**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>Security</th>
<th>Date</th>
<th>Code</th>
<th>Amount</th>
<th>Price</th>
<th>Number of Securities Acquired or Disposed of (A) or (D) (Instr. 3 and 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>10/01/2020</td>
<td>M(1)</td>
<td>6,635</td>
<td>$1.46</td>
<td>26,437</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>10/01/2020</td>
<td>S(1)</td>
<td>6,635</td>
<td>$65,597(2)</td>
<td>19,802</td>
<td>D</td>
</tr>
</tbody>
</table>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

<table>
<thead>
<tr>
<th>Security</th>
<th>Date</th>
<th>Code</th>
<th>Amount</th>
<th>Number of Derivative Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>10/01/2020</td>
<td>M(1)</td>
<td>6,635</td>
<td>0</td>
<td>59,273</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. The option exercise and sale reported on this Form 4 were effected pursuant to Rule 10b5-1 Trading Plan adopted by the reporting person on September 11, 2019.
2. This transaction was executed in multiple trades at price ranging from $64.89 to $66.47. The price reported above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
3. All of the shares subject to this option are fully vested and exercisable as of the date hereof.

**Remarks:**

- **Signature of Reporting Person**
- **Date**

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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)).**

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

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

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1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3 and 4) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Derivative Security Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | 12. Tabular Statement Reporting - If this form is being filed pursuant to Section 16(a), or the reporting person is required to file periodic reports pursuant to Section 16(a) or Section 16(g), check one box below.

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**Form filed by More than One Reporting Person**

**Form filed by One Reporting Person**

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