE at [www.nyse.com](http://www.nyse.com) or NASDAQ at [www.nasdaq.com](http://www.nasdaq.com), as the case may be.

### *The Coca-Cola Company*

The Coca-Cola Company manufactures, markets, and distributes soft drink concentrates and syrups. The Company also distributes and markets juice and juice-drink products. Coca-Cola distributes its products to retailers and wholesalers in the United States and internationally.

### *General Electric Company*

General Electric Company is a diversified technology, media and financial services company. The Company offers products and services ranging from aircraft engines, power generation, water processing and security technology to medical imaging, business and consumer financing, media content and industrial products. General Electric conducts operations globally.

### *Google Inc.*

Google Inc. is a global technology company that provides a web based search engine through its website. The Company offers a wide range of search options, including web, image, groups, directory, and news searches.

### *Hewlett-Packard Company*

Hewlett-Packard Company provides imaging and printing systems, computing systems, and information technology services for business and home. The Company's products include laser and inkjet printers, scanners, copiers and faxes, personal computers, workstations, storage solutions, and other computing and printing systems. Hewlett-Packard sells its products worldwide.

### *The Home Depot, Inc.*

The Home Depot, Inc. is a home improvement retailer that sells building materials and home improvement products. The Company sells a wide assortment of building materials, home improvement and lawn and garden products and provides a number of services. Home Depot operates throughout the U.S. (including Puerto Rico, the Virgin Islands and Guam), Canada, China, and Mexico.

### *Intel Corporation*

Intel Corporation designs, manufactures, and sells computer components and related products. The Company's major products include microprocessors, chipsets, embedded processors and microcontrollers, flash memory products, graphics products, network and communications products, systems management software, conferencing products, and digital imaging products.

### *JPMorgan Chase & Co.*

JPMorgan Chase & Co. provides global financial services and retail banking. The Company provides services such as investment banking, treasury and securities services, asset management, private banking, card member services, commercial banking, and home finance. JPMorgan Chase services business enterprises, institutions, and individuals.



### *Schlumberger Limited*

Schlumberger Limited is an oil services company. The Company, through its subsidiaries, provides a wide range of services, including technology, project management and information solutions to the international petroleum industry as well as advanced acquisition and data processing surveys.

### *UnitedHealth Group Incorporated*

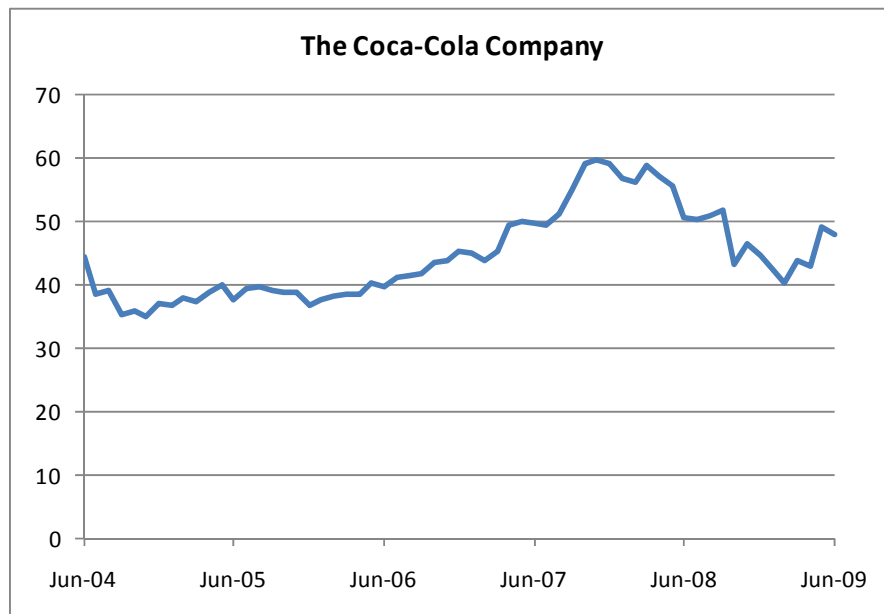
UnitedHealth Group Incorporated owns and manages organized health systems in the United States and internationally. The Company provides employers products and resources to plan and administer employee benefit programs. UnitedHealth also services the health needs of older Americans, provides specialized care services, and provides health care information and research to providers and payers.

