

Supplemental Opt-Out Mechanics

1. The opt-out period end date will be extended to November 2, 2011 for all Borders customers.
2. A reminder notice will be sent by e-mail to all individuals already contacted by e-mail (other than those Borders customers who have already opted out of the transfer of their PII to Barnes & Noble). The text of the reminder notice will read:

Subject: Important Information Regarding Your Borders Account

“As a reminder, on September 30, 2011 Barnes & Noble acquired the Borders customer list. The transferred personally identifiable information in the customer list includes customer e-mail addresses and purchase history. No credit card data was transferred. If you would like to opt out of having your customer data transferred, please go to <http://bn.com/borders/> by November 2, 2011.”

3. All individuals who have not been contacted by e-mail yet, where a valid e-mail exists, will be sent the initial opt-out e-mail plus the “reminder notice” e-mail.
4. An additional disclosure similar to the reminder notice e-mail will be added to the website opt-out page.
5. The website opt-out mechanism will be modified to accommodate affected individuals who never provided the Debtors with an e-mail address, provided the Debtors with a non-working e-mail address or provided the Debtors with an e-mail address the individual can no longer access. The modifications will include:
 - a. Adding explanatory language to the e-mail field that the e-mail address provided should be the one associated with the customer’s Borders account.
 - b. Adding additional information fields for full name, address and phone number to allow individuals to identify Borders accounts that are not associated with an e-mail address. This will include an explanation that information entered on the form must be an exact match with the customer’s data in the Borders database in order for the opt-out to work. Because Barnes & Noble is unable to check against the database in real time, there will be no indication whether it worked. The affidavit of compliance required to be submitted by Barnes & Noble under this Order will state the number of opt-out requests submitted to Barnes & Noble through the form described in this paragraph for which no match was found in the Borders database.
6. An additional follow-up e-mail will be sent as promptly as practicable to any individual who attempts to opt out with a functional e-mail that is not found in the Borders database. This e-mail will alert the individual to the fact that, because no match was found in the Borders database for the e-mail address that was entered, the opt-out request failed and that individual will have until the later of November 2, 2011 or 24 hours from delivery of the notification to try again. It will also explain that they must enter the e-mail address on file with Borders to successfully opt out.

7. The Sale Order specified limitations on the ability of Barnes & Noble to use any of the transferred PII, which limitations expire October 15, 2011. During the period from October 15, 2011 through November 2, 2011 (the end of the opt-out period), Barnes & Noble may use the transferred PII only for marketing analytics and other internal purposes, but may not use the transferred PII to send any marketing messages to former Borders customers (not including those customers who were Barnes & Noble customers prior to the transfer of Borders customer PII to Barnes & Noble).