

Booz | Allen | Hamilton

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9LL[RENNV[VROSKLV[VI L OLSH) +! Ht ž 10@WU6S #%## #PŽ1UISZLK^ P[OZVW\_  
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5LT ZVWZRLZZ[VI L [VUHJ[LKH[VY- UAH59LL[RENVL+

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KZJSZLKRE]Q /VT VMU[PUOZ]ZVUHK - U5ZZZJ[PUVW]Q VW\_ Z[H]LT LL[ HUK

%Ž /VUZRLY[PUVW]U V[QYI \ZRLZZ[CH]TH WMMAS I LI VANC I LML [Q - UAH59LL[RENŽ

< F \* PBEE PG JFDNPSFDPNINFCETU BUZPVMUF . 7: 8SPQIBVŽfzfbCE! ž

; \Y# #%- UAH59LL[RENNV[VROSKLV^ PSLH]P[VST LL[RENVUKJ]LKZAS VUPL HUKJHUI LH[LUKLI `  
]RENN^^^ Ž P[VHCHLOSKLYT LL[RENV]T ž - 4## #PŽ@/VM[PRM]L R]Q - UAH59LL[REN: V ^PSULLK [Q JV[VS  
UATI LYSJH[LKVU ` VYWW\_ JHKW[Q RZ[XJ]RUZ[CH]HJVT VMURK ` VYWW\_ TH]LVP8Z

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. V H K ? R S Z 9 H [ P )  
O P L J [ W : V T R L L Z \*  
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; @1>. A?5 1??	!"
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- #8&Ž T ISU[R]X[H]L Y S K[R]L K Z f [O L L Y L N S Y K[R]L K Z V M E Ž Ć W Y Z H L H K V L Y L N S Y K[R]L K V M E Ž Ć W Y Z H L H K
- °%&Ž T ISU [O M N D [Q Y L W M C H L V M Š Ž T ISU Z H L Z V M Š Z Z - J V T T W Z V R I ^ C B O R I S K L Z Š Ž T ISU V M M U T H R L [ Z H L Y L W M C H L Z H Z ^ L S H Z ! Ž T ISU Z H L Z [ V J M L Y [Q T R F \ T Ž H \ W ^ [ C O S K R N [ H ] Z V Y L Z V [ K Z V R \ U P Z [ O H ] ] L Z [ K V U ] H P A Z K H L Z K V R N [ Q V M R K Ž

k @Q . V H K R I V L H L K [Q X H ] L Y S K [R] L K \* " M Y M M T H U L R [Q [O K X H ] L Y M W N H S L H Y # # P & M H S L R [Q L M Y O X H ] L Y M W N H S L H Y # # P &

k OLVNWNHHS LHY# #P&VZ[V]RWBLR]V]HLKI` HWW\_F H]LS ' ! " E^ [O H ] M [ S Z ] V R O S K L Y L \ Y U V M H W W \_ F H ] L S ' \$ ~ Ž

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 [Q.P.Y.ZAM]P]L.ZJLZANZHL.LS]L]KZ`1HOWNA.YJ.YLU[KPLJ[VZEL^PO[Q.L.JL]VPUVNOZ?OHKLYOZI LLUUT RH]LK  
 IVLSJ]PU[V[Q.L.VHKHUK`VA.JHUNBKHK[P]U-SR]VAT H]PUVNHKRNVA.Y.VHKUT RLLZ\UKLY`<YAWZS'+1S]PU  
 VNOPL[VZ`I.LN]URNVU.VNL.)ZOHZ?OHKLYOZUM]PEK[Q.L.VHKVNOZR]L]PU[VUM[Z]HKIMVYHLSJ]PUH[Q.L.-U]H6  
 9LL[R]NOZ?OHKLYGKJ]PU[VUM[Z]HKIMVYHLSJ]PU^HZUM[Q.L.YZ\$VNU KZHLLT LL^PO[Q.L/VT VUJ YLS]RN  
 [VHU VNA.YMMH]PUZWSRZVWVH]BLZ

Name	Age	Director Since	Independent	Audit	Compensation, Culture & People	Nominating & Corporate Governance	Executive
<b>2024 Director Nominees</b>							
Horacio D. Pozanski	56	2014					
Joan Lordi C. Amador	71	2012					
Melody C. Barnes	60	2012					
Michael A. Hurnov	55	2013					
Mark E. Gaumond	73	2011					
Ellen		2010					
Arthur E. Johnson	77	2011					
Gretchen W. McClain	61	2014					
Rory P. Read	62	2023					
Charles O. Rossotti	83	2008					
William M. Thorburn	65	2024					