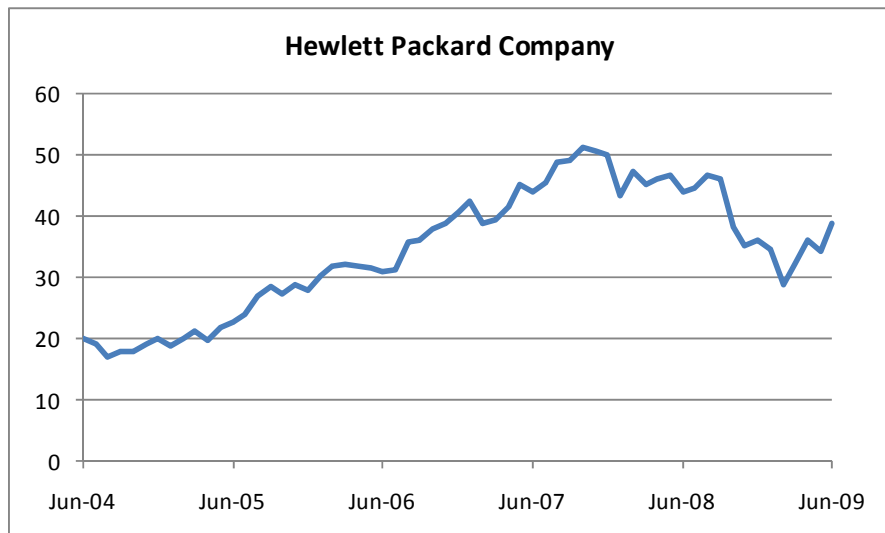
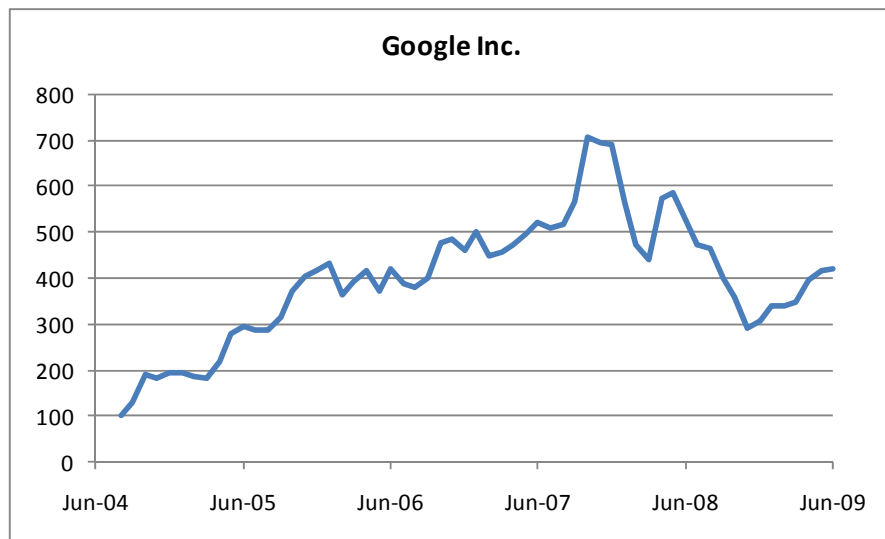
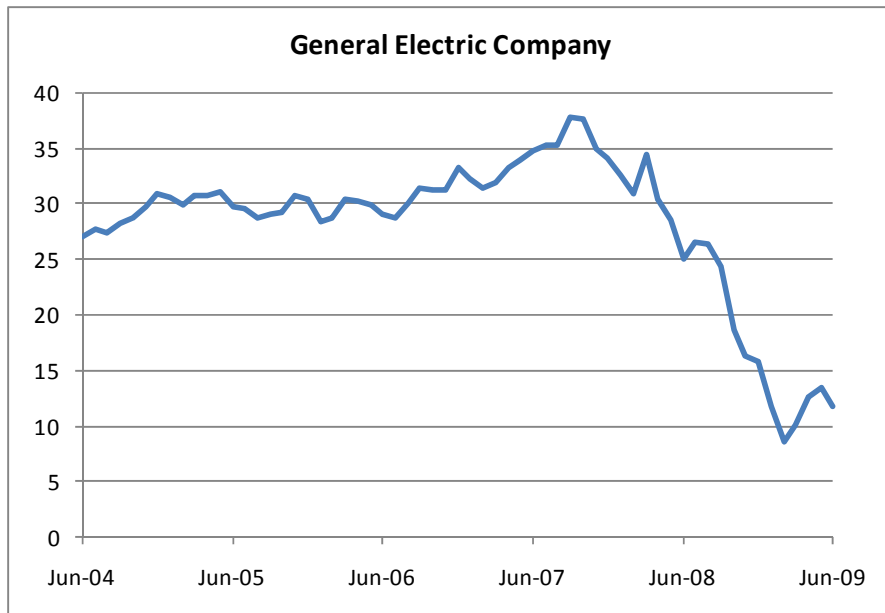
### *United Parcel Service, Inc.*

