

**RJ REYNOLDS TOBACCO CO.  
 RJ REYNOLDS INDUSTRIES, INC.  
 RJR NABISCO INC.  
 RJR NABISCO HOLDINGS CORP.  
 RJ REYNOLDS TOBACCO HOLDINGS, INC.**

**A STOCK HISTORY – SEQUENCE OF EVENTS**

<b>DATE</b>	<b>EVENT</b>
1899	RJ Reynolds Tobacco Co. Common Stock originally issued. (CUSIP: Unknown)
November 1914	Shareholders received one (1) share of RJ Reynolds Tobacco Co. 7% Series Preferred Stock (CUSIP: Unknown) for every four (4) shares of Common Stock held. The 7% Series Preferred Stock originated with this distribution which was effective January 2, 1915.
February 1917	Shareholders received one (1) share of 7% Series Preferred Stock for every four (4) shares of Common Stock held.
May 1917	Shareholders received one (1) share of 7% Series Preferred Stock for every two (2) shares of Common Stock held.
1917	During the year, the Company's charter was amended to allow two (2) types of Common Stock – Class A and Class B. (CUSIP's are unknown.) All outstanding shares of the former "Common Stock" were designated Class A.
April 1, 1918	Shareholders of Class A Common Stock were offered, for \$100 per share, one share of Class B Common Stock for every four (4) shares of Class A held. This was the original issue date of the Class B security.
July 1, 1918	Shareholders of Class A Common Stock were offered, for \$100 per share, one share of Class B Common Stock for every two (2) shares of Class A held.
November 1919	Shareholders of Class A Common Stock were offered, for \$100 per share, one share of 7% Series Preferred Stock for every two (2) shares of Class A or Class B held.

August 16, 1920	Four (4) shares of \$25 par value Class B Common Stock were exchanged for one share of \$100 par value Class B Common Stock. Also, a 200% stock dividend in Class B Common Stock was paid to both Class A and Class B shareholders.
1922	Class A and Class B Common Stock were listed on the New York Stock Exchange.
December 2, 1922	A 33 $\frac{1}{3}$ % stock dividend in Class B Common Stock was paid to both Class A and Class B shareholders.
January 1, 1926	All outstanding shares of 7% Series Preferred Stock were redeemed for cash at a rate of \$120 per share.
February 15, 1927	A 25% stock dividend in Class B Common Stock was paid to both Class A and Class B shareholders.
January 31, 1929	One share of \$25 par value Class B Common Stock was exchanged for 2 $\frac{1}{2}$ shares of \$10 par value Class B.
July 1945	Original issue date for RJ Reynolds Tobacco Co 3.60% Series Preferred Stock (CUSIP: Unknown). This security was offered to Class A and Class B Common Stockholders at a rate of one share of 3.60% Series Preferred Stock for each 20 shares of Class A or Class B Common Stock held. Cost basis in the 3.60% Series Preferred Stock: \$100.00 per share.
June 29, 1949	Shareholders approved a plan to exchange one share of Class A Common Stock for 1 $\frac{1}{4}$ shares of Class B Common Stock. The exchange option was available until late 1959 when all Class A shares outstanding had been surrendered. The shareholder's basis in Class A Common Stock, in total, was allocated, in total, to the Class B Common Stock received in the exchange.
March 31, 1959	Class B Common Stock was reclassified as Common Stock.
April 9, 1959	2-for-1 Common Stock split.
September 7, 1961	2-for-1 Common Stock split.

