

Signatures

/s/ Michael Mathews	01/05/2021
Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

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

- During an open window period under the Issuer's Insider Trading Plan, the Reporting Person submitted a cashless exercise notice which would become effective on the date that certain stock options vested. Following such vesting, the stock options were cashlessly exercised. The exercise of the stock options was exempt under Rule 16b-6 and the right of the Reporting Person to direct that the shares be withheld in payment of the exercise price and applicable taxes was both approved in advance by the Executive Committee of the Issuer's Board of Directors, which is comprised of only non-employee directors, and by the Compensation Committee, which is comprised of two non-employee directors in accordance with Rule 16b-3(d).
- (1) Represents shares surrendered in payment of the applicable taxes and exercise price arising from the exercise of 200,000 stock options.
 - (2) Represents shares surrendered in payment of the applicable taxes and exercise price arising from the exercise of 80,556 stock options.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.