

Spinoff

May 15, 2013

Exchange/Memo ID: 203064

ONN / OCC ID: 32647



NEWCASTLE INVESTMENT CORP. - DISTRIBUTION

DESCRIPTION:

Newcastle Investment Corp. (NCT) has announced a distribution of New Residential Investment Corp. (NRZ) Common Shares. The distribution ratio is 1 (New) New Residential Investment Corp. Common Share for each NCT share held. The record date is May 6, 2013; the mail date is May 15, 2013. The New York Stock Exchange (NYSE) has set May 16, 2013, as the ex-distribution date for this distribution.

New Residential Investment Corp. Common Shares began trading on a when issued basis on May 2, 2013 on NYSE under the trading symbol NRZ WI.

Contract Adjustments:

Pursuant to the By-Laws of the Options Clearing Corporation ("OCC"), the below options will be adjusted as follows.

Adjustment Date: **05/16/2013**

Option Symbol: NCT becomes NCT1

Underlying Security: NCT becomes NCT1

CUSIP: 64828T102, 65105M108

Contract Multiplier: 1

Strike Divisor: 1

New Multiplier: 100

Settlement Allocation: 55%, 45%

Strike Price: **Remains the Same**

New Deliverable: 100 (New) New Residential Investment Corp. (NRZ) Common Shares
100 Newcastle Investment Corp. (NCT) Common Shares

Pricing Considerations: The underlying price for NCT1 will be determined as follows:

$$NCT1 = NCT + NRZ$$

On Wednesday, May 15th, 2013, immediately after the BOX close, all resting orders for NCT in the order book will be canceled by the BOX Market Operations Center. If a BOX Participant wishes to enter orders for the new NCT1 series, the BOX Participant will need to reenter the orders before the open on Thursday, May 16th, 2013.

Additional Exchange Info:

| Old Option Symbol | Old PutCall Code | Old Strike Price | Old Contract Date | New Option Symbol | New PutCall Code | New Strike Price | New Contract Date |
|-------------------|------------------|------------------|-------------------|-------------------|------------------|------------------|-------------------|
| NCT | C/P | 2.50 | 05/18/2013 | NCT1 | C/P | 2.50 | 05/18/2013 |
| NCT | C/P | 5.00 | 05/18/2013 | NCT1 | C/P | 5.00 | 05/18/2013 |
| NCT | C/P | 7.50 | 05/18/2013 | NCT1 | C/P | 7.50 | 05/18/2013 |
| NCT | C/P | 10.00 | 05/18/2013 | NCT1 | C/P | 10.00 | 05/18/2013 |
| NCT | C/P | 12.50 | 05/18/2013 | NCT1 | C/P | 12.50 | 05/18/2013 |

| | | | | | | | |
|-----|-----|-------|------------|------|-----|-------|------------|
| NCT | C/P | 15.00 | 05/18/2013 | NCT1 | C/P | 15.00 | 05/18/2013 |
| NCT | C/P | 2.50 | 06/22/2013 | NCT1 | C/P | 2.50 | 06/22/2013 |
| NCT | C/P | 5.00 | 06/22/2013 | NCT1 | C/P | 5.00 | 06/22/2013 |
| NCT | C/P | 7.50 | 06/22/2013 | NCT1 | C/P | 7.50 | 06/22/2013 |
| NCT | C/P | 10.00 | 06/22/2013 | NCT1 | C/P | 10.00 | 06/22/2013 |
| NCT | C/P | 12.50 | 06/22/2013 | NCT1 | C/P | 12.50 | 06/22/2013 |

