

(D) THIS SECTION DOES NOT APPLY TO A CLEARING CORPORATION THAT IS ITSELF THE OBLIGOR OF AN OPTION OR SIMILAR OBLIGATION TO WHICH ITS ENTITLEMENT HOLDERS HAVE SECURITY ENTITLEMENTS.

8-505.

(A) A SECURITIES INTERMEDIARY SHALL TAKE ACTION TO OBTAIN A PAYMENT OR DISTRIBUTION MADE BY THE ISSUER OF A FINANCIAL ASSET. A SECURITIES INTERMEDIARY SATISFIES THE DUTY IF:

(1) THE SECURITIES INTERMEDIARY ACTS WITH RESPECT TO THE DUTY AS AGREED UPON BY THE ENTITLEMENT HOLDER AND THE SECURITIES INTERMEDIARY; OR

(2) IN THE ABSENCE OF AGREEMENT, THE SECURITIES INTERMEDIARY EXERCISES DUE CARE IN ACCORDANCE WITH REASONABLE COMMERCIAL STANDARDS TO ATTEMPT TO OBTAIN THE PAYMENT OR DISTRIBUTION.

(B) A SECURITIES INTERMEDIARY IS OBLIGATED TO ITS ENTITLEMENT HOLDER FOR A PAYMENT OR DISTRIBUTION MADE BY THE ISSUER OF A FINANCIAL ASSET IF THE PAYMENT OR DISTRIBUTION IS RECEIVED BY THE SECURITIES INTERMEDIARY.

8-506.

A SECURITIES INTERMEDIARY SHALL EXERCISE RIGHTS WITH RESPECT TO A FINANCIAL ASSET IF DIRECTED TO DO SO BY AN ENTITLEMENT HOLDER. A SECURITIES INTERMEDIARY SATISFIES THE DUTY IF:

(1) THE SECURITIES INTERMEDIARY ACTS WITH RESPECT TO THE DUTY AS AGREED UPON BY THE ENTITLEMENT HOLDER AND THE SECURITIES INTERMEDIARY; OR

(2) IN THE ABSENCE OF AGREEMENT, THE SECURITIES INTERMEDIARY EITHER PLACES THE ENTITLEMENT HOLDER IN A POSITION TO EXERCISE THE RIGHTS DIRECTLY OR EXERCISES DUE CARE IN ACCORDANCE WITH REASONABLE COMMERCIAL STANDARDS TO FOLLOW THE DIRECTION OF THE ENTITLEMENT HOLDER.

8-507.

(A) A SECURITIES INTERMEDIARY SHALL COMPLY WITH AN ENTITLEMENT ORDER IF THE ENTITLEMENT ORDER IS ORIGINATED BY THE APPROPRIATE PERSON, THE SECURITIES INTERMEDIARY HAS HAD REASONABLE OPPORTUNITY TO ASSURE ITSELF THAT THE ENTITLEMENT ORDER IS GENUINE AND AUTHORIZED, AND THE SECURITIES INTERMEDIARY HAS HAD REASONABLE OPPORTUNITY TO COMPLY WITH THE ENTITLEMENT ORDER. A SECURITIES INTERMEDIARY SATISFIES THE DUTY IF:

(1) THE SECURITIES INTERMEDIARY ACTS WITH RESPECT TO THE DUTY AS AGREED UPON BY THE ENTITLEMENT HOLDER AND THE SECURITIES INTERMEDIARY; OR