INSIDER TRADING COMPLIANCE PROGRAM

VBI VACCINES INC.

(October 1, 2019)

In order to take an active role in the prevention of insider trading violations by its officers, directors, employees and other related individuals who gain access to inside information, VBI Vaccines Inc. and all of its subsidiaries (collectively, the "Company") has adopted the policies and procedures described in this Memorandum and the attached Exhibits.

I. Summary of Various Insider Trading Laws

The Insider Trading and Securities Fraud Enforcement Act of 1988 (the "Act") contains a number of measures designed to curb insider trading. Perhaps most noteworthy, the Act imposes liability on "controlling persons" (including employees, officers and members of the Board of Directors) if the Securities and Exchange Commission ("SEC") can establish that the controlling persons knew or recklessly disregarded that an employee (not just a corporate insider) was likely to engage in insider trading and failed to take action to prevent violations of the Act. Both corporate insiders and controlling persons are subject to civil penalties payable to the SEC for up to three times the profit realized or loss avoided. Rule 10b-5 under the Securities Exchange Act of 1934, as amended (the "Exchange Act") creates potential liability both for individuals who trade on the basis of material, non-public information and for companies who fail to adequately disclose material information. Rules promulgated by the SEC under Section 16 of the Exchange Act impose reporting requirements on corporate insiders (i.e., officers, directors and 10% stockholders) of a public company. Finally, the Securities Enforcement Remedies and Penny Stock Reform Act of 1990 provides the SEC with potent weapons to enforce federal securities laws. Under this legislation, the SEC may institute administrative proceedings for any violation of the federal securities laws, including insider reporting requirements and financial disclosure and proxy rules, possibly resulting in a "cease-and-desist" order. The SEC can then seek monetary penalties of up to $100,000 for individuals and $500,000 for corporations in the event that such a "cease-and-desist" order is violated.

II. Adoption of Insider Trading Policy

As a result of the above-referenced securities laws, it is necessary for public companies to play a more active role in implementing corporate policies designed to prevent employees and other insiders from engaging in insider trading. To this end, the Company has adopted an Insider Trading Policy, a copy of which is attached hereto as Exhibit A (the "Policy") and is incorporated herein in its entirety by this reference.

The Policy prohibits trading based on material non-public information regarding the Company. The Policy covers officers, directors and all other employees of, or consultants or contractors to, the Company, as well as family members of such persons, and others, in each case where such persons have or may have access to material non-public information. The Policy applies to both domestic and international employees of the Company. In certain instances, the Policy applies to employees who have recently terminated their employment or have had their employment terminated by the Company. **The Policy is to be distributed to all new employees and consultants of the Company upon the commencement of their relationship with the Company, and all new employees and consultants must sign an acknowledgement that they**

received the Policy at least annually in order to remind employees of their obligations under federal securities laws.

III. Designation of Certain Persons.

A. Section 16 Individuals. The Company has determined that those persons listed on Exhibit B, a copy of which is attached hereto, are the directors and officers who are subject to the reporting and liability provisions of Section 16 of the Exchange Act and the rules and regulations promulgated thereunder ("Section 16 Individuals"). Exhibit B will be amended from time to time as appropriate to reflect the election of new officers or directors, any change in function of current officers and the resignation or departure of current officers or directors.

B. Other Persons. The Company has determined that those persons listed on Exhibit C attached hereto, together with the Section 16 Individuals, should be subject to the restrictions described in Section V.A. below, since the Company believes that, in the normal course of their duties, such persons have, or are likely to have, regular access to material non-public information. Exhibit C may be amended from time to time. Under special circumstances, certain persons not listed on Exhibit C may come to have access to material nonpublic information for a period of time. During such period(s), such persons should also be subject to the restrictions described in Section V.A. below.

IV. Appointment of Corporate Compliance Officer.

The Company has appointed the Senior Vice President of Finance (presently Athena Kartsaklis) as the Insider Trading Corporate Compliance officer (the "Corporate Compliance Officer").

V. Duties of Corporate Compliance Officer.

The duties of the Corporate Compliance Officer shall include, but not be limited to, the following:

A. Pre-clearing all transactions involving the Company's securities in order to determine compliance with the Policy, all applicable insider trading laws, Section 16 of the Exchange Act and Rule 144 promulgated under the Securities Act of 1933, as amended (the "Securities Act").

