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Adopted: April 8, 2004
Updated: August 15, 2024

Stockholders who wish to request that the Governance and Stockholder Relations Committee (“Committee”) consider a candidate for election as a director at an annual meeting of stockholders should submit information about the candidate to the Committee a reasonable time before the Company begins to distribute the proxy statement for that annual meeting. The requesting stockholder should provide sufficient biographical information about the proposed candidate to satisfy the requirements of the United States Securities and Exchange Commission for inclusion in the proxy statement and to permit the Committee to evaluate the proposed candidate in light of the Company’s Director Selection Criteria. The request should also provide the full name, address, and telephone number of the requesting stockholder and all other additional information necessary to verify that the requesting stockholder is eligible to vote at the annual meeting of stockholders. Additional information and certification by the requesting stockholder and the proposed candidate may be required before the Committee can make its evaluation.

Stockholder nominations that comply with these procedures and meet the Director Selection Criteria will receive the same consideration that the Committee’s nominees receive.