



(1) granted to him in exchange for a new option having a lower exercise price.

(2) The options vest in three equal increments on September 4, 2012, May 20, 2013, and May 20, 2014.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.