

Director and Executive Officer Stock Ownership Guidelines

In February 2015, the Board of Directors adopted the Director and Executive Officer Stock Ownership Guidelines for the Company's directors and executive officers. The purpose of the stock ownership guidelines is for the Company's directors and executive officers to display confidence in the Company through ownership of a significant amount of stock and to further align their interests with those of the Company's stockholders. Each director and executive officer is required to hold the number of shares of the Company's common stock valued at a multiple of such person's annual cash retainer or annual base salary, as the case may be, in the amounts listed below:

| Position | Multiple of Annual Cash Retainer or Annual Base Salary |
|--------------------------|---|
| Non-Employee Director | 3x |
| Chief Executive Officer | 3x |
| Other Executive Officers | 2x |

Each director and executive officer has five (5) years from the later of (a) becoming a member of the Board or election as an executive officer, as the case may be, and (b) February 23, 2015 to accumulate sufficient equity and achieve the ownership required by these guidelines, after which time the Board has discretion to address situations where a director or executive officer has not maintained the ownership required by these guidelines.

The Nominating and Corporate Governance Committee will periodically assess each director's compliance with the stock ownership guidelines, and the Compensation Committee will periodically assess each executive officer's compliance with the stock ownership guidelines. For purposes of measuring compliance, all shares of common stock held by a director or executive officer shall be valued at the greater of (a) the purchase price of such shares and (b) the latest closing price of the common stock on the NASDAQ Global Select Market or other exchange on which the common stock may be subsequently listed. The Board may approve exceptions to these guidelines from time to time, as necessary or appropriate, in individual cases.