

Corporate Action Notice



April 15, 2020

Mandatory Exchange for Cash/Termination

Changyou.com Limited
ADS CUSIP: 15911M107
ADS ISIN: US15911M1071
ADS Ticker Symbol: CYOU
Ratio (ADS: Underlying Shares): 1: 2

**BNY MELLON HAS ESTABLISHED THE
FOLLOWING DATES FOR THIS CORPORATE
ACTION:**

ADR Anticipated Effective Date:	Apr 23, 2020
Gross Rate per ADS:	\$10.800000
Cancellation Fee per ADS:	<u>(\$0.050000)</u>
Net Rate per ADS:	\$10.750000

BNY Mellon has received notice that Changyou.com Limited has entered into an Agreement and Plan of Merger (the "Merger Agreement") with Sohu.com (Game) Limited ("Sohu Game") and Changyou Merger Co. Limited ("Merger Co."). Under the terms of the Merger Agreement and the Plan of Merger, at the effective time of the merger, each outstanding Class A Ordinary will be converted into the right to receive \$5.40 in cash per Class A Ordinary Share, without interest and less any required withholding taxes; and each Changyou.com Limited American Depositary Share ("ADS") will automatically convert into the right to receive \$10.80 in cash per ADS without interest and less \$0.05 per ADS cancellation fees and less any applicable taxes.

BNY Mellon hereby announces that **the anticipated effective date is April 23, 2020**, for registered holders of the ADSs of Changyou.com Limited to be instructed to surrender their American Depositary Receipts ("ADRs") to BNY Mellon for cancellation on a mandatory basis in order to receive the cash proceeds.

Holders of Changyou.com Limited ADS in the Direct Registration System or in brokerage accounts will have their ADSs automatically exchanged for the cash proceeds.

Consequently, BNY Mellon hereby notifies ADR holders of Changyou.com Limited that the agreement between BNY Mellon and ADR holders will terminate on the earlier of 30 days after the date of this notice and the day on which there are no remaining outstanding ADSs.

To learn more about DRs, please contact DRBrokerSolutions@bnymellon.com or visit our website at adrbnymellon.com.

PLEASE SEE INVESTOR DISCLOSURE ON LAST PAGE.

Investor Disclosure

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Nothing herein shall be deemed to constitute an offer to sell or a solicitation of an offer to buy securities.

BNY Mellon collects fees from DR holders pursuant to the terms and conditions of the DRs and any deposit agreement under which they are issued. From time to time, BNY Mellon may make payments to an issuer to reimburse and/or share revenue from the fees collected from DR holders, or waive fees and expenses to an issuer for services provided, generally related to costs and expenses arising out of establishment and maintenance of the DR program. BNY Mellon may pay a rebate to brokers in connection with unsponsored DR issuances; brokers may or may not disclose or pass back some or all of such rebate to the DR investor. BNY Mellon may also use brokers, dealers or other service providers that are affiliates and that may earn or share fees and commissions.

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