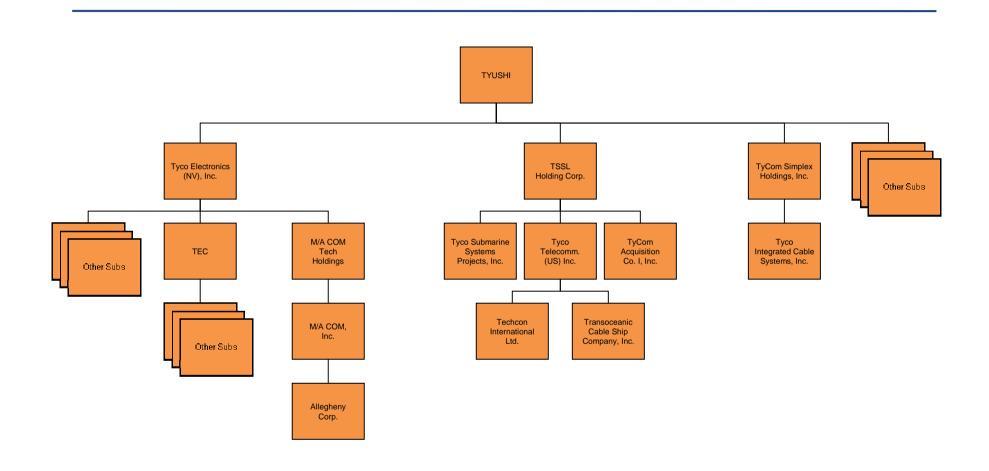
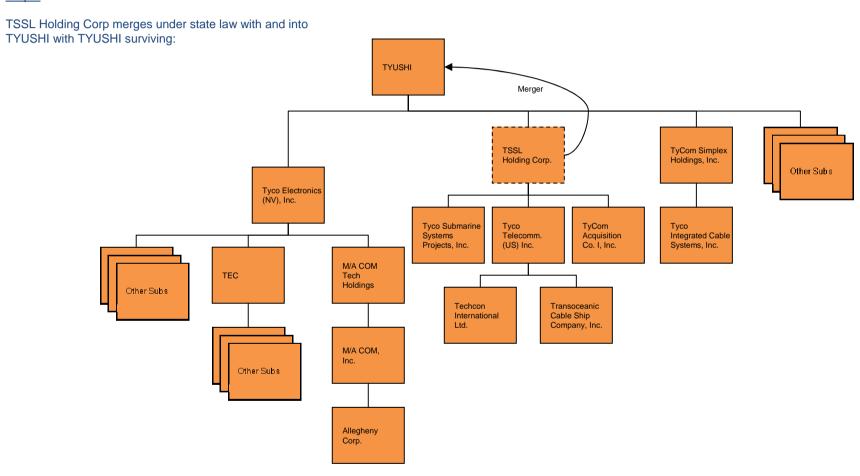
## **Pre-Transaction Organizational Structure**



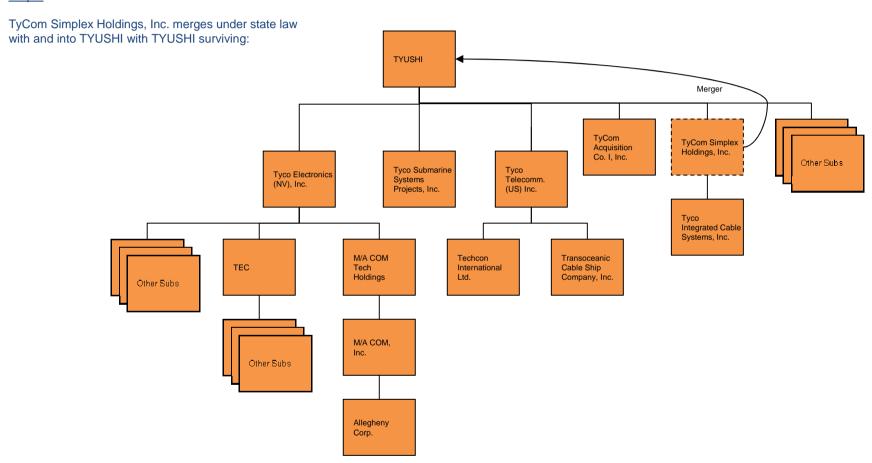
## **Step 1 – Holding Corporation Merger**

