

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ► SEE ATTACHED.

Multiple horizontal lines for listing applicable Internal Revenue Code sections and subsections.

18 Can any resulting loss be recognized? ► SEE ATTACHED.

Multiple horizontal lines for providing information regarding loss recognition.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► SEE ATTACHED.

Multiple horizontal lines for providing other necessary information for the adjustment.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ► *Louis Utsch* Date ► 1-31-17

Print your name ► LOUIS UTSCH Title ► SVP - TAX

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ►			Firm's EIN ►	
Firm's address ►			Phone no.	

ATTACHMENT TO FORM 8937
AMENDMENT TO SENIOR SECURED CREDIT AGREEMENT

Part II Line 14 – On December 19, 2016, the Company modified certain term loans by entering into an amendment of its existing senior secured credit facility. Specifically, the Company's Term Loan B-12 (the "Existing Term Loan") was amended such that the applicable interest rate was modified from LIBOR + 3.00% and 75bps LIBOR floor to LIBOR + 2.50% and 75bps LIBOR floor. The maturity of the Existing Term Loan did not change. This event is referred to as the "Amendment" or the "Transaction." As a result of the Transaction, for U.S. federal income tax purposes, the Existing Term Loan was deemed to be retired and reissued as a new term loan (the "New Term Loan").

Part II Line 15 – The original senior secured credit agreement was amended. Holders of the Existing Term Loan either kept the same or increased/decreased the principal amount in the New Term Loan.

The deemed receipt of the New Term Loan by prior holders could qualify as a tax-free recapitalization, which generally serves to defer the recognition of any gain or loss by lenders. Each holder's aggregate tax basis in the New Term Loan deemed to be issued as a result of the Transaction will generally equal such holder's aggregate adjusted tax basis in the Existing Term Loan immediately prior to the deemed exchange.

To the extent the Transaction is not a tax-free recapitalization for U.S. federal income tax purposes, each holder will recognize gain or loss upon the deemed receipt of a New Term Loan in exchange for the Existing Term Loan. In that event, each holder's tax basis in its Existing Term Loan will be extinguished and the Holder's tax basis in the New Term Loan will equal the issue price of such New Term Loan.

Holders of the Existing Term Loan should consult their tax advisors to determine the tax consequences of the Transaction for them.

Part II Line 16 – Each holder's aggregate tax basis in the New Term Loan that was deemed to be issued as a result of the Transaction will generally equal such holder's aggregate adjusted tax basis in the Existing Term Loan immediately prior to the deemed exchange.

To the extent the Transaction is not a tax-free recapitalization for U.S. federal income tax purposes, each holder will recognize gain or loss upon the deemed receipt of a New Term Loan in exchange for the Existing Term Loan. In that event, each holder's tax basis in its Existing Term Loan will be extinguished and the Holder's tax basis in the New Term Loan will equal the issue price of such New Term Loan.

Holders of the Existing Term Loan should consult their tax advisors to determine the tax consequences of the Transaction for them.

Part II Line 17 – Sections 354, 358, 1001 and 1012

Part II Line 18 – The Transaction generally should not result in a loss to holders of the Existing Term Loans to the extent the Transaction is a tax-free recapitalization. The Transaction may result in a loss to a holder to the extent such holder's tax basis in the Existing Term Loan exceeds the fair market value of the New Term Loan.

Part II Line 19 – The reportable taxable year is 2016.