B. Adoption of a trading policy establishing periods when trading is permitted, assuming no material information is undisclosed, and periodic distribution of a memorandum to all Section 16 Individuals explaining the trading policy.

C. The Compliance Officer may issue instructions from time to time advising some or all personnel that they may not buy or sell our securities for certain periods. Due to the confidential nature of the events that may trigger these sorts of blackout periods, the Compliance Officer may find it necessary to inform affected individuals of a blackout period without disclosing the reason. If an employee, officer, or director is made aware of such a blackout period, they shall not disclose its existence to anyone. Directors or executive officers may also be subject to event-specific blackouts pursuant to the SEC's Regulation BTR (Blackout Trading Restriction). This regulation prohibits certain sales and other transfers by insiders during specified pension plan blackout periods.

D. Reminding officers, directors and all other Section 16 Individuals of their filing obligations under Section 16 of the Exchange Act (Forms 3, 4 and 5), the Williams Act and Rule 144 of the

Securities Act, and distributing comprehensive memoranda to such persons from time to time outlining such filing obligations. Assisting in the preparation and filing of all such reports/filings (the final preparation and filing of all such reports, however, shall be the sole responsibility of Section 16 Individuals).

E. Reviewing reports of all transactions made in the Company's securities by any director, officer, or any Section 16 Individual. The report should be in the form of Exhibit D to the attached policy. We require same-day reporting due to SEC requirements that certain insider reports be filed with the SEC by the second day after the date on which a reportable transaction occurs.

F. Serving as the designated recipient at the Company of copies of reports filed with the SEC by Section 16 Individuals.

G. Mailing monthly and annual reminders to all Section 16 Individuals regarding their obligations to report.

H. Performing periodic cross-checks of available materials, which may include Forms 3, 4 and 5, Forms 13D and 13G, Form 144, officers and directors questionnaires, and reports received from the Company's stock administrator and transfer agent, to determine trading activity by officers, directors and others who have, or may have, access to material non-public information.

I. Circulating the Policy (and/or a summary thereof) to all employees, including Section 16 Individuals, on an annual basis, and providing the Policy and other appropriate materials to new officers, directors, employees and all others who have, or may have, access to material non-public information.

J. Assisting the Board of Directors in implementation of the Policy and Sections I and II of this memorandum.

K. Coordinating with securities counsel regarding compliance activities with respect to Rule 144, Section 16 and insider trading issues.

EXHIBIT A

VBI VACCINES INC.

INSIDER TRADING POLICY

This Insider Trading Policy provides guidelines to employees, directors and officers of VBI Vaccines Inc. and all of its subsidiaries (collectively, the "Company," "we" or "us") with respect to transactions in the Company's securities and the handling by insiders of confidential information about the Company and the companies with which it does business. In the discretion of the Corporate Compliance Officer, the Insider Trading Policy may also apply to consultants and contractors to the Company.

For purposes of this Insider Trading Policy, the Company's securities include common stock, options for common stock and any other securities the Company may issue from time to time, such as preferred stock, warrants and convertible debentures. The Company's securities also include derivative securities relating to the Company's stock, even if not issued by the Company, such as exchange-traded options.

POLICY

It is the policy of the Company to comply with all insider trading laws and regulations.

RESPONSIBILITY

In the course of performing their duties for the Company, Employees, officers and directors of the Company may, at times, have information about is or another company that is not generally available to the public. Because of your relationship with us, if you are aware of material nonpublic information (such information is referred to in this Insider Trading Policy as "material non-public information," as explained in more detail below) about the Company, federal and state securities laws prohibit you from training in the Company's securities or providing material nonpublic information to others who may trade on the basis of that information. Each individual has an important ethical and legal obligation to maintain the confidentiality of such information and not to engage in any transactions in the Company's securities while in possession of material non-public information. Each individual and the Company may be subject to severe civil and criminal penalties as a result of unauthorized disclosure of or trading in the Company's securities while in possession of material non-public information.

The **Corporate Compliance Officer** or, in her absence, the **Chief Executive Officer,** is responsible for the administration of this Insider Trading Policy acting as "Corporate Compliance Officer".

GUIDELINES

1. Prohibition. Every employee, officer and director of the Company is prohibited from: (a) buying or selling the Company's securities while in possession of material non-public information; (b) communicating such information to others except those who "need to know" based on their doing business with or for the Company; (c) recommending the purchase or sale of the Company's securities while in the possession of material information that has not been publicly disclosed by the Company; or (d) assisting anyone engaged in any of the above activities. This prohibition also applies to information about, and the securities of, other companies with which the Company has a relationship through which an employee, officer or director may acquire the material non-public information of that company.

