



Governance Fact Sheet

Size of Board	11
Diverse Board (encompassing Gender, Ethnicity, Experience and Skills)	Yes
Number of Independent Directors	10
Number of Board Meetings Held in Fiscal 2022	4
75% Meeting Attendance in Fiscal 2022 by Incumbent Directors Standing for Election in 2023	Yes
Independent Directors Hold Executive Sessions Without Management Present	Yes
Separate Chairman and CEO	No
Director Retirement Standard	Yes (75)
Independent Lead Director	Yes
Annual Review of Board Independence	Yes
Annual Board Self-Evaluation	Yes
Annual Committee Self-Evaluations	Yes
Board-Approved Corporate Governance Guidelines	Yes
Standards of Business Conduct/ Ethics Policy	Yes
Charters for Board Committees	Yes
Committee Members Are All Independent	Yes
Financial Experts on Audit Committee	Yes, 4
Board Orientation and Education Program	Yes

Compensation Consultant Independence Policy	Yes
Annual Election of All Directors	Yes
Majority Vote for Election of Directors in Uncontested Elections	Yes
Single Class of Voting Securities	Yes
Annual Equity Grant to Non-Employee Directors	Yes
Director Stock Ownership Policy	Yes
Executive Stock Ownership Policy	Yes
Stockholder-Approved Rights Agreement (Pill)	Yes
Double Trigger Vesting in Change in Control Required for Unvested Employee Equity Awards	Yes
Policy for the Retention of Independent Auditors	Yes
Annual "Say on Pay" Advisory Vote on Executive Compensation	Yes
Executive Compensation Clawback Policy	Yes
Anti-Hedging Policy for All Employees and Directors	Yes
Investor Stewardship Group Principles Alignment	Yes
Related Party Transactions (per Regulation S-K Item 404(a))	None

Data is current as of July 2023.