May 13, 1969	RJ Reynolds Tobacco Co. acquired McLean Industries, Inc. Each share of McLean Industries, Inc. Common Stock (CUSIP: Unknown) was converted to one share of RJ Reynolds Tobacco Co. \$2.25 Convertible Preferred Stock (CUSIP: 761753 30 0). Also, in conjunction with this acquisition, all outstanding shares of 3.60% Series Preferred Stock were converted to RJ Reynolds Tobacco Co. 7% Subordinated Debentures Due June 1, 1989 (CUSIP: 761831 AB 2) at a rate of \$80.00 principal amount of Debentures for each share of 3.60% Series Preferred Stock, plus \$0.425 per share, accrued and unpaid dividends April 1, 1969 through May 13, 1969.
<b>April 1970</b>	<b>RJ Reynolds Tobacco Co. became RJ Reynolds Industries, Inc.</b> Certificates were not recalled.
February 2, 1979	RJ Reynolds Industries, Inc. acquired through a merger Del Monte Corporation. Approximately 45% of Del Monte Corporation Capital Stock (CUSIP: 245217 10 4), was exchanged for \$48.50 per share, cash, plus \$0.0331 per share accrued and unpaid dividends for the period January 25, 1979 through February 2, 1979. Remaining outstanding shares of Del Monte Corporation Capital Stock were converted, 1-for-1, to RJ Reynolds Industries, Inc. Series A Cumulative Preferred Stock (CUSIP: 761753 40 9).
December 10, 1979	2-for-1 RJ Reynolds Industries, Inc. Common Stock split.
October 1, 1982	All outstanding shares of \$2.25 Convertible Preferred Stock were called for redemption. Shareholders could redeem their shares for cash at a rate of \$50.00 per share, plus \$0.5625 accrued and unpaid dividends as of October 1, 1982, or convert to RJ Reynolds Industries, Inc. Common Stock at a rate of one (1) share of \$2.25 Convertible Preferred Stock, plus \$22.00 payment by the holder, for three (3) shares of Common Stock. The option to convert to Common Stock was available until the close of business on October 1, 1982. Failure to convert by that date resulted in automatic redemption at the price specified.
October 12, 1982	RJ Reynolds Industries, Inc., through a merger with its subsidiary RJ Reynolds Tobacco Co, acquired Heublein, Inc. Approximately 15,350,000 shares of Heublein, Inc. Common Stock (CUSIP: 428182 10 9) were exchanged for \$63.00 per share, cash. This offer expired on August 26, 1982. All remaining Heublein, Inc. Common Stock outstanding was exchanged for 0.644 of a share of RJ Reynolds Industries, Inc. Common Stock and 0.25 of a share of RJ Reynolds Industries, Inc. Series B Cumulative Preferred Stock (CUSIP: 761753 50 8). This was the original issue date for the Series B Cumulative Preferred Stock security.

June 14, 1984	RJ Reynolds Industries, Inc. spun-off Sea-Land Corporation to shareholders. Common Stockholders of record on May 12, 1984 received one (1) share of Sea-Land Corporation Common Stock (CUSIP: 811408 10 3) for every five (5) shares of RJ Reynolds Industries, Inc. Common Stock held.
1984	The Company offered to purchase up to 10,000,000 of shares of RJ Reynolds Industries, Inc. Common Stock at a rate of \$73.50 per share, cash. The offer expired November 14, 1984.
May 1, 1985	Series A Cumulative Preferred Stock was partially redeemed (2,015,320 of the shares outstanding) at a rate of \$48.50 per share, cash, plus \$0.68 $\frac{1}{3}$ per share accrued and unpaid dividends.
June 15, 1985	5-for-2 RJ Reynolds Industries, Inc. Common Stock split.
September 10, 1985	RJ Reynolds Industries, Inc. acquired Nabisco Brands, Inc. Nabisco Brands, Inc. Common Stock (CUSIP: 629525 10 6) was exchanged for 0.35 of a share of RJ Reynolds Industries, Inc. Series C Cumulative Preferred Stock (CUSIP: 761753 60 7), and \$42.50 principal amount of RJ Reynolds Industries, Inc. 11.20% Notes, due August 1, 1997 (CUSIP: 761753 AJ 1). This was the original issue date for each of these securities.
January 21, 1986	Rights certificates were issued to Sea-Land Corporation Common Stock shareholders at a rate of 1-for-1.
March 1, 1986	All outstanding shares of Series A Cumulative Preferred Stock were redeemed at a rate of \$48.50 per share, cash, plus \$0.68 $\frac{1}{3}$ per share accrued and unpaid dividends.
<b>April 25, 1986</b>	<b>RJ Reynolds Industries, Inc. became RJR Nabisco, Inc.</b>
May 12, 1986	2,586,900 shares of Series C Cumulative Preferred Stock were redeemed at a rate of \$136.25 per share, cash, plus \$0.396 accrued and unpaid dividends.
May 27, 1986	Rights issued to Sea-Land Corporation Common Stock shareholders were redeemed at a rate of \$0.10 per right, cash, and were paid without presentation of certificates.
September 25, 1986	Sea-Land Corporation merged with CSA Acquisition Corp., a subsidiary of CSX Corporation. Sea-Land Corporation Common Stock was exchanged for \$28 per share, cash.

