**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934**

**Form filed by One Reporting Person**

**Officer (give title)**

**Date**

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### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3 and 4)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Units</td>
<td>10/01/2021</td>
<td>M</td>
<td>2,308</td>
<td>D</td>
<td>84,125(1)</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>10/01/2021</td>
<td>M</td>
<td>2,308(2)</td>
<td>A</td>
<td>22,493(1)</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>10/01/2021</td>
<td>M</td>
<td>9,662(3)</td>
<td>A</td>
<td>31,272(3)</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>10/01/2021</td>
<td>F</td>
<td>883(4)</td>
<td>D</td>
<td>21,610</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>10/01/2021</td>
<td>F</td>
<td>3,693(5)</td>
<td>D</td>
<td>27,579</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Performance Shares</td>
<td>$0</td>
<td>10/01/2021</td>
<td>M</td>
<td>9,662</td>
<td>(7)</td>
<td>(8)</td>
<td>Common Stock</td>
<td>9,662</td>
<td>$0</td>
<td>90,063</td>
<td>D</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. Reflects adjustment of balance due to Restricted Stock Units converting to Common Stock.
2. Restricted Stock Units vested and converted to shares of Common Stock.
3. Performance Shares vesting and converted to Common Stock. 8,800 Performance Shares were awarded at target on October 1, 2018, but due to performance paid out at 109.8% of target. The total number of Performance Shares is shown.
4. Reflects adjustment of balance due to Performance Shares vesting and converting to Common Stock.
5. Shares withheld to pay for taxes on Restricted Stock Units that have vested.
6. Shares withheld to pay for taxes on Performance Shares that have vested.
7. Not applicable
8. Not applicable

**/s/ Douglas H. Marshall, Attorney-in-Fact**

**10/04/2021**

**Date**

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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