

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option	(1)	12/03/2012		A		300,000		12/03/2013 ⁽²⁾	12/02/2022	Common Stock	300,000	\$ 16.878	300,000	D	
Stock Option	(3)	12/03/2012		A		200,000		12/03/2013 ⁽²⁾	12/02/2022	Common Stock	200,000	\$ 15.132	500,000	D	
Stock Option	(4)	12/03/2012		A		100,000		12/03/2013 ⁽²⁾	12/02/2022	Common Stock	100,000	\$ 13.386	600,000	D	

Explanation of Responses:

1. The grant price for the stock options was calculated at 145% of the closing price on December 3, 2012 which was \$11.64.
2. The stock option grant vest in four annual installments.
3. The grant price for the stock options was calculated at 130% of the closing price on December 3, 2012 which was \$11.64.
4. The grant price for the stock option was calculated at 115% of the closing price on December 3, 2012 which was \$11.64.

Jean Jacob POA M B
Lautenbach

12/04/2012

** Signature of Reporting
Person

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).

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

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

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