#### Step 1:



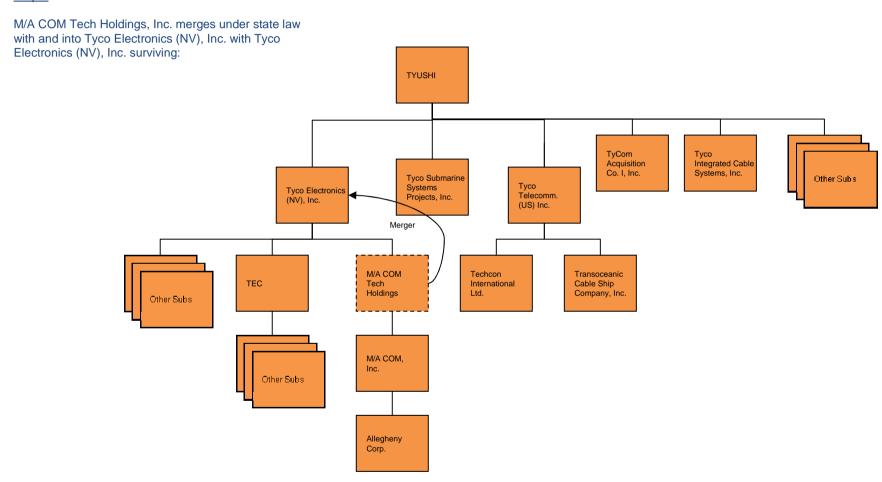
## **Step 2 – Holding Corporation Merger**

### Step 2:



# **Step 3 – Holding Corporation Merger**

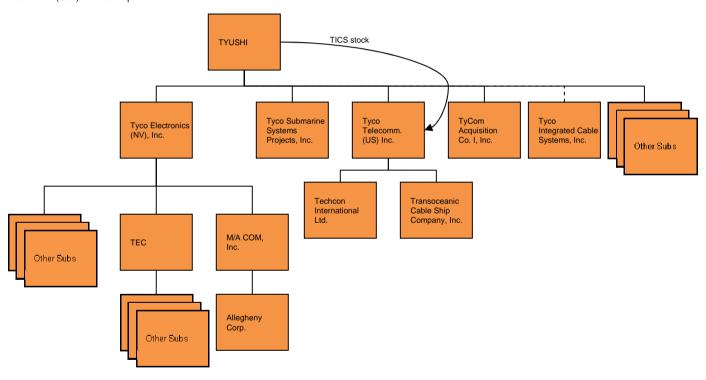
### Step 3:



### **Step 4 – TICS Contribution**

### Step 4:

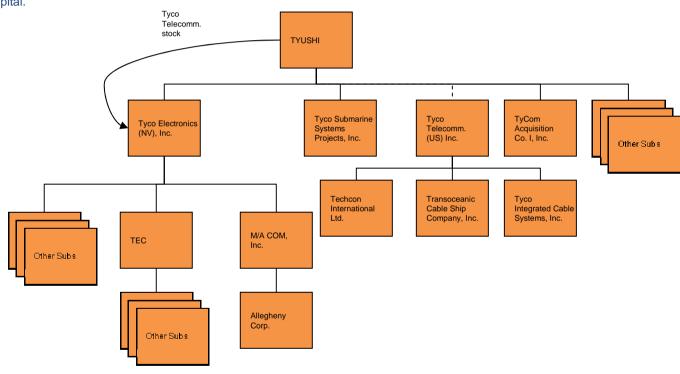
TYUSHI transfers the stock of Tyco Integrated Cable Systems, Inc. to Tyco Telecommunications (US) Inc. as a contribution to Tyco Telecommunications (US) Inc.'s capital.



## **Step 5 – Tyco Telecom Contribution**

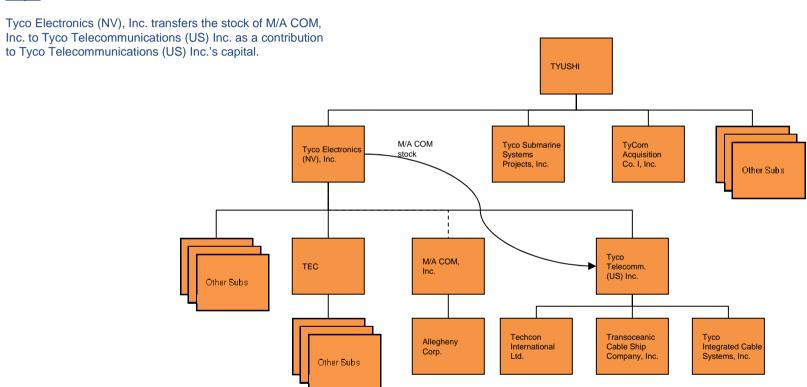
### Step 5:

TYUSHI transfers the stock of Tyco Telecommunications (US) Inc. to Tyco Electronics (NV), Inc. as a contribution to Tyco Electronics (NV), Inc.'s capital.



# **Step 6 – M/A-COM Contribution**

#### Step 6:



### **Post-Transaction Organizational Structure**

