

Aug. 28, 2009

Merger of BetterInvesting and ICLUBcentral: Frequently Asked Questions

Deal-Related Questions

1) Why are BetterInvesting and ICLUBcentral merging?

We are merging to better serve our combined members and customers. A closer business relationship between BetterInvesting and ICLUBcentral over time will provide investment clubs, individual investors, prospective members and the merged organization's volunteer community with more consistent and enhanced levels of support. Clubs and individual investors will be served by a robust, comprehensive set of resources to draw from as they manage their portfolios. The full platform supports both beginners and sophisticated, experienced investors. The Web-based analysis tools primarily support beginners, while the desktop software analysis products mainly support experienced investors. Resources supporting investors will comprise investment education offerings and events in a variety of mediums, including print, Web-based and face to face.

2) How will BetterInvesting and ICLUBcentral benefit from merging?

For most of the past decade, the two organizations have been serving the same set of investors. The merger will allow us to share information, align strategies and leverage the strengths of both organizations so that we can provide better service. The product development process will improve because the organizations will have a common understanding of the needs of members, prospective members, customers and volunteers and of the best ways to serve these groups. Also, over time BetterInvesting and ICLUBcentral will be able to better leverage complementary offerings of our product portfolios. Finally, the merger offers efficiencies that will strengthen the performance of both organizations.

3) How will this transaction affect agreements vendors signed with BetterInvesting and ICLUBcentral?

We intend to honor all current agreements with vendor partners and hope to continue the same cordial, mutually beneficial relationship that we do today with the providers of these tools and resources. We believe it's important to offer choices of qualified products, especially when they meet needs not currently met by our product offerings, and to support a competitive marketplace.

BetterInvesting currently has agreements with these vendor partners:

* Bivio: Web-based club accounting tool, club bulletin board/e-mail service

* Manifest Investing: Online portfolio management tool, stock research tools, commentary and message forums

* Quant IX: Portfolio Manager 5 software for record-keeping and portfolio management

In addition, ICLUBcentral has agreements to offer Stock Investment Guide software for Macintosh computers and Quant IX's software for record-keeping and portfolio management.

4) How did this transaction come about?

Roger Ganser, chairman of the NAIC/BetterInvesting board of directors, and Robert Brooker, chairman of ICLUBcentral, initiated the discussions and mutually agreed that a merger would be best for our members, customers and both organizations.

5) How will this transaction affect BetterInvesting's 501(c)3 status?

BetterInvesting will continue to operate as a nonprofit organization with 501(c)3 status, while ICLUBcentral will be a for-profit subsidiary. BetterInvesting will ensure that it operates at an arm's length from its for-profit subsidiary by using proper and transparent accounting and governance procedures while both organizations benefit from the advantages offered by the merger.

Integration-Related Questions

6) How are you going to merge ICLUBcentral and BetterInvesting?

We're moving quickly to take advantage of the benefits of this merger, starting immediately with knowledge sharing between the two organizations. A joint team is working to help create a merged organization, with an emphasis on minimizing the impact on members and customers.

Our intention during this transition is for members and customers to experience the same excellent level of service they do today. To stay up to date with merger activities, go to the Merger Central homepage at www.betterinvesting.org/mergercentral.

7) How will BetterInvesting and ICLUBcentral inform members and customers about the merger's status?

We have launched the Merger Central webpage (www.betterinvesting.org/mergercentral) that will be a central repository for information that members and customers need to know about the merger. This page will host links to updates, news releases, documents for answering

frequently asked questions and presentations to the volunteer community and public.

For additional support, members, volunteers and customers can also contact BetterInvesting and ICLUBcentral representatives:

* BetterInvesting Member Services: 877-275-6242; e-mail: service@betterinvesting.org

* BetterInvesting Chapter Services (for volunteers): 877-275-6242, Option 4; e-mail: chapterservices@betterinvesting.org

* ICLUBcentral products and services: 877-334-2582

8) Will customer and member support be combined or continue to be offered by both BetterInvesting's home office and ICLUBcentral's headquarters in Cambridge, Mass.?

In the near term, there will be no changes in service. Members and customers should expect the high levels of support they had before the merger.

