



Application for Access To Indications of Interest

The purpose of this form is to collection information from persons in connection with: (i) requests for information underlying existing indications of interest (“Indications”) displayed on CHX Holdings’ indication of interest board (the “I-Board”); or (ii) submissions of new Indications to purchase or sell shares of CHX Holdings, Inc. common stock, which will be posted on the I-Board.

TRANSFER RESTRICTIONS

CHX HOLDINGS’ COMMON STOCK IS SUBJECT TO LIMITATIONS ON TRANSFER, OWNERSHIP AND VOTING. THESE LIMITATIONS INCLUDE THE FOLLOWING:

1. CHX HOLDINGS COMMON STOCK HAS NOT BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933, AS AMENDED, AND MAY NOT BE TRANSFERRED WITHOUT REGISTRATION UNDER SUCH ACT OR PURSUANT TO AN EXEMPTION THEREFROM. CHX HOLDINGS MAY REQUIRE AN OPINION OF COUNSEL REASONABLY SATISFACTORY TO CHX HOLDINGS THAT SUCH AN EXEMPTION IS AVAILABLE. PLEASE SEE ARTICLE IX, SECTION 3 OF THE CHX HOLDINGS BYLAWS.
2. NO PERSON, EITHER ALONE OR TOGETHER WITH ITS RELATED PERSONS, MAY (A) OWN, DIRECTLY OR INDIRECTLY, OF RECORD OR BENEFICIALLY, SHARES OF STOCK OF THE CORPORATION REPRESENTING IN THE AGGREGATE MORE THAN FORTY PERCENT (40%) ((OR TWENTY PERCENT (20%) IF SUCH PERSON HOLDS A TRADING PERMIT OF THE CHICAGO STOCK EXCHANGE, INC.) OF THE THEN OUTSTANDING VOTES ENTITLED TO BE CAST ON ANY MATTER; OR (B) DIRECTLY, INDIRECTLY OR PURSUANT TO ANY VOTING TRUST, AGREEMENT, PLAN OR OTHER ARRANGEMENT, VOTE OR CAUSE THE VOTING OF SHARES OF THE CAPITAL STOCK (WHETHER SUCH SHARES BE COMMON STOCK OR PREFERRED STOCK) OF THE CORPORATION OR GIVE ANY CONSENT OR PROXY WITH RESPECT TO SHARES REPRESENTING MORE THAN TWENTY PERCENT (20%) OF THE VOTING POWER OF THE THEN ISSUED AND OUTSTANDING CAPITAL STOCK OF THE CORPORATION, NOR MAY ANY PERSON, EITHER ALONE OR TOGETHER WITH ITS RELATED PERSONS, ENTER INTO ANY AGREEMENT, PLAN OR OTHER ARRANGEMENT WITH ANY OTHER PERSON, EITHER ALONE OR TOGETHER WITH ITS RELATED PERSONS, UNDER CIRCUMSTANCES THAT WOULD RESULT IN THE SHARES OF CAPITAL STOCK OF THE CORPORATION THAT ARE SUBJECT TO SUCH AGREEMENT, PLAN OR OTHER ARRANGEMENT NOT BEING VOTED ON ANY MATTER OR MATTERS OR ANY PROXY RELATING THERETO BEING WITHHELD, WHERE THE EFFECT OF SUCH AGREEMENT, PLAN OR OTHER ARRANGEMENT WOULD BE TO ENABLE ANY PERSON, EITHER ALONE OR TOGETHER WITH ITS RELATED PERSONS, TO VOTE, POSSESS THE RIGHT TO VOTE OR CAUSE THE VOTING OF SHARES OF THE CAPITAL STOCK OF THE CORPORATION WHICH WOULD REPRESENT MORE THAN TWENTY PERCENT (20%) OF SAID VOTING POWER. FOR MORE INFORMATION, INCLUDING INFORMATION REGARDING ANY REPORTING AND NOTICE OBLIGATIONS WITH RESPECT TO THESE RESTRICTIONS, PLEASE SEE THE TEXT OF ARTICLE FIFTH OF THE CORPORATION’S RESTATED CERTIFICATE OF INCORPORATION, EFFECTIVE AS OF FEBRUARY 9, 2005, AS THE SAME MAY BE AMENDED FROM TIME TO TIME.
3. NO STOCKHOLDER MAY TRANSFER COMMON STOCK EXCEPT IN BLOCKS OF 1000 SHARES PER TRANSFER. PLEASE SEE ARTICLE IX, SECTION 2 OF THE CHX HOLDINGS’ BYLAWS.
4. NO STOCKHOLDER MAY TRANSFER COMMON STOCK UNTIL ALL AMOUNTS DUE AND OWING BY SUCH STOCKHOLDER TO THE CHICAGO STOCK EXCHANGE, INC. HAVE BEEN PAID IN FULL. PLEASE SEE ARTICLE IX, SECTION 3 OF THE CHX HOLDINGS’ BYLAWS.

COPIES OF THE CHX HOLDINGS’ CERTIFICATE OF INCORPORATION AND BYLAWS, WHICH FURTHER DETAIL THESE LIMITATIONS, ARE AVAILABLE WITHOUT CHARGE UPON WRITTEN REQUEST TO CHX HOLDINGS.

APPLICATION

By submitting this Application, I am requesting access to information underlying Indications posted on the I-Board and/or I am interested in submitting Indications relating to my own interest in buying or selling shares of CHX Holdings, Inc. common stock.