There are no exceptions to this Insider Trading Policy other than those described in Section 10 below. Engaging in transactions in the Company's securities that are otherwise necessary for personal reasons, such as personal financial commitments, are still prohibited if you possess material non-public information.

2. Penalties. If you engage in any of the above activities, you may subject yourself, the Company and its officers and directors to civil and criminal liability. Penalties of $1,000,000 or three times the profit gained or losses avoided may be imposed. You may also be subject to a jail term of up to ten years. Violation of this Insider Trading Policy may subject you to immediate discipline by the Company, including discharge from the Company.

3. Transactions by Family Members. These prohibitions also apply to your family members, including your spouse, minor children, people who are financially dependent on you or other persons with whom you share a residence. The Company will hold you responsible for the conduct of your immediate family.

4. Tipping Information to Others. You may not disclose any material non-public information to others, including your family members, friends or social acquaintances. This prohibition applies whether or not you receive any benefit from the other person's use of that information. Therefore, you should exercise care when speaking with other personnel who do not have a "need to know" and when communicating with family, friends and others who are not associated with us, even if they are subject to this policy. To avoid even the appearance of impropriety, please refrain from discussing our business or prospects or making recommendations about buying or selling our securities or the securities of other companies with which we have a relationship. This concept of unlawful tipping includes passing on information to friends, family members or acquaintances under circumstances that suggest that you were trying to help them make a profit or avoid a loss. The Securities and Exchange Commission (the "SEC") has imposed large penalties even when the disclosing person did not profit from the trading. The SEC, the stock exchanges and the National Association of Securities Dealers, Inc. use sophisticated electronic surveillance techniques to uncover insider trading. Do not underestimate their ability to discover your actions.

5. Material Non-Public Information. "Material" information is any information that could be expected to affect the Company's (or, in the case of information about another company, such other company's) stock price, whether it is positive or negative or that a reasonable investor would consider important in making a decision to purchase, hold or sell the Company's securities. There is no bright-line standard for assessing materiality; rather, materiality is based on an assessment of all of the facts and circumstances, and is often evaluated by enforcement authorities with the benefit of hindsight.

"Non-public" information is any information that has not been disclosed generally to the investing public. Disclosure by press release or in the Company's periodic reports filed with the SEC is necessary to make the information public. Even after the Company has released information to the press and the information has been reported, at least two full business days (that is, days on which national stock exchanges and the Nasdaq Capital Market are open for trading) should generally be allowed for the investing public to absorb and evaluate the information before you trade in the Company's securities.

Although it is not possible to list all types of material information, the following are a few examples of information that is particularly sensitive and should be treated as material:

- changes in estimates of earnings or sales
- increases or decreases in dividend payments
- stock splits or securities offerings
- pending or proposed joint venture
- pending or proposed merger or acquisition
- pending regulatory action
- significant contracts and technology licenses
- changes in management
- the introduction of important products
- major marketing changes
- unusual gains or losses in major operations
- financial liquidity problems

If you have any question as to whether particular information is material or non-public, you should not trade or communicate the information to anyone without prior approval by the Corporate Compliance Officer.

6. Inadvertent Disclosure. If material non-public information is inadvertently disclosed by any employee, officer or director, you should **immediately** report all the facts to the Corporate Compliance Officer so that the Company may take appropriate remedial action. Under SEC rules, the Company generally has only 24 hours after learning of an inadvertent disclosure of material non-public information to publicly disclose such information.

7. Short-term, Speculative Transactions. The Company has determined that there is a substantial likelihood for the appearance of improper conduct by Company personnel when they engage in short-term or speculative securities transactions. Therefore, Company personnel are prohibited from engaging in any of the following activities involving the Company's shares, except with the prior written consent of the Corporate Compliance Officer:

(a) purchasing the Company's securities on margin;

(b) short sales;

(c) buying or selling puts or calls; and

(d) trading in options (other than those granted by the Company).

8. Further Prohibition. From time to time, effective immediately upon notice or as otherwise provided by the Company, the Company may determine that other types of transactions, or all transactions, by Company personnel in the Company's securities shall be prohibited.