Members and customers should continue using this contact information for support:

* BetterInvesting Member Services: 877-275-6242; e-mail: service@betterinvesting.org

* BetterInvesting Chapter Services (for volunteers): 877-275-6242, Option 4; e-mail: chapterservices@betterinvesting.org

* ICLUBcentral products and services: 877-334-2582

The local address for ICLUBcentral has changed to 711 W. 13 Mile Road, Madison Heights, MI 48071.

As knowledge sharing continues, we will continue to look for ways to enhance support for both organizations.

9) What will be the structure of the combined organization?

ICLUBcentral will be a wholly owned subsidiary of BetterInvesting. To facilitate collaboration and sharing of information, ICLUBcentral personnel will report to the appropriate functional area at BetterInvesting.

10) What will Doug Gerlach's role be in the new organization?

Doug will continue at ICLUBcentral as the vice president of strategic business development. We will look to him to continue supporting the investment club structure that serves as the foundation for both organizations, meeting with BetterInvesting volunteer chapters and clubs and providing educational support for members learning how to use our various stock analysis and club accounting tools.

11) How will this transaction affect the volunteers who support and promote ICLUBcentral's products?

The decision to continue their volunteer efforts is entirely up to them, but we hope they continue to support ICLUBcentral just as they do today.

Product-Related Questions

12) If I belong to BetterInvesting and subscribe to ICLUBcentral's StockCentral as well, will I receive a refund?

The product lines of BetterInvesting and StockCentral each have unique benefits, and we consider them distinct offerings. We hope investors subscribing to both BetterInvesting and StockCentral will continue to recognize and value the resources they provide.

13) How has BetterInvesting membership changed as a result of the merger?

BetterInvesting membership continues to be an unparalleled value in today's marketplace for the education and resources that enable investors to make sound decisions. The full portfolio supports both beginners —primarily through Web-based analysis tools — and sophisticated, experienced investors — mainly through desktop software products for stock analysis. With the merger, BetterInvesting members will have easier access to the tools and analysis available through ICLUBcentral.

14) Are all of ICLUBcentral's products now endorsed products?

Products and services from ICLUBcentral provide great value to investors. BetterInvesting recently developed a more systematic, rigorous endorsement process for products that includes more volunteer input and efficient ways of gathering and sharing information through the use of online surveys and GoToMeeting conferencing technology. BetterInvesting will continue to leverage this process for ICLUBcentral products.

At this time, BetterInvesting-endorsed products from ICLUBcentral are:

- * Investor's Toolkit 5
- * Stock Analyst 3
- * Stock Prospector 2.7
- * Toolkit 6
- * Club Accounting Online
- * Club Accounting 3
- * Club Tax Printer

15) Has Toolkit 6 been endorsed?

BetterInvesting has completed its review of Toolkit 6, ICLUBcentral's new stock analysis software, using its rigorous endorsement process. On June 24 the board of directors voted to endorse Toolkit 6.

16) Given the variety of analysis tools the combined organizations now offer, which one should I choose?

The product that's best for you depends on your investing experience. BetterInvesting's Web-based tools — including the online Stock Selection Guide and Mutual Fund Tools — include a self-paced learning curriculum that walks you step by step through the analysis and is ideal for beginners. ICLUBcentral's new Toolkit 6 software includes tools for sophisticated analysis and is the best choice for experienced investors.

17) BetterInvesting currently offers the S&P Stock Data Service, while ICLUBcentral's Stockcentral provides a Morningstar data feed. What will happen to the two data feeds?

For now, BetterInvesting and ICLUBcentral will continue to offer and support both data sources. We want to maintain the integrity of both feeds to ensure they are meeting the needs of BetterInvesting and Stockcentral members. In the future, as we look for synergies to capture the benefits of this transaction, we will consider the advantages of having a single data feed.

18) Will ICLUBcentral still provide Churr's stock analysis software for Macintosh computers and Take Stock?

We are not planning any changes in the product offerings in the near term. Over time we will streamline the product line for members and prospective members to ensure we are meeting the needs of these groups.

19) Will ICLUBcentral still support InvestEd?

ICLUBcentral will honor all current agreements with InvestEd, and we hope to continue the same mutually beneficial relationship with InvestEd that we do today.

20) How will ICLUBcentral support the BetterInvesting National Convention?

ICLUBcentral will continue to support BINC as one of the key providers of quality investor education, as it does today.