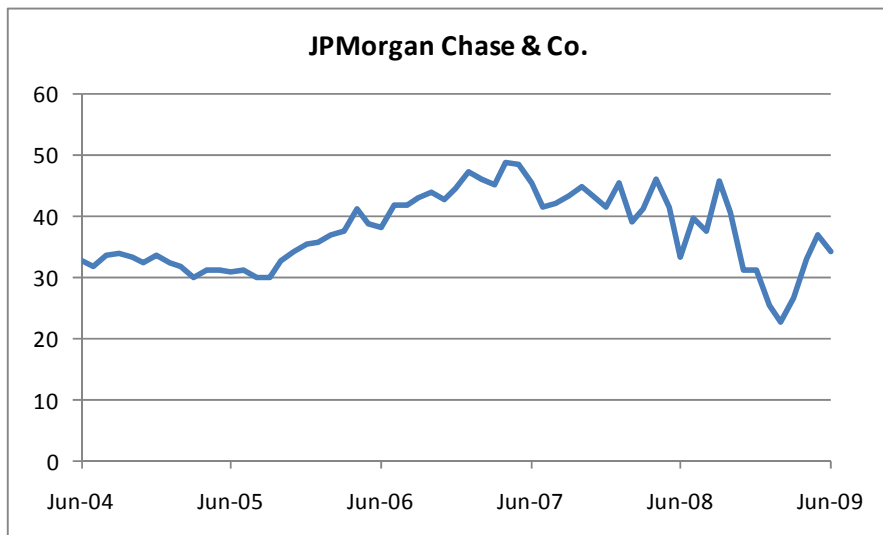
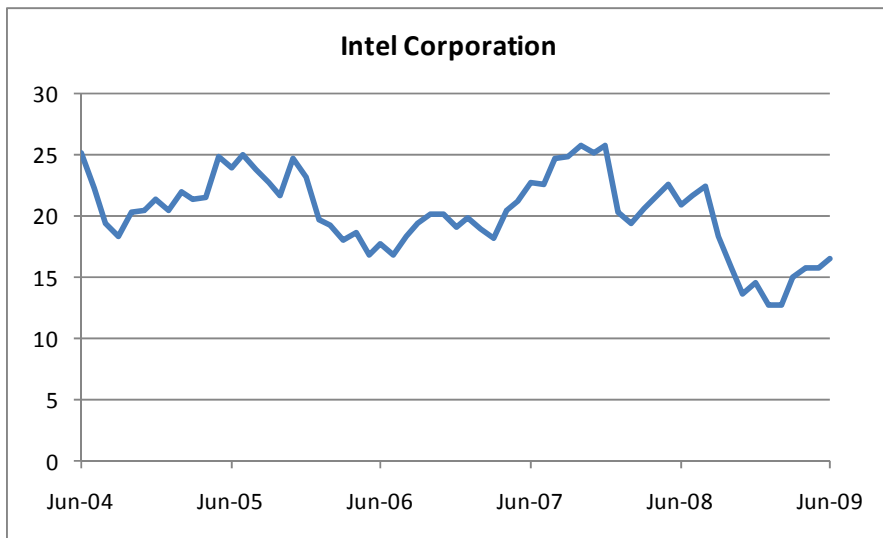
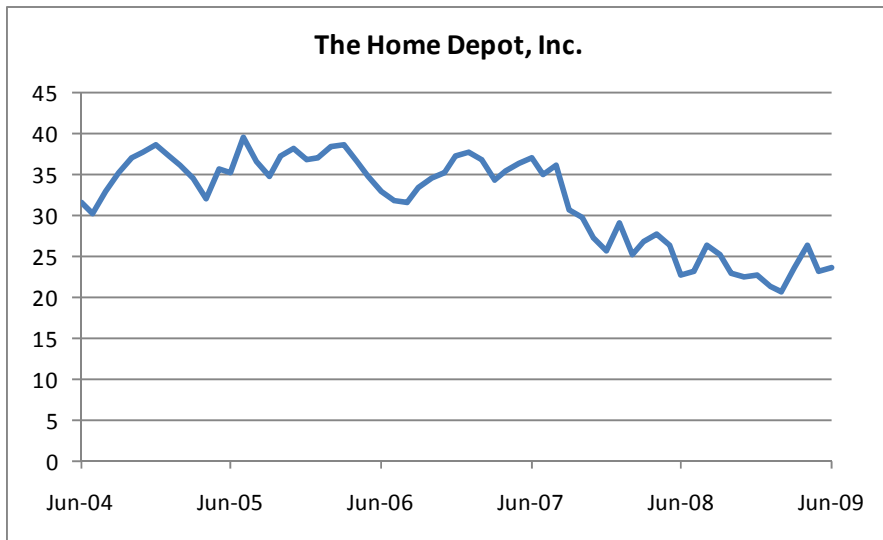
United Parcel Service, Inc. (UPS) delivers packages and documents throughout the United States and in other countries and territories. The Company also provides global supply chain services and less-than-truckload transportation, primarily in the U.S. UPS's business consists of an integrated air and ground pick-up and delivery network.

