

Explanation of Responses:

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

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

The transactions reported on this Form relate to the spin-off of the Issuer from the Reporting Person effective July 22, 2016 (the "Spin-Off"). To effect the Spin-Off, on July (1)