

ikon

Letter of Comment No: 2109
File Reference: 1102-100

From: Masters, Frank [frank.masters@intel.com]
Sent: Wednesday, April 28, 2004 5:23 PM
To: Director - FASB
Subject: File Reference No. 1102-100

To Whom it May Concern,

I am writing to voice my concern with your anticipated requirement for the expensing of stock options. While I'm sure your motives are honorable I feel that you will be hurting hundreds of thousands of employees like me. Employees that have used options to educate our children, fund our retirements and ultimately pump money into the economy and the tax base. We are not the CEO's or EVP's we are the rank and file. The employees of companies like Intel, that grant options to all employees, will be penalized because of the actions of those companies and individuals that abused the system.

Target your reforms at the abusers.

In addition I fear your direction misguided for the following reasons. By treating employee stock options as an accounting expense, it disregards three fundamental issues. First, employee options are not freely tradable. How do you value something that has no market? How do you put a price on something if it's not for sale? The answer is that you cannot. There is no accurate way to value these options without an open market.

Second, employee stock options are subject to lengthy vesting periods—typically four or five years. If the employee changes jobs before the options vest, they are forfeited.

Finally, employee stock options will be exercised only if the stock price rises above the strike price. How does one predict future stock prices with any degree of certainty? There are entire industries dedicated to such a practice, yet no one is able to predict with absolute certainty what a stock price will be over a given length of time.

This FASB exposure draft is sure to be greeted with relish by our competitors in Asia and beyond. Entrepreneurs in China, Singapore and India will not just continue to focus on software development or other low-tech industries. They will create global economic powerhouses there which will be listed on those stock markets. In its latest five-year economic plan, the Chinese government explicitly calls for broader use of stock options to attract and retain key talent in China.

It is ironic that a communist country, the People's Republic of China, is encouraging the wider

use of stock options, while in the U.S. the FASB wishes to make option grants to employees much more difficult and expensive. This FASB proposal will harm the ability of Americans to innovate and drive our nation towards second tier status.

Sincerely,

Frank Masters

District Manager

Intel Corporation

1515 Route 10

Parsippany, NJ 07054

Office #: 973-967-5908

Cell #: 973-670-4276

mail to: frank.masters@intel.com