




Mathews Michael 276 FIFTH AVENUE SUITE 505 NEW YORK, NY 10001	X		Chief Executive Officer	
--	---	--	-------------------------	--

## Signatures

/s/ Michael Mathews	10/28/2020
 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 following 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 full Board of Directors in accordance with Rule 16b-3(d).
- (1) 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 full Board of Directors in accordance with Rule 16b-3(d).
- (2) Represents shares surrendered in payment of the exercise price due for each stock option.
- (3) Represents shares surrendered in payment of the applicable taxes arising from the exercise of each stock option.

Note: File three copies of this Form, one of which must be manually signed. If **10b** Form, on **FO**me Ineuction 4**1u**