

EXHIBIT 16

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

**BERNARD L. MADOFF
INVESTMENT SECURITIES
LLC,**

Debtor,

**IRVING H. PICARD, Trustee for
the Liquidation of Bernard L.
Madoff Investment Securities LLC,**

Plaintiff,

v.

SAUL B. KATZ, et al.,

Defendants.

Adv. Pro. No. 08-01789 (BRL)

SIPA LIQUIDATION

**(Substantively Consolidated)
Adv. Pro. No. 10-5287 (BRL)**

11-CV-03605 (JSR) (HBP)

Bruce Dubinsky Deposition Binder

Tabs 26-80

Part II of III

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EXHIBIT

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Transfer Agents

Companies that have publicly traded securities typically use transfer agents to keep track of the individuals and entities that own their stocks and bonds. Most transfer agents are banks or trust companies, but sometimes a company acts as its own transfer agent.

Transfer agents perform three main functions:

- 1. Issue and cancel certificates to reflect changes in ownership.** For example, when a company declares a stock dividend or stock split, the transfer agent issues new shares. Transfer agents keep records of who owns a company's stocks and bonds and how those stocks and bonds are held—whether by the owner in certificate form, by the company in book-entry form, or by the investor's brokerage firm in street name. They also keep records of how many shares or bonds each investor owns.
- 2. Act as an intermediary for the company.** A transfer agent may also serve as the company's paying agent to pay out interest, cash and stock dividends, or other distributions to stock- and bondholders. In addition, transfer agents act as proxy agent (sending out proxy materials), exchange agent (exchanging a company's stock or bonds in a merger), tender agent (tendering shares in a tender offer), and mailing agent (mailing the company's quarterly, annual, and other reports).
- 3. Handle lost, destroyed, or stolen certificates.** Transfer agents help shareholders and bondholders when a stock or bond certificate has been lost, destroyed, or stolen. If this has happened to you, read our publication entitled [Stock Certificates, Lost, Stolen](#). Also, if you hold securities in your own name and want to transfer or sell them, you may need to get your signature "guaranteed" before a transfer agent will accept the transaction. For information about transferring your securities, please read "[Signature Guarantees: Preventing the Unauthorized Transfer of Securities](#)" in our Fast Answers databank.

In many cases, you can find out which transfer agent a company uses by visiting the investor relations section of the company's website. You also can use the "Search the TA Database" on the website of the [Securities Transfer Association](#), a private trade organization of transfer agents. The STA provides general information about the functions of transfer agents. Please note that the STA is not equipped to respond to individual inquiries via the telephone, mail, or e-mail. Shareholders with transfer related inquiries, even if they are general in nature, would be best served by speaking to the transfer agent or issuer for the security in question or their broker-dealer.

<http://www.sec.gov/answers/transferagent.htm>

We have provided this information as a service to investors. It is neither a legal interpretation nor a statement of SEC policy. If you have questions concerning the meaning or application of a particular law or rule, please consult with an attorney who specializes in securities law.

[Home](#) | [Previous Page](#)

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