

Exemption from Business Conduct Guide

On October 1, 2018, the Company granted an exemption from the provision of our Business Conduct Guide that incorporates our policy on employment of relatives. This exemption allows Scott Weisz, the son of President and Chief Executive Officer Stephen P. Weisz, to report to a direct report of his father. Previously, the younger Mr. Weisz served in a position with the Company with at least two levels of supervision between him and his father. In connection with the exemption, the Board of Directors delegated authority for compensation and employment decisions with respect to Scott Weisz to the chair of the Company's independent Compensation Policy Committee, for so long as the exemption remains in place.