

MEMORANDUM

To: All Option Members, Member Organizations and ROTs

From: Listings/Market Watch

Date: January 4, 2007

**Subject: The Yankee Candle Company (YCC) Pending Merger With Madison Dearborn Partners, LLC (MDP)**

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On Tuesday, January 23, 2007, the shareholders of The Yankee Candle Company (YCC) will vote to approve the proposed merger with Madison Dearborn Partners, LLC (MDP). Pursuant to the merger terms each YCC share will be converted into the right to receive \$34.75 cash. **The merger is expected to become effective on a date to be announced in the first quarter of 2007.**

*\*\*The foregoing is an unofficial summary of the terms of the Merger, prepared by the PHLX for the convenience of its members. PHLX accepts no responsibility for the accuracy or completeness of the summary. Members should refer to the proxy statement for the authoritative description of the merger terms and conditions.*

Pursuant to Options Clearing Corporation (OCC) By-Laws, all outstanding YCC options will be adjusted as follows:

**EFFECTIVE DATE: Option changes are expected to become effective on a date to be announced**  
**NEW DELIVERABLE: \$3,475.00 cash per contract (\$34.75 x 100)**

**Existing open interest in all YCC options will remain until options are either exercised or expire. Since they are American style options, they are exercisable at the option of the holder.**

Questions regarding this release may be directed to Listings/Market Watch at 1-800-THE-PHLX, choice #2, or (215) 496-1508.