

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) 152,777 shares were distributed to the reporting person as an annuity payment from the 2016 GRAT on May 23, 2018 and are reported on this Form 4 as directly owned; the remaining 341,337 shares from the 2016 GRAT were distributed on May 24, 2018 to the Family Trust.
- (2) Represents previously owned shares tendered by the reporting person to the issuer in payment of the option exercise price plus a disposition of shares to the issuer to satisfy a tax withholding obligation. The reporting person received 24,964 shares net of such withholding.
- (3) Option exercise effected under a written plan established May 18, 2018, pursuant to the requirements of Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.
- (4) These options vested and became exercisable as follows: 714,754 on February 4, 2009, and 693,731 on each of January 1, 2010 and January 1, 2011. All options had an expiration date of August 4, 2018.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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