

2715.4900 TRANSACTIONS SUBJECT TO CLAUSE (1).**Subpart 1. Changes in ownership.** Changes in ownership:

A. The granting, acquisition, or disposition of any presently exercisable put, call, option, or other right or obligation to buy securities from, or sell securities to, another person, or any expiration or cancellation thereof, shall be deemed to effect such a change in the beneficial ownership of the securities to which the right or obligation relates as to require the filing of a statement pursuant to clause (1) of the act reflecting such change in beneficial ownership.

B. If any such right or obligation is not initially exercisable, the granting and acquisition thereof shall be reported in a statement filed for the month in which it became exercisable, unless the filing of such statement is otherwise not required.

C. The right of a pledgee or borrower of securities to sell the pledged or borrowed securities is not an option or right to sell securities within the meaning of this subpart. However, the sale of the pledged or borrowed securities by the pledgee or borrower shall be reported by the pledgor or lender.

D. The right to acquire securities, or the obligation to dispose of securities, in connection with a merger or consolidation involving the insurer issuing the securities is not a right or obligation to buy or sell securities within the meaning of this subpart.

Subp. 2. Beneficial owners. For the purpose of clause (1) of the act, both the grantor and the holder of any presently exercisable put, call, option, or other right or obligation to buy or sell securities shall be deemed to be beneficial owners of the securities subject to such right or obligation until it is exercised or canceled or expires.

Subp. 3. Exclusions and exemptions. Notwithstanding, a statement need not be filed pursuant to clause (1) of the act by:

A. any person with respect to the acquisition, expiration, or cancellation of any nontransferable qualified, restricted, or other stock option granted by the insurer issuing the securities to which the option relates pursuant to a plan provided for the benefit of its employees or the employees of its affiliates if such plan meets the condition specified in part 2715.5400; or

B. any insurer with respect to any put, call, option, or other right or obligation to buy or sell securities of which it is the issuer.

An option, otherwise nontransferable, is deemed to be nontransferable even though it may be disposed of by will or by descent and distribution upon the death of the holder.

Nothing in this part shall be deemed to exempt any person from the duty to file the statements required upon the exercise of any put, call, option, or other right or obligation to buy or sell securities.

Statutory Authority: *MS s 60A.22*

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