December 1, 1986	All outstanding shares of Series C Cumulative Preferred Stock were redeemed at a rate of \$135.23 per share, cash, plus \$1.08 accrued and unpaid dividends.
April 6, 1987	All outstanding shares of 11.20% Notes, due August 1, 1997 were redeemed at a rate of 107.50% of the principal amount of each Note.
October 20, 1988	Members of RJR Nabisco, Inc. management announce the intention to seek development of a proposal to acquire the company through a leveraged buyout for \$75 per share.
October 22, 1988	RJR Acquisition Corp. announces it's intention to commence a Tender Offer for shares in Common Stock, 165,509,015 of the approximate 223,520,856 unrestricted shares outstanding, or 74%, for \$109 per share, cash, and Series B Cumulative Preferred Stock, any and all shares outstanding, for \$108 per share, cash. This Tender Offer officially began October 27, 1988.
October 24, 1988	Kohlberg Kravis Roberts & Co. (KKR) offers to acquire RJR Nabisco, Inc. for \$90 per share of Common Stock in cash and securities.
November 30, 1988	The Board of Directors announces its acceptance of a revised proposal from KKR.
December 1, 1988	Final terms of the Tender Offer by RJR Acquisition Corp. and merger of RJR Acquisition Corp. with and into RJR Nabisco, Inc. are announced.
December 5, 1988	Regular quarterly dividend paid on Common Stock - \$0.55 per share.
December 15, 1988	Regular quarterly dividend paid on \$3.50 Cumulative Preferred Stock - \$0.875 per share.
January 3, 1989	Regular quarterly dividend paid on Series B Cumulative Preferred Stock - \$2.875 per share.
February 8, 1989	The last day of public trading of Series B Cumulative Preferred Stock. The shares closed at \$107.125 per share.
February 9, 1989	All outstanding rights were redeemed at a rate of \$0.05 per right. The Tender Offer announced October 22, 1988 expired and RJR Acquisition Corp. completes the purchase of the shares as announced.

March 23, 1989	Record date for voting rights on the "Agreement" and "Plan of Merger". As of this date, there were 223,520,856 shares of Common Stock, and 1,251,904 shares of Series B Cumulative Preferred Stock outstanding, including those held by RJR Acquisition Corp. as a result of the Tender Offer.
April 1, 1989	Final regular quarterly dividend paid on Series B Cumulative Preferred Stock - \$2.525 per share.
April 5, 1989	Proxy Statement-Prospectus regarding a special meeting of stockholders to vote on the Merger Agreement.
<b>April 28, 1989</b>	<b>RJR Acquisition Corp. merged with and into RJR Nabisco, Inc. The company was taken private in a leveraged buy out (LBO) by Kholberg, Kravis, Roberts (KKR).</b> All outstanding shares of Series B Cumulative Preferred Stock were converted to the right to received \$108.00 per share, cash. Each share of Common Stock outstanding was converted to the right to received 2.8030 shares of RJR Holdings Group, Inc. Cumulative Exchangable Preferred Stock (CUSIP: 74960M 20 3) and \$31.14 principal amount of RJR Holdings, Inc. Senior Converting Debentures Due 2009 (CUSIP: 74960K AA 6). This was the original issue date for each of these securities.
July 17, 1989	All outstanding shares of Cumulative Exchangable Preferred Stock were exchanged for \$25.00 principal amount of RJR Holdings Group, Inc. Subordinated Exchange Debentures Due 2007 (CUSIP: 74960M AA 2). Accrued and unpaid dividends were included in the \$25.00 exchange rate. This was the original issue date for this security.
November 1, 1990	Senior Converting Debentures Due 2009 and Subordinated Exchange Debentures Due 2007 were partially exchanged for \$333.00 cash and \$667.00 stated value of RJR Nabisco Holdings Corp. Cumulative Convertible Preferred Stock (CUSIP: 74960K 20 7) for each \$1,000 of principal, and accrued and unpaid interest.
March 2, 1991	Approximately \$1,176,476,000 of the \$2,587,688,075 principal amount of Subordinated Exchange Debentures Due 2007 outstanding, were exchanged for \$465.00 cash, and 110 shares of RJR Nabisco Holdings Corp. Common Stock (CUSIP: 74960K 10 8) for each \$1,000 of principal held.
<b>March 21, 1991</b>	<b>RJR Nabisco Holdings Corp. began trading on the New York Stock Exchange under Ticker Symbol RN.</b>
June 3, 1991	All outstanding Subordinated Exchange Debentures Due 2007 were redeemed for cash.