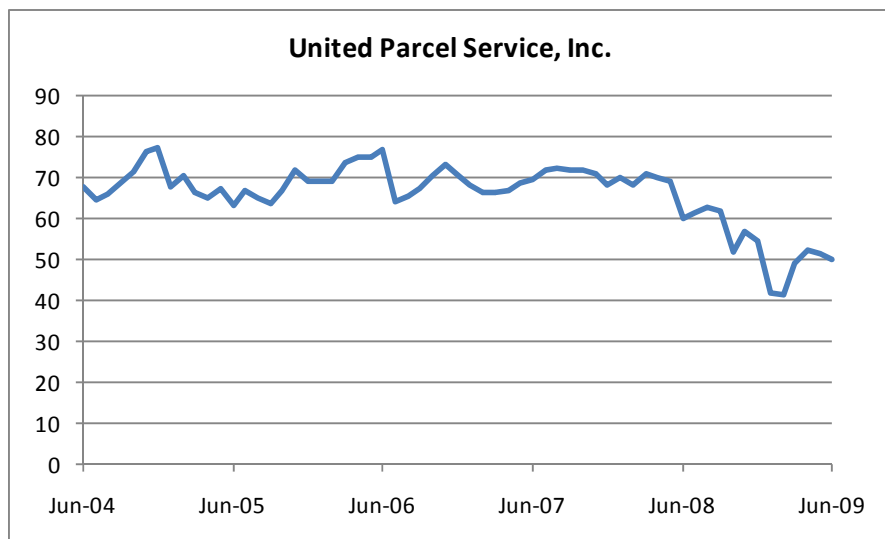
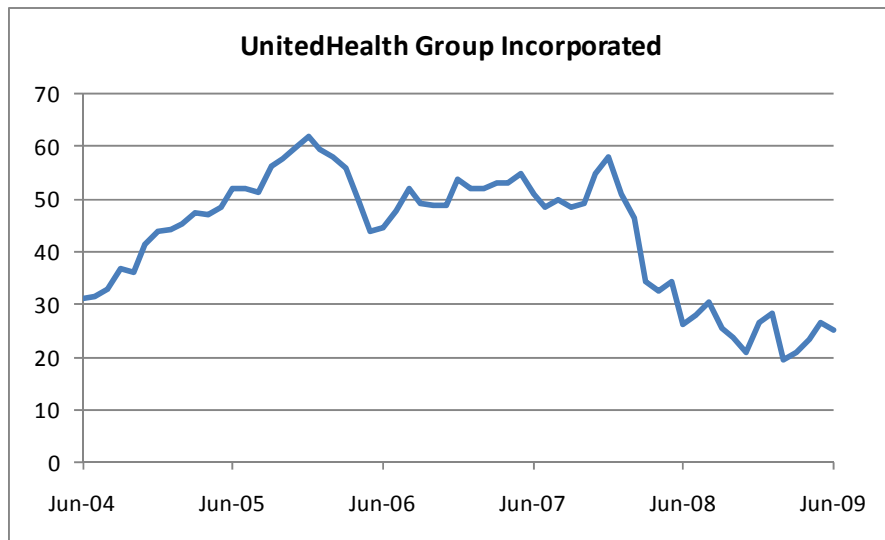
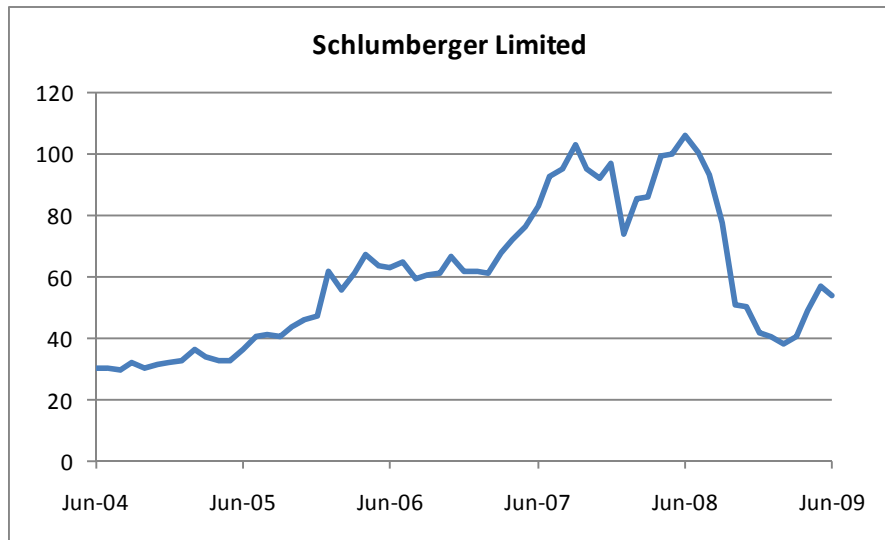
## Historical Information for the Basket Securities