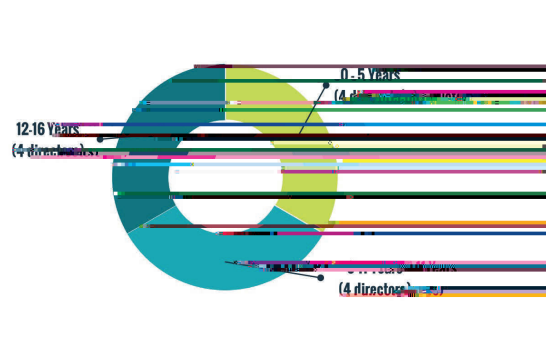
= Chair   
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 = Independent Director

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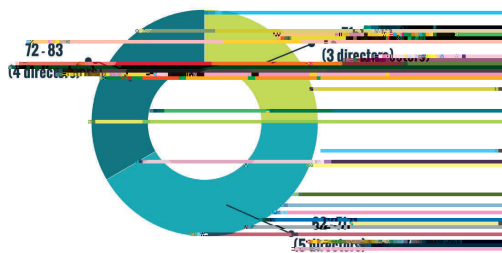
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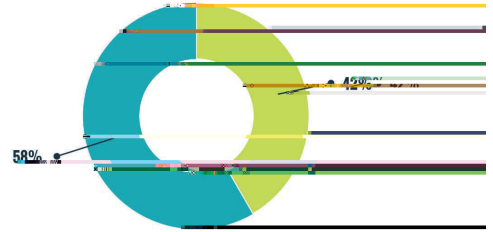
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k 1S.]LU VMAY[^LSL JYLU[ KPL[WZ HL RKLWUKLU]EHK [CL -\KPE./VT VMU]PUE/\\$YL HK <LWUEHK  
: VT RH]RNHK/WWW[L3V]LYHUL/VT T P[LLZHL "!!" RKLWUKLU]Z

k CL WJ]RL MWHT HONP ]V]RNZ]HKHK RYAYI `S^ZIW[CL LSJ]RU VVPLJ[WZ R\UW[LZ]K LSJ]PUE^PQ  
[CL VXPILT LU [CH]HU R]NT I LU[ KPL[WUV RLL ^OVKUZUM[VJL]LHT HONP V[CL ]V]Z]HRS JH] R]HU



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?HLOASLY/HM]ST 9L]BZHK [Q AUPLK: H]RUE 3]RPN<R]R]Z>LWV]RNZHT L^VRZ; \Y1?3 R]R]LZ  
L]VSL ^R]OAYI \ZELZHK WWH]RUEZ CLT VU]VYLS]R]RUEHUKT HRL[ZIMVLS]H] N]RLSELZHK YVW]RN  
NHT L^VRZ]LVS]VAY/VT WU HUKRKAZY Z

k - Z YVW]LK R]VY# # \$ 1?3 >LW]E ^L JVT T R]LK R] # #' [VHSUN]LYT [HN] VML]dW NLLUOAZL NHZ  
LT EZRUIZ ` UVS]LY[CHU# & Z- R]YVWAZL]HS]R]UHKHZLZZT LU]E[Q ?]RUIJL. H]K@HN[Z]R]R]L]i? @  
CHZHMW]LK VYULH] H]KSUN]LYT Z]RUIJL H]KLT EZRUEYKJ]R]U[HN]Z]E[Q ? @PZ]L]V]R]K VYUL]dW  
Z]RUIJL H]K [HN]Z]I ` # & Z]E[Q [HN]Z]V]L]V]RN]L]UOAZL NHZ LT EZRUE]NVT WWH]RUE]Z]VW]E#H]K \$  
HL R]SEL ^R]OYKJ]R]UEYX]R]K [VRLW]HT RN[V]UT VL [CHU]Z]E[Q T VZ] HT I]R]AZ]N]S]V]Q <H]Z  
-NLLT LU] H]K H]R]LK ^R]O [Q S]LZ] JS]T H]L Z]RUIJL W V]L]LU]R]U V]Q T VZ] K]T H]RN]L]W]Z] V]JS]T H]L  
J]H]N]Z

k ; \Y. \ZELZZ /U]R]R]E ; N]L T H]H]LZ H]U 5; ##\$ "+. \ZELZZ /U]R]R]E 9H]H]L]T LU] ? Z]LT N]V]Z]K W  
W]U]R]R]H]K Y]V]L]V]RN]Q. I \ZELZZ WWH]R]R]UE V]V]W]a- S]U]H]K V]Y]J]R]E]Z]Z

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2YK]H]SYLN]K]RN]V]Y]N]H]S` L]Y# # \$ 1?3 W]V]V]T H]U]L]E]V]H]L Z]L V]Y# # \$ 1?3 >LW]E ^C]B]O]Z]H]H]S] S W]V]Y  
^L] Z]R]Z]; \Y]N]H]S` L]Y# # % 1?3 W]V]V]T H]U]L ^S]I L K]L]H]K R]V]Y# # % 1?3 >LW]E ^C]B]O^S]I L H]H]S] S S]LY[O]Z  
J]H]K]Y L]H]Z

