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## **Restricted Stock Systems Announces its Next-Generation 10b5-1 Compliance Platform for Public Companies**

*New Features and Functionality Ease the Management and  
Execution of 10b5-1 Trading Plans*

**PRINCETON, N.J. — March 27, 2007** — Restricted Stock Systems, a provider of software and services for the management of insider trading, processing and compliance for restricted stock, today announced the availability of its next-generation *10b5-1 Administrator* platform – the only commercial solution available for total corporate 10b5-1 compliance.

Rule 10b5-1 adopted by the Securities and Exchange Commission (SEC) affords company insiders, directors and affiliates with a safe harbor or affirmative defense against liability that stock trades were made on the basis of material non-public information. Available to the office of general counsel, the corporate secretary, human resource executives and any other corporate governance professional involved in Rule 10b5-1 oversight, Restricted Stock Systems' *10b5-1 Administrator* is an easy-to-use software solution for the complete management of 10b5-1 trading plans. The centralized platform acts as a powerful corporate governance tool, automating the complex processing and documenting of insider transactions – significantly reducing the time and resources involved.

“With a reported 67 percent of public companies allowing 10b5-1 trading plans, and many encouraging or even mandating 10b5-1 plans<sup>1</sup>, the need for a technology solution that provides full insight into insider 10b5-1 activity is paramount to the enforcement of corporate guidelines and shareholder accountability,” said Greg Besner, CEO of Restricted Stock Systems. “Restricted Stock Systems’ turnkey solution makes sponsoring and administering a 10b5-1 plan easy and risk free.”

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<sup>1</sup> Society of Corporate Secretaries & Governance Professionals 2005 Window Period/Blackout Period Trading Policies Survey

The second-generation *10b5-1 Administrator* has been modified for ease-of-use by insiders and corporate administrators. The updated rules engine allows automated execution of a wider variety of trading plan types, eliminating manual calculations for share and price fields. The Web-based interface has been significantly enhanced to better facilitate multiple approval levels when creating and implementing a trading plan by a shareholder. Now outside legal counsel, the CFO or stock plan administrator can be included in the approval process, establishing a greater level of accountability and oversight.

To further streamline the creation of plans by insiders the registration wizard has been updated, greatly reducing the number of screens a shareholder must view when registering a trading plan. Furthermore, *10b5-1 Administrator* users will benefit from improved integration capabilities with the *10b5-1 Plan Manager* product used by leading brokerage firms to handle the execution and management of trading plans once created. The seamless integration of the two platforms expedites the sharing and processing of critical information including Form 4 reporting, and ensures data accuracy by eliminating human intervention and error.

“With Restricted Stock Systems’ solutions in place, we have the confidence in knowing the insider trading policy we’ve established including blackout periods, trading windows and pre-clearance of insider transactions are being followed by our plan managers and insiders,” said Abe Koser, VP Investor Relations at Susquehanna Bancshares Inc. “The Web-based solution enables us to access the system from anywhere, share information, easily create new records, make filings and gain necessary approvals all within a fully auditable environment.”

Restricted Stock Systems’ offers a complete line of software solutions that address SEC regulations and required filings including Rule 144, Forms 3, 4, and 5, in addition to Rule 10b5-1 for both corporate administrators and plan managers.

#### **About Restricted Stock Systems, Inc.**

Restricted Stock Systems, Inc. provides the industry’s only commercial software to manage Rule 10b5-1 trading plans in addition to software and services for processing and reporting of restricted and control stock and insider trading compliance. Offering the most comprehensive trade management and compliance solutions available, Restricted Stock Systems enables public companies and financial institutions to simplify the collection and verification of shareholder information, automate required filings and streamline compliance processing and reporting. With software and services to support Rule 10b5-1, Rule 144, Venture Capital distributions and Forms 3, 4 and 5, Restricted Stock Systems’ insider trading and compliance solutions are used by many leading financial firms and *Fortune* 500 companies. For more information, visit [www.rssgroup.com](http://www.rssgroup.com).

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