The following graphs sets forth the monthly historical performance of each of the Basket Securities for the five years ending on June 30, 2009. We obtained the various closing prices from Bloomberg L.P., without independent verification by us, and accordingly, we make no representation or warranty as to their accuracy or completeness. The historical level of the Basket Securities should not be taken as an indication of future performance, and no assurance can be given as to the performance of the Basket Securities during the term of the CDs.











## Calculating Interest and Examples of Interest Determination

### Calculating Interest:

Interest on the CDs is paid at each Interest Payment Date. At maturity you will also receive your Deposit Amount.

### Examples of Interest Determination

The following examples assume a deposit amount of \$1,000 CD and a maximum cap on positive percentage changes of 6%.

Example 1: The securities performance rise over the term of the CDs.

Security	Initial	Closing Price									
	Closing Price	6 Months	Year 1	Year 1.5	Year 2	Year 2.5	Year 3	Year 3.5	Year 4	Year 4.5	Year 5
Security 1	100	109.00	104.00	117.00	119.00	101.00	119.00	109.00	111.00	115.00	119.00
Security 2	100	120.00	103.00	110.00	119.00	106.00	119.00	110.00	115.00	109.00	98.00
Security 3	100	108.00	105.00	109.00	120.00	118.00	106.00	106.00	111.00	101.00	113.00
Security 4	100	110.00	101.00	99.00	109.00	117.00	112.00	109.00	112.00	118.00	118.00
Security 5	100	105.00	97.00	101.00	100.00	97.00	114.00	96.00	103.00	120.00	107.00
Security 6	100	109.00	107.00	100.00	97.00	118.00	107.00	97.00	115.00	106.00	116.00
Security 7	100	113.00	112.00	110.00	107.00	103.00	116.00	99.00	114.00	105.00	100.00
Security 8	100	108.00	111.00	103.00	97.00	113.00	101.00	117.00	118.00	117.00	107.00
Security 9	100	97.00	104.00	116.00	108.00	102.00	101.00	103.00	117.00	113.00	118.00
Security 10	100	109.00	115.00	111.00	118.00	109.00	107.00	97.00	120.00	106.00	110.00
Performances from Initial Closing Price, capped at 6%											
Security		6 Months	Year 1	Year 1.5	Year 2	Year 2.5	Year 3	Year 3.5	Year 4	Year 4.5	Year 5
Security 1		6.00%	4.00%	6.00%	6.00%	1.00%	6.00%	6.00%	6.00%	6.00%	6.00%
Security 2		6.00%	3.00%	6.00%	6.00%	6.00%	6.00%	6.00%	6.00%	6.00%	-2.00%
Security 3		6.00%	5.00%	6.00%	6.00%	6.00%	6.00%	6.00%	6.00%	1.00%	6.00%
Security 4		6.00%	1.00%	-1.00%	6.00%	6.00%	6.00%	6.00%	6.00%	6.00%	6.00%
Security 5		5.00%	-3.00%	1.00%	0.00%	-3.00%	6.00%	-4.00%	3.00%	6.00%	6.00%
Security 6		6.00%	6.00%	0.00%	-3.00%	6.00%	6.00%	-3.00%	6.00%	6.00%	6.00%
Security 7		6.00%	6.00%	6.00%	6.00%	3.00%	6.00%	-1.00%	6.00%	5.00%	0.00%
Security 8		6.00%	6.00%	3.00%	-3.00%	6.00%	1.00%	6.00%	6.00%	6.00%	6.00%
Security 9		-3.00%	4.00%	6.00%	6.00%	2.00%	1.00%	3.00%	6.00%	6.00%	6.00%
Security 10		6.00%	6.00%	6.00%	6.00%	6.00%	6.00%	-3.00%	6.00%	6.00%	6.00%
Average of Capped Performances		5.00%	3.80%	3.90%	3.60%	3.90%	5.00%	2.20%	5.70%	5.40%	4.60%
Minimum Semi-Annual Return:		0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
Semi-Annual Interest Rate:		5.00%	3.80%	3.90%	3.60%	3.90%	5.00%	2.20%	5.70%	5.40%	4.60%
Annual Percentage Yield ("APY"):											8.62%



Example 2: The securities performance is mixed over the term of the CDs.