9. Mandatory Preclearance for Directors, Officers and Employees. The following guidelines are applicable to (i) all members of the Company's Board of Directors, (ii) all officers of the Company and (iii) other designated employees of the Company who regularly have access to material non-public information about the Company (the "Designated Employees"). The Company believes that the

above individuals may have access to material non-public information in the course of their duties. The persons to whom such guidelines are applicable may be changed by the Company from time to time as circumstances require. If you are a member of the Board, an officer or one of such other Designated Employees, and have any questions about the application of these provisions, you should contact the Corporate Compliance Officer.

(a) **Trading Prohibition.** The release of earnings is a particularly sensitive period of time for transactions in the Company's stock, given that officers, directors and other employees may possess material non-public information about the expected financial results for the quarter. Accordingly, no director or officer, nor any employee having access to the Company's internal financial statements or other material non-public information (i.e. those employees then included on Exhibit C hereto), may conduct transactions involving the purchase or sale of the Company's securities during the period (each, the "Blackout Period"), with respect to each fiscal quarter of the Company, beginning on the close of business on the fifteenth (15^{th}) day of the third month of the quarter and ends on the opening of the third (3^{rd}) business day following the Company's filing with the SEC of the Company's quarterly or annual financial reports or public release of quarterly or annual financial information (the "Earnings Release Date"). The Blackout Period continues to apply to your transactions in the Company securities even after your employment terminates. If your employment terminates during a Blackout Period, you may not trade in the Company's securities until that Blackout Period has ended. For directors and officers and all employees of the Company, all transactions involving the Company's securities outside the Blackout Period may be made only after pre-clearing the transaction with the Company's Corporate Compliance Officer. The Company will inform you of the anticipated date of public disclosure of each quarter's financial results upon request.

From time to time, the Company may also determine that directors, officers, selected employees and others should suspend trading because of developments known to the Company and not yet disclosed to the public. In such event, such persons may not engage in any transaction involving the purchase or sale of the Company's securities during such period and should not disclose to others the fact of such suspension of trading.

It should be noted that, even outside of the trading prohibition, any person possessing material non-public information concerning the Company should not engage in any transactions in the Company's securities until such information has been known publicly for at least two trading days, whether or not the Company has recommended a suspension of trading to that person. If you are aware of material non-public information when your employment terminates, you may not trade in the Company's securities until that information has become public or is no longer material. **Trading in the Company's securities during the trading window should not be considered a "safe harbor," and all directors, officers and other persons should use good judgment at all times to make sure that their trades are not effected while they are in possession of material non-public information about the Company.**

(b) **Preclearance of Transactions.**

Directors, Officers and Other Persons identified on Exhibit C are Subject to Pre-Clearance. For transactions involving the Company's securities outside of a Blackout Period, all members of the Board of Directors and officers of the Company (including principal executive officers of the Company's wholly-owned subsidiaries) and those other persons identified on Exhibit C must receive approval from the Corporate Compliance Officer prior to any such transaction, except the simple exercise of an individual's stock options.

All Other Employees are also Subject to Pre-Clearance. .All other employees not included in Exhibits B and C must receive approval from the Corporate Compliance Officer prior to any transaction involving the Company's securities, except the simple exercise of an individual's stock options. The Corporate Compliance Officer will make every effort to respond to requests for approval as quickly and expeditiously as possible.

10. Approved Pre-Planned Trading Programs. Notwithstanding any other guidelines contained in the Insider Trading Policy to the contrary, it shall not be a violation of this Insider Trading Policy for the Company's Directors and executive officers to sell (or purchase) securities of the Company under certain pre-planned trading programs adopted to purchase or sell securities in the future which are in compliance with SEC Rule 10b5-1 and have been approved in advance, in writing, by the Corporate Compliance Officer. To initiate any transactions under this exception, a person must comply with each of the following elements:

(a) **Before becoming aware of any material non-public information,** the person must enter into a binding contract to purchase or sell securities, instruct another person to purchase or sell securities for the person's account, or adopt a written plan for purchasing or selling the securities (a "Trading Program").

(b) The Trading Program must contain one of the following: (1) specify the amount, price, and date of the transaction(s); (2) include a written formula, algorithm, or computer program for determining amounts, prices, and dates for the transaction(s); or (3) not permit the person to exercise any subsequent influence over how, when, or whether to make purchases or sales (and any other person exercising such influence under the Trading Program must not be aware of material non-public information when doing so).