I certify and represent the following:

- a. If I am making an Indication to purchase or sell CHX Holdings common stock, I certify that I am able to make all representations required of me (or on behalf of my firm) in order to consummate a transaction that results from any such Indication;
- b. I understand and agree that CHX Holdings common stock is subject to certain voting, transfer and ownership restrictions as delineated in the CHX Holdings Certificate of Incorporation and Bylaws and summarized on the cover of this Application and I affirmatively represent that any proposed transfer of shares (involving me, or where appropriate, my firm) will not be in violation of such restrictions; and
- c. I have read and understand the Access Agreement attached as Exhibit A and have agreed (for myself, or where appropriate, my firm) to be bound by those requirements.

I agree that I am (or my firm is) bound by all provisions contained in the Application and all related I-Board operating policies and procedures outlined on the website, including any revisions thereof.

Signature

Date

Print Name

Job Title/Representative Capacity
(if applicable)

Firm (if applicable)

Social Security No./Taxpayer ID No.

Street Address

City, State, Zip Code

Telephone

Facsimile

E-mail Address

As noted in the CHX Holdings charter, there are restrictions on the ownership and voting of CHX Holdings stock by a single person or entity or by any “related persons,” as that term is defined in the charter. To help us understand your (or your firm’s) relationships with other CHX Holdings shareholders, please list all firms and individuals that currently own CHX Holdings stock and that are directly or indirectly related to you (or to your firm).

**CHX Holdings, Inc.
Access Agreement – Indications of Interest**

I, _____

- Am acting in my own capacity; or
- Am acting on behalf of the following firm: _____

I acknowledge that before I am granted access by CHX Holdings, Inc. (“CHX Holdings”) to information underlying any of the indications of interest (“Indications”) to purchase or sell common stock of CHX Holdings that are posted of the CHX Holdings Indication of Interest Board (the “I-Board”), I must agree to the terms and conditions set forth below.

I agree that before any information underlying any of the Indications posted on the I-Board is provided to me, CHX Holdings may in its sole discretion decline to grant me access to such information. I acknowledge and understand that if CHX Holdings does give me access to the Indications, I will have information that is unavailable to the public, including, but not limited to, the following information: (i) Indications of which CHX Holdings has been made aware (including Indications not disseminated on the I-Board); (ii) names and contact information of persons who have submitted Indications to CHX Holdings; and (iii) dates and times when Indications were received by CHX Holdings (collectively, “Confidential Information”). All Confidential Information shall be held in confidence by me to the same extent and in at least the same manner as I protect my own confidential or proprietary information. I shall not disclose, publish, release, transfer or otherwise make available Confidential Information in any form to, or for the use or benefit of, any other individual or firm.

I shall hold CHX Holdings, including its subsidiaries and affiliates, agents and employees, harmless from and against any and all actions, losses, claims, damages, liabilities or expenses to which CHX Holdings may become subject, insofar as such arise out of or are based upon (i) any Indications received by CHX Holdings; (ii) any determination by CHX Holdings that prevents me from accessing Indications or information underlying the Indications; (iii) my inability to access information, as a result of any conduct, act or omission on the part of CHX Holdings; or (iv) any consummated or attempted transaction in CHX Holdings shares between myself and any other person.

Further, I hereby agree to the following terms and conditions: (a) CHX Holdings has no obligation to respond to my request for unsolicited copies of the latest Indications submitted to CHX Holdings or to provide information associated with those Indications; (b) under no circumstances will CHX Holdings undertake, nor shall I understand CHX Holdings to undertake, any obligation to notify anyone of any changes in any Indications or otherwise provide any unsolicited information to me; (c) once I have received information from CHX Holdings, it is my sole responsibility to act on such information independently from CHX Holdings, if I so choose, and my failure to do so is not CHX Holdings’ responsibility; (d) to the extent that I inform CHX

Holdings of Indications, I shall update CHX Holdings promptly if any such Indication placed by me is no longer valid (including, without limitation, upon consummation of any agreement to purchase or sell shares of CHX Holdings common stock that were the subject of an Indication), including the number of shares and sale price; (e) CHX Holdings will only provide information upon specific request by me via e-mail or telephone; (f) CHX Holdings is not soliciting purchases, sales, or offers to purchase or sell shares of CHX Holdings common stock on behalf of itself or any other party; (g) CHX Holdings takes no responsibility for information provided to or by CHX Holdings as contemplated by this Agreement; (h) CHX Holdings makes no representation that Indications are bona fide, currently available or are the best available means for valuing the shares; (i) persons who receive information from CHX Holdings may contact one another directly regarding the potential purchase or sale of CHX Holdings common stock; (j) CHX Holdings will not assist any person in negotiating with any other person who has indicated an interest in purchasing or selling CHX Holdings common stock; (k) CHX Holdings does not guarantee completion of any purchase or sale transaction; (l) CHX Holdings assumes no obligation for the continued performance of functions described herein or contemplated hereby, and may modify or waive these procedures, impose additional conditions generally or in specific instances, or cease to receive or provide information concerning indications, temporarily or permanently, at any time without prior notice; (m) CHX Holdings is not establishing a market for shares of CHX Holdings common stock by providing this information on a selective basis; (n) information that may be provided is not complete in that, among other things, CHX Holdings has not solicited anyone to provide this information and does not solicit purchases or sales or offers to purchase or sell CHX Holdings common stock; and (o) there may be other means for me to purchase or sell CHX Holdings common stock, such as contacting persons whom I believe may be CHX Holdings stockholders.

I acknowledge and understand that (i) shares of CHX Holdings stock are not listed or traded on any market and have not been registered with the Securities and Exchange Commission and (ii) the market for shares of CHX Holdings stock may be highly illiquid and that there is no guarantee that I will be able to recover my investment or sell at the rates indicated at any time on the I-Board.

Signature

Date

Print Name and Title

Phone Number

E-Mail Address