November 1, 1991	RJR Nabisco Holdings Corp. \$0.835 Depositary Shares/Series A Conversion Preferred Stock "PERCS" (CUSIP: 74960K 40 5) were originally issued. Each \$0.835 Depositary Share represented ¼ of a share of PERCS.
December 6, 1991	RJR Nabisco Holdings Corp. partially exchanged shares of its Cumulative Convertible Preferred Stock for shares of RJR Nabisco Holdings Corp. Common Stock. The rate of exchange was 3.8 shares of Common Stock for each share of Cumulative Convertible Preferred Stock surrendered for exchange.
February 18, 1992	First quarterly dividend paid on \$0.835 Depositary Shares/Series A Conversion Preferred Stock "PERCS" – PERCS - \$0.89994 per share; \$0.835 Depositary Shares - \$0.224985 per share. Between May 1992 and November 15, 1994, dividends were paid as prescribed at a rate of \$0.835 per share for PERCS and \$0.20875 per share for Depositary Shares.
May 1, 1993	All outstanding Senior Converting Debentures Due 2009 were redeemed for cash.
August 18, 1993	RJR Nabisco Holdings Corp. Series B Depositary Shares (CUSIP: 74960K 70 2) were originally issued (Ticker: RNPrB). Each Series B Depositary Share represented 1,000 <sup>th</sup> of a share of Series B Cumulative Preferred Stock.
December 6, 1993	All outstanding shares of RJR Nabisco Holdings Corp. Cumulative Convertible Preferred Stock were redeemed for cash.
May 6, 1994	RJR Nabisco Holdings Corp. Series C Depositary Shares (CUSIP: 74960K 88 4) were originally issued (Ticker: RNPrC). Each Depositary Share represented 1/10 <sup>th</sup> of a share of RJR Nabisco Holdings Corp. Series C Conversion Preferred Stock (a.k.a. Preferred Equity Redemption Cumulative Stock or "PERCS").
November 15, 1994	All outstanding shares of \$0.835 Depositary Shares/Series A Conversion Preferred Stock "PERCS" were converted to RJR Nabisco Holdings Corp. Common Stock (CUSIP: 74960K 10 8). The final dividend on these shares, due to be paid on this date, were paid in cash rather than by issuance of additional shares of Common Stock.
March 14, 1995	Borden, Inc. shareholders approved the merger of Borden Acquisition Corp. and Whitehall Associates, L.P, an affiliate of Borden, Inc. and Kohlberg Kravis Roberts & Co., L.P. As a result, each outstanding share of Borden, Inc. Common Stock (CUSIP: 099599 10 2) was exchanged for 2.29146 shares of RJR Nabisco Holdings Corp. Common Stock (CUSIP: 74960K 10 8).