For the purposes of a Trading Program, the following definitions apply:

- "Amount" means a specified number of securities or a specified dollar value of securities.
- "Price" means a market price on a particular date or a limit price, or a particular dollar price.
- "Date" means the day of the year when the order is to be executed, or as soon thereafter as is practical under ordinary principles of best execution. In case of a limit order, "date" means the day of the year when the order is in force.

(c) Purchases or sales must occur pursuant to the Trading Program.

(d) The Trading Program cannot be entered into as part of a plan or scheme to evade the prohibitions of Rule 10b5-1. Therefore, although modifications to an existing Trading Program are not prohibited, a Trading Program should be adopted with the intention that it will be amended or modified infrequently, if at all, since changes to the Trading Program will raise issues as to the individual's good faith.

(e) No person purchasing or selling securities under a Trading Program may take (or modify existing) hedging positions to account for his or her planned purchases or sales.

(f) Any person wishing to proceed under the Trading Program exception **(or to modify or terminate a previously adopted Trading Program)** must first obtain written approval from the Corporate Compliance Officer. This pre-clearance requirement will permit the Company to review the proposed Trading Program as to compliance with applicable securities laws (including Rule 10b5-1), this Insider Trading Policy and the best interests of the Company, with a view toward avoiding unnecessary litigation and other consequences detrimental to the Company and the person seeking to avail him or herself of this exception. The Company therefore reserves the right to approve or disapprove any proposed Trading Program (or the modification or termination of any existing Trading Program) in its sole and absolute discretion based on, among other factors, policies and criteria adopted by the Company from time to time, market conditions, legal and regulatory considerations, and the potential impact of any such Trading Program on any actual or prospective transactions (including the distribution of securities) to which the Company is or may be a party.

(g) The Company will not approve any proposed Trading Program (or the modification or termination of any existing Trading Program) unless it includes the following elements, as well as such additional terms and conditions as the Company may require from time to time:

- To reduce potential exposure, the Company will need to ensure that there is no material information which has not been publicly disclosed at the time a person wishes to enter into a Trading Program (or to modify or terminate a previously adopted Trading Program). If there is any such undisclosed information, the Company may delay its approval of the Trading Program until the information has been disclosed. The Company may also require an interval between the adoption of the Trading Program and the first trade under such Trading Program.

- Under appropriate circumstances, the Company may wish to make a public announcement of the Trading Program at the time of adoption.

- The Company will need to confirm that the proposed Trading Program contains procedures to ensure prompt compliance with (i) any reporting requirements under Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), (ii) SEC Rule 144 or Rule 145 relating to any sales under the Trading Program, and (iii) any suspension of trading or other trading restrictions that the Company determines to impose on sales under an approved Trading Program, under applicable law or in connection with a distribution by the Company of securities, including without limitation lock up or affiliate letters required in connection with a proposed merger, acquisition or distribution of Company securities or any restrictions on or suspensions of trading imposed by applicable authorities (including the SEC or other governmental authority, or any stock exchange, automated quotation system or other self-regulated organization that promulgates rules to which the Company is subject from time to time).

(h) Each person understands that the approval or adoption of a pre-planned Trading Program in no way reduces or eliminates such person's obligations under Section 16 of the Exchange Act, including such person's disclosure and short-swing trading liabilities thereunder. If any questions arise, such person should consult with their own counsel prior to entering into a trading program.

11. Directors and Executive Officers — Short-Swing Transactions. Directors and executive officers of the Company must also comply with the reporting obligations and limitations on short-swing transactions set forth in Section 16 of the Exchange Act, as amended. The practical effect of these provisions is that executive officers and directors who purchase and sell the Company's securities within a six-month period must disgorge all profits to the Company whether or not they had knowledge of any material nonpublic information. Under these provisions, and so long as certain other criteria are met, neither the receipt of an option under the Company's option plans, nor the exercise of that option, is deemed a purchase under Section 16; however, the sale of any such shares (including a sale pursuant to a broker's cashless option exercise) generally is a sale under Section 16. Moreover, no executive officer or director may ever make a short sale of the Company's stock. The Company has already provided separate memoranda and other appropriate materials to its executive officers and directors regarding compliance with Section 16 and its related rules.

12. Confidentiality Guidelines. To provide more effective protection against the inadvertent disclosure of material non-public information about the Company or the companies with which it does business, the Company has adopted the following guidelines with which you should familiarize yourself. These guidelines are not intended to be exhaustive. Additional measures to secure the confidentiality of information should be undertaken as deemed necessary under the circumstances. If you have any doubt as to your responsibilities with respect to confidential information, please seek clarification and guidance from the Corporate Compliance Officer before you act. Do not try to resolve any uncertainties on your own.