Security	Initial		Closing Price								
	Closing Price	6 Months	Year 1	Year 1.5	Year 2	Year 2.5	Year 3	Year 3.5	Year 4	Year 4.5	Year 5
Security 1	100	97.00	113.00	109.00	107.00	95.00	99.00	99.00	111.00	112.00	97.00
Security 2	100	106.00	114.00	97.00	113.00	96.00	91.00	103.00	100.00	108.00	101.00
Security 3	100	115.00	109.00	115.00	100.00	99.00	106.00	113.00	90.00	111.00	107.00
Security 4	100	113.00	92.00	91.00	107.00	113.00	106.00	91.00	114.00	96.00	98.00
Security 5	100	114.00	112.00	109.00	110.00	92.00	107.00	100.00	100.00	108.00	110.00
Security 6	100	92.00	115.00	101.00	103.00	109.00	101.00	105.00	97.00	115.00	91.00
Security 7	100	102.00	102.00	92.00	111.00	109.00	107.00	92.00	105.00	93.00	95.00
Security 8	100	98.00	96.00	104.00	111.00	108.00	113.00	114.00	107.00	97.00	109.00
Security 9	100	103.00	98.00	113.00	106.00	100.00	114.00	91.00	107.00	92.00	106.00
Security 10	100	96.00	90.00	113.00	112.00	99.00	105.00	106.00	103.00	114.00	102.00
Performances from Initial Closing Price, capped at 6%											
Security	6 Months	Year 1	Year 1.5	Year 2	Year 2.5	Year 3	Year 3.5	Year 4	Year 4.5	Year 5	
Security 1	-3.00%	6.00%	6.00%	6.00%	-5.00%	-1.00%	-1.00%	6.00%	6.00%	-3.00%	
Security 2	6.00%	6.00%	-3.00%	6.00%	-4.00%	-9.00%	3.00%	0.00%	6.00%	1.00%	
Security 3	6.00%	6.00%	6.00%	0.00%	-1.00%	6.00%	6.00%	-10.00%	6.00%	6.00%	
Security 4	6.00%	-8.00%	-9.00%	6.00%	6.00%	6.00%	-9.00%	6.00%	-4.00%	-2.00%	
Security 5	6.00%	6.00%	6.00%	6.00%	-8.00%	6.00%	0.00%	0.00%	6.00%	6.00%	
Security 6	-8.00%	6.00%	1.00%	3.00%	6.00%	1.00%	5.00%	-3.00%	6.00%	-9.00%	
Security 7	2.00%	2.00%	-8.00%	6.00%	6.00%	6.00%	-8.00%	5.00%	-7.00%	-5.00%	
Security 8	-2.00%	-4.00%	4.00%	6.00%	6.00%	6.00%	6.00%	6.00%	-3.00%	6.00%	
Security 9	3.00%	-2.00%	6.00%	6.00%	0.00%	6.00%	-9.00%	6.00%	-8.00%	6.00%	
Security 10	-4.00%	-10.00%	6.00%	6.00%	-1.00%	5.00%	6.00%	3.00%	6.00%	2.00%	
Average of Capped Performances	1.20%	0.80%	1.50%	5.10%	0.50%	3.20%	-0.10%	1.90%	1.40%	0.80%	
Minimum Semi-Annual Return:	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	
Semi-Annual Interest Rate:	1.20%	0.80%	1.50%	5.10%	0.50%	3.20%	0.00%	1.90%	1.40%	0.80%	
Annual Percentage Yield ("APY"):										3.28%	



Example 3: The securities performance decline over the term of the CDs.