April 12, 1995	1-for-5 reverse split on Common Stock. Holders of RJR Nabisco Holdings Corp. Common Stock prior to the reverse split (a.k.a. "Old Common Stock" (CUSIP:74960K 10 8)) were required to surrender these shares in order to receive their post-reverse split RJR Nabisco Holdings Corp Common Stock (a.k.a. "New Common Stock" (CUSIP: 74960K 87 6)). No fractional shares resulting from the reverse split were issued, but rather paid to the holder as cash-in-lieu.
May 15, 1997	All shares of Series C Conversion Preferred Stock were automatically converted into shares of RJR Nabisco Holdings Corp. Common Stock (CUSIP: 74960K 87 6), plus the right to receive accrued and unpaid dividends on Series C Conversion Preferred Stock. Each Series C Depositary Share, which represented 1/10 <sup>th</sup> of a share of Series C Conversion Preferred Stock, were converted to 1/5 <sup>th</sup> of a share of Common Stock. This ratio reflected the 1-for-5 reverse split of Common Stock on April 12, 1995.
October 13, 1998	All outstanding shares of Series B Cumulative Preferred Stock were redeemed for cash. As a result, Series B Depositary Shares, which represented 1/1000 <sup>th</sup> of a share of Series B Cumulative Preferred Stock, were redeemed at a rate of \$25.00 per share, plus \$0.2698 accrued and unpaid dividends.
March 9, 1999	RJR Nabisco Holdings Corp. announced that it had entered into a definitive agreement to sell its international tobacco business to Japan Tobacco for \$8 billion, including the assumption of \$200 million of net debt. Also, the company announced that its board of directors had approved a plan to spin-off its domestic tobacco business, R.J. Reynolds Tobacco Co. following completion of the sale of its international business.
May 12, 1999	<p>RJR Nabisco Holdings Corp. and Japan Tobacco announced the completion of Japan Tobacco's acquisition R.J. Reynolds. Also, following its annual meeting of shareholders, RJR Nabisco Holdings Corp. board of directors approved the plan to spin-off of R.J. Reynolds Tobacco Co. to shareholders.</p> <p>As part of the plan, the board declared a 1-for-3 common stock dividend of shares in R.J. Reynolds Tobacco Holdings, Inc. (CUSIP: 76182K 10 5) payable on June 14, 1999, to RJR Nabisco (CUSIP: 74960K 87 6) shareholders of record on May 27, 1999.</p> <p>On completion of the spin-off, RJR Nabisco Holdings Corp. would be renamed Nabisco Group Holdings (CUSIP: 62952P 10 2) and trade under on the New York Stock Exchange under ticker symbol NGH. R.J. Reynolds Tobacco Holdings, Inc. would also trade on the New York Stock Exchange, under ticker symbol RJR.</p>

June 14, 1999	<p>After the close of business, R.J.R Nabisco Holdings Corp. completed its planned tax-free spin-off of R.J. Reynolds Tobacco Co. and RJR Nabisco Holdings Corp. was renamed Nabisco Group Holdings.</p> <p>For every three (3) NGH common shares held, shareholders received one (1) share of R.J. Reynolds Tobacco Holdings, Inc. (CUSIP: 76182K 10 5) common stock as a stock dividend. As a result, the shareholder's original cost was reallocated on the basis of 66.66% to the NGH shares, and 33.34% to the RJR shares.</p>
<b>June 15, 1999</b>	<b>R.J. Reynolds Tobacco Holdings, Inc. (CUSIP: 76182K 10 5) began trading on the New York Stock Exchange under Ticker Symbol RJR.</b>
June 25, 2000	R.J. Reynolds Tobacco Holdings, Inc. announced it would acquire, through merger, Nabisco Group Holdings, Inc. (CUSIP: 62952P 10 2) for \$30 cash per common share following the completion of Philip Morris Companies, Inc.'s acquisition of Nabisco Holdings Corp.
December 11, 2000	R.J. Reynolds Tobacco Holdings, Inc. announced it had completed its acquisition through merger of Nabisco Group Holdings, Inc. (CUSIP: 62952P 10 2) for \$30 cash per common share. This transaction was a taxable event to the shareholders of NGH common shares.
October 27, 2003	RJR and British American Tobacco PLC announced that they had entered into a definitive agreement to combine the assets and operations of their respective U.S. business to form a new publicly traded holding company, Reynolds American Inc. When the transaction was completed, RJR shareholders would exchange their shares on a 1-for-1 basis, for shares in the new company, which would represent 58% of the shares outstanding. The remaining 42% of Reynolds American Inc. common shares would be held by British American Tobacco.
<b>August 2, 2004</b>	<b>Reynolds American Inc. (CUSIP: 761713 10 6) began trading on the New York Stock Exchange under Ticker Symbol RAI.</b>
August 14, 2006	100% stock dividend issued. For each share of Reynolds American common stock held, shareholder received one (1) additional share.