

"If the legal situation gets better, RJR will probably be in a position to think about spinning off Nabisco two years from now."

In other words, don't count on it.

Ask yourself two simple questions:

- o Do you really believe tobacco litigation will improve by 1998?
- o Do you trust the lawyers who run RJR to decide whether an immediate spinoff is in YOUR best interests?

Brooke believes an immediate spinoff will benefit both of RJR's businesses and substantially increase your stock price. We also believe RJR shares will drop back into the \$20's if our consent solicitation fails.

Others agree with us. Gary Black, the #1 tobacco analyst, has just valued a spinoff at \$44 per share, with a downside of \$29 if Brooke loses.(Superior 2) Michael Price, a respected value investor, believes a spinoff is worth \$45-50 per share or \$55 with Nabisco sold.(Superior 3) He says, "I don't know why the company should wait."(Superior 4)

Send a message to RJR's Board that you want a spinoff of Nabisco NOW.

Vote for Brooke's consent solicitation by the February 15 deadline.

IF YOU DON'T VOTE, YOU HAVE VOTED AGAINST A SPINOFF.

IMPORTANT VOTING INSTRUCTIONS

YOU MUST DELIVER YOUR BLUE CARD OR VOTING INSTRUCTIONS BY THE CUTOFF DATE, FEBRUARY 15, 1996, TO BE SURE YOUR VOTE IS COUNTED. DISCARD RJR'S YELLOW CARD.

IMPORTANT

If you have any questions or comments about Brooke Group's solicitation, please call Georgeson & Company Inc. at 1-800-SPINOFF. If you are interested in gaining access to information about this solicitation on the World Wide Web, use <http://brookegroup.inter.net/brookegroup/>

- 1 Schedule 14A filed with the SEC by RJR Nabisco on January 25, 1996.
- 2 Sanford Bernstein research report, January 30, 1996.
- 3 Barron's, January 22, 1996.
- 4 Reuters, February 1, 1996.