. LS^ HLZLSJ[Y]LL]H]H]K]L]Z]R]U]R]R]UE]Z]H]K]H]J]V]S]K]Z. Wa- S]U]C]Z]Y]L]R]K+

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k O]E]H] IP 1X]H]E S]K]\_I]W]N]W]Z]V]L]E]R]O]M]U]L]A]R]L` L]Y]H]K`. L]Z <S]J]L]V]C]V]R

k %]J]G]H]M]F]G]~# # \$ @]M] /VT W]M]R]Z]M]W]O]R]L]V]E]~ I]H]R]L]K`"/

k &]H]O]<]9]Z]~C]W]K]Z]9]V]Z] 1[C]H]S]V]T] W]M]R]Z] I]N]O]J]U]L]A]R]L` L]Y]

k 'O]F]G]G]-T]L]V]H]Z`. L]Z T]T] V]W] L]Z]N]W]E]L]L]Y]H]Z`. L]Z 8]N]L T]T] V]W] L]Z]H]K`. L]Z T]T] V]W] L]Z]N]W]O]R]L]V]E]~

k 'O]H]I]B]9, 5 5]V]B]Z]~C]W]K]Z]9]V]Z] -K]T]R]L]K /VT] W]M]R]Z] I]O]R]L]L]U]O]J]U]L]A]R]L` L]Y]H]K -T]L]V]H]Z`~9]V]Z]  
S]U]H]R]L/VT] W]M]R]Z]

k (@G]E]O]F]G. L]Z <S]J]L]V]C]V]R] N]W]# # %

k 'B]J]O]R]O]# G]B]G]G]5]O]J]. L]Z 1?3 /VT] W]M]R]Z]

k , @]H]M]O]O]O]Z]~@]W]! 9]E]H]Y ?]W]Z] 2]R]U]S T]T] V]W] L]Z], @]H]M]A]G]G]. L]Z N]W]E]L]Z] H]K 3]E]H]R]V] 9]B]5]G  
~@]W]! 9]E]H]Y 2]R]U]S T]T] V]W] L]Z

k - 9]K]K]9]9]Z]~9]V]Z] @]X]Z]^]W]O /VT] W]M]R]Z]R]-T]L]V]H]# # \$ E`~T]L]V]H]Z 3]Y]H]L]Z] C]V]R]S]J]L]Z]M]W]O]R]L]V]E]~ # # %  
~9]V]Z] 8]J]L]K]C]V]R]S]J]L]Z]~T]L]V]H]Z] 3]Y]H]L]Z] C]V]R]S]J]L]Z]M]W]O]R]L]V]E]~>L]T]V]L]C]V]R]E`~T]L]V]H]Z] 3]Y]H]L]Z] C]V]R]S]J]L]Z]M]W]  
<H]L]Z]H]K]Z]T]R]Z]# # \$ E]H]K~9]V]Z] @]X]Z]^]W]O /VT] W]M]R]Z]R]-T]L]V]H]# # \$

k O]F]S]A]O]E]Z]~!!! . L]Z /VT] W]M]R]Z]M]C]V]R]R]N]-H]L]L]Z]

k 2]O]~]R]D]E]H]A]9]B]C +5]6]F]G]# # \$ 4]5]1]B]L]Z]~S]R]P]A]T 9]L]K]S]U]-^H]K

k 2]O]- 9]K]G 4]O]B]G]D]O]F]Z]. L]Z /VT] W]M]R]Z]V]C]V]R]Z]Y]

k 2]O' 1]O]B]V]Z]~T]L]V]H]Z]/S]T]H]L]8]H]K]L]Z] # # %





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M VWF LHY [LY Z HK \U] [S [Q P ZJJLZVZ HL LSJ] [K HK XH RZ ALBZZ ^ V RQXJ] [V Z WU [Q VW\_ JHK [V ] VL  
KRMU [S E^ L ^ IS] VL ZRLLK E V [ \ VLK VW\_ PZ 2 > [Q LSJ [RU VNAJOU T RLLZŽBMMHU VHZUHU UT RLL JHUM [V  
^ ISU [Z Y] LHZHKPJ [V E^ L T H ] VL ZJOW\_ PZNM [Q LSJ [RU VNRIZI Z] P [L UT RLL KLZRUH] [KI ^ [Q. VHKŽ

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SSODCBMID/CELPoff VDOFTT - YCFSFOTF  
ECE 7UFS, JFDPSII JTOFTI

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9 ŽŽ- T I S. ^ H Z [Q. 1 L] [P] L EBL <VZRLU [E 2RHUJL NM [Q. - T LYBHU 1\_WLZZ