Security	Initial		Closing Price								
	Closing Price	6 Months	Year 1	Year 1.5	Year 2	Year 2.5	Year 3	Year 3.5	Year 4	Year 4.5	Year 5
Security 1	100	89.00	101.00	87.00	95.00	89.00	100.00	90.00	86.00	100.00	94.00
Security 2	100	87.00	103.00	109.00	103.00	100.00	109.00	101.00	100.00	96.00	106.00
Security 3	100	85.00	106.00	98.00	99.00	86.00	88.00	96.00	99.00	102.00	87.00
Security 4	100	102.00	104.00	103.00	107.00	99.00	105.00	101.00	88.00	86.00	109.00
Security 5	100	96.00	104.00	87.00	89.00	105.00	91.00	87.00	102.00	99.00	103.00
Security 6	100	90.00	94.00	102.00	110.00	95.00	110.00	97.00	96.00	106.00	100.00
Security 7	100	104.00	104.00	92.00	94.00	85.00	105.00	93.00	99.00	93.00	86.00
Security 8	100	86.00	91.00	96.00	85.00	94.00	86.00	98.00	107.00	110.00	101.00
Security 9	100	98.00	90.00	85.00	89.00	104.00	87.00	107.00	92.00	106.00	109.00
Security 10	100	104.00	89.00	102.00	100.00	105.00	106.00	101.00	97.00	93.00	101.00
Performances from Initial Closing Price, capped at 6%											
Security	6 Months	Year 1	Year 1.5	Year 2	Year 2.5	Year 3	Year 3.5	Year 4	Year 4.5	Year 5	
Security 1	-11.00%	1.00%	-13.00%	-5.00%	-11.00%	0.00%	-10.00%	-14.00%	0.00%	-6.00%	
Security 2	-13.00%	3.00%	6.00%	3.00%	0.00%	6.00%	1.00%	0.00%	-4.00%	6.00%	
Security 3	-15.00%	6.00%	-2.00%	-1.00%	-14.00%	-12.00%	-4.00%	-1.00%	2.00%	-13.00%	
Security 4	2.00%	4.00%	3.00%	6.00%	-1.00%	5.00%	1.00%	-12.00%	-14.00%	6.00%	
Security 5	-4.00%	4.00%	-13.00%	-11.00%	5.00%	-9.00%	-13.00%	2.00%	-1.00%	3.00%	
Security 6	-10.00%	-6.00%	2.00%	6.00%	-5.00%	6.00%	-3.00%	-4.00%	6.00%	0.00%	
Security 7	4.00%	4.00%	-8.00%	-6.00%	-15.00%	5.00%	-7.00%	-1.00%	-7.00%	-14.00%	
Security 8	-14.00%	-9.00%	-4.00%	-15.00%	-6.00%	-14.00%	-2.00%	6.00%	6.00%	1.00%	
Security 9	-2.00%	-10.00%	-15.00%	-11.00%	4.00%	-13.00%	6.00%	-8.00%	6.00%	6.00%	
Security 10	4.00%	-11.00%	2.00%	0.00%	5.00%	6.00%	1.00%	-3.00%	-7.00%	1.00%	
Average of Capped Performances	-5.90%	-1.40%	-4.20%	-3.40%	-3.80%	-2.00%	-3.00%	-3.50%	-1.30%	-1.00%	
Minimum Semi-Annual Return:	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	
Semi-Annual Interest Rate:	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	
Annual Percentage Yield ("APY"):										0.00%	

