

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).
- (1) Reflects a payout of performance shares for the 2017-2019 performance period earned under the Issuer's 2015 Equity and Incentive Compensation Plan, as amended.
- (2) Reflects the mandatory surrender of 5,180 shares underlying performance shares and 2,736 shares underlying restricted stock units in payment of the related tax liability incurred on January 23, 2020.

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.

LIMITED POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that the undersigned hereby constitutes and appoints James D. Graham, Adam D. Munson and Madeline M. Costanzo and each of them, as the true and lawful attorn