| Old Option Symbol | Old PutCall Code | Old Strike Price | Old Contract Date | New Option Symbol | New PutCall Code | New Strike Price | New Contract Date |
|-------------------|------------------|------------------|-------------------|-------------------|------------------|------------------|-------------------|
| NCT | C/P | 15.00 | 06/22/2013 | NCT1 | C/P | 15.00 | 06/22/2013 |
| NCT | C/P | 17.50 | 06/22/2013 | NCT1 | C/P | 17.50 | 06/22/2013 |
| NCT | C/P | 20.00 | 06/22/2013 | NCT1 | C/P | 20.00 | 06/22/2013 |
| NCT | C/P | 2.50 | 08/17/2013 | NCT1 | C/P | 2.50 | 08/17/2013 |
| NCT | C/P | 5.00 | 08/17/2013 | NCT1 | C/P | 5.00 | 08/17/2013 |
| NCT | C/P | 7.50 | 08/17/2013 | NCT1 | C/P | 7.50 | 08/17/2013 |
| NCT | C/P | 10.00 | 08/17/2013 | NCT1 | C/P | 10.00 | 08/17/2013 |
| NCT | C/P | 12.50 | 08/17/2013 | NCT1 | C/P | 12.50 | 08/17/2013 |
| NCT | C/P | 15.00 | 08/17/2013 | NCT1 | C/P | 15.00 | 08/17/2013 |
| NCT | C/P | 17.50 | 08/17/2013 | NCT1 | C/P | 17.50 | 08/17/2013 |
| NCT | C/P | 2.50 | 11/16/2013 | NCT1 | C/P | 2.50 | 11/16/2013 |
| NCT | C/P | 5.00 | 11/16/2013 | NCT1 | C/P | 5.00 | 11/16/2013 |
| NCT | C/P | 7.50 | 11/16/2013 | NCT1 | C/P | 7.50 | 11/16/2013 |
| NCT | C/P | 10.00 | 11/16/2013 | NCT1 | C/P | 10.00 | 11/16/2013 |
| NCT | C/P | 12.50 | 11/16/2013 | NCT1 | C/P | 12.50 | 11/16/2013 |
| NCT | C/P | 15.00 | 11/16/2013 | NCT1 | C/P | 15.00 | 11/16/2013 |
| NCT | C/P | 17.50 | 11/16/2013 | NCT1 | C/P | 17.50 | 11/16/2013 |
| NCT | C/P | 20.00 | 11/16/2013 | NCT1 | C/P | 20.00 | 11/16/2013 |
| NCT | C/P | 22.50 | 11/16/2013 | NCT1 | C/P | 22.50 | 11/16/2013 |
| NCT | C/P | 2.50 | 01/18/2014 | NCT1 | C/P | 2.50 | 01/18/2014 |
| NCT | C/P | 5.00 | 01/18/2014 | NCT1 | C/P | 5.00 | 01/18/2014 |
| NCT | C/P | 7.50 | 01/18/2014 | NCT1 | C/P | 7.50 | 01/18/2014 |
| NCT | C/P | 10.00 | 01/18/2014 | NCT1 | C/P | 10.00 | 01/18/2014 |
| NCT | C/P | 12.50 | 01/18/2014 | NCT1 | C/P | 12.50 | 01/18/2014 |
| NCT | C/P | 15.00 | 01/18/2014 | NCT1 | C/P | 15.00 | 01/18/2014 |
| NCT | C/P | 17.50 | 01/18/2014 | NCT1 | C/P | 17.50 | 01/18/2014 |
| NCT | C/P | 2.50 | 01/17/2015 | NCT1 | C/P | 2.50 | 01/17/2015 |
| NCT | C/P | 5.00 | 01/17/2015 | NCT1 | C/P | 5.00 | 01/17/2015 |
| NCT | C/P | 7.50 | 01/17/2015 | NCT1 | C/P | 7.50 | 01/17/2015 |
| NCT | C/P | 10.00 | 01/17/2015 | NCT1 | C/P | 10.00 | 01/17/2015 |
| NCT | C/P | 12.50 | 01/17/2015 | NCT1 | C/P | 12.50 | 01/17/2015 |
| NCT | C/P | 15.00 | 01/17/2015 | NCT1 | C/P | 15.00 | 01/17/2015 |
| NCT | C/P | 17.50 | 01/17/2015 | NCT1 | C/P | 17.50 | 01/17/2015 |

Disclaimer:

This Information Memo summarizes corporate events affecting listed options. No warranty of accuracy or completeness is given with respect to the summary. Option series information is based on series existing at OCC at the time this Memo was generated.

Contact Information:

Questions regarding this memo can be addressed to the BOX Market Operations Center at 617-235-2291 or toll free at 1-866-768-8845.