### OID schedule (per \$1,000 CD)

July 31, 2009 to December 31, 2009	\$14.59
January 1, 2010 to December 31, 2010	\$35.31
January 1, 2011 to December 31, 2011	\$35.32
January 1, 2012 to December 31, 2012	\$35.34
January 1, 2013 to December 31, 2014	\$35.35
January 1, 2014 to July 31, 2014	\$20.55



## **ADJUSTMENTS TO THE BASKET**

In the event of a stock split, reverse stock split, stock dividend, merger, liquidation or bankruptcy, delisting or change in methodology of one of the Basket Components or one of the companies or of the fund whose securities are included in the Basket, as applicable, the calculation agent, in its sole discretion, may take the following actions.

### **Stock Split or Reverse Stock Split**

If a Basket Component is subject to a stock split or reverse stock split, then once the split has become effective, the calculation agent will adjust the quoted closing price of the security on the applicable Observation Date to reflect such split.

### **Dividends In the Form of Stock**

If a Basket Component is subject to a stock dividend, then once the dividend has become effective and that security is trading ex-dividend, the closing price for that security on the applicable Observation Date will be adjusted so that the new closing price shall equal the unadjusted closing price plus the product of the number of shares of that security issued pursuant to the stock dividend per share and the unadjusted closing price.

### **Merger, Consolidation or Nationalization**

If a company whose security is included in the Basket has been subject to a merger or consolidation and is not the surviving entity or is nationalized, then a value for those securities will be determined at the time the company is merged or consolidated or nationalized and will equal the last available market price for those securities and that value will be constant until the Interest rate is calculated.

### **Liquidation or Bankruptcy**

If a company whose security is included in the Basket is being liquidated or is subject to a proceeding under any applicable bankruptcy, insolvency or other similar law, those securities will continue to be included in the Basket so long as a market price for those securities is available. If a market price is no longer available for a security included in the Basket for whatever reason, including the liquidation of the company issuing the securities or the subjection of the company issuing the securities to a proceeding under any applicable bankruptcy, insolvency or other similar law, then the value of those securities will equal zero in connection with calculating the Interest rate for so long as no market price is available, and no attempt will be made to find replacement securities or increase the value of the Basket to compensate for the lack of a market price of those securities.

### **Delisting**

If a Basket Component is delisted from the NYSE or NASDAQ, as the case may be, the calculation agent, in its sole discretion, shall determine the security's closing price based on the listing price on any other exchange on which the security is listed on the applicable Observation Date or on any other criteria determined by the calculation agent to be an appropriate indicator of the security's market price.