The following guidelines establish procedures with which every employee, officer and director should comply in order to maximize the security of confidential inside information:

(a) Use passwords to restrict access to the information on computers.

(b) Limit access to particular physical areas where material non-public information is likely to be documented or discussed.

(c) Shred obsolete or temporary confidential documents.

(d) Do not discuss **any** Company matter in public places, such as elevators, hallways, restrooms, limos, taxis, public transportation or eating facilities, where conversations might be overheard.

13. Authorized Disclosure of Material Non-Public Information. Under certain circumstances, the Corporate Compliance Officer may authorize immediate release of material non-public information. If disclosure is authorized, the form and content of all public disclosures shall be approved by the Corporate Compliance Officer and Company legal counsel pursuant to the terms of the Company's Fair Disclosure Policy. In the cases of material non-public information which is not disclosed, such information is not to be disclosed or discussed except on a strict "need-to-know" basis. All requests for information, comments, or interviews (other than routine product inquiries) made to any officer, director or employee of the Company should be directed to the Corporate Compliance Officer, who will clear all proposed responses, which must be in compliance with the Company's Fair Disclosure Policy. It is anticipated that most questions raised can be answered by the Corporate Compliance Officer or another Company representative to whom the Corporate Compliance Officer refers the request. All officers, directors and employees must comply with the Company's Fair Disclosure Policy and should not respond to such requests directly, unless expressly instructed otherwise by the Corporate Compliance Officer. In particular, great care should be taken not to comment on the Company's expected future financial results. If the Company

wishes to give some direction to investors or securities professionals, it must do so only in compliance with the Company's Fair Disclosure Policy. All communications with representatives of the media and securities analysts shall be directed to the Corporate Compliance Officer.

14. Company Assistance. If you have any questions about specific information or proposed transactions, or as to the applicability or interpretation of this Insider Trading Policy or the propriety of any desired action, you are encouraged to contact the Corporate Compliance Officer.

EXHIBIT B

Section 16 Individuals

Directors

Jeff Baxter
Steven Gillis
Michel De Wilde
Blaine McKee
Joanne Cordeiro
Damian Braga
Chris McNulty

Officers

Jeff Baxter, Chief Executive Officer
Chris McNulty, Chief Financial Officer
David E. Anderson, Chief Scientific Officer
Francisco Diaz-Mitoma, Chief Medical Officer
Nell Beattie, Chief Business Officer
Avi Mazaltof, Global Head of Manufacturing and General Manager

EXHIBIT C

Other Persons Subject to Pre-Clearance

- **Athena Kartsaklis**
- **Misha Nossov**
- **Laurel Ogle**
- **Roee Egozi**
- **Adam Buckley**
- **Catherine Eckenswiller**

The Corporate Compliance Officer, at the direction of the board of directors, may alter this list of Designated Employees at any time, in which case the Corporate Compliance Officer will provide oral or written notice to any individuals to be added or removed from this list.

Exhibit D

Transaction Report Form

To: Corporate Compliance Officer

Subject: Transaction report for securities of **VBI Vaccines Inc.**

Number of shares of common stock that I held before this transaction: _____

Number and name of **VBI Vaccines Inc.** securities that I held before this transaction:

_____
(*attach additional pages if necessary*)

On _____, 20___, these security holdings changed as follows:

Number of shares of **common stock**: _____	Number of shares under **stock options:** _____
Date of transaction: _____	Date of transaction: _____
☐ acquired ☐ sold ☐ transferred ☐ other	☐ acquired ☐ sold ☐ transferred ☐ other

If my acquisition or transfer was effected indirectly (for example, by or for my spouse or another family member; through an individual or entity who agreed with me to acquire or transfer the securities on my behalf; or by or for an entity of which I am a partner, director, officer, member, or 5% or greater stockholder), then, in addition to the above information, I have identified below the person through whom the transaction was effected and my relationship with that person:

Name of individual or entity: _____ Relationship: _____

I certify that the above information is accurate and complete.

Signature: _____

Print name: _____

Date: _____

(*This report should be provided as soon as possible on the date of the transaction. If applicable, a Form 4 will be prepared for your signature and filing with the Securities and Exchange Commission by the second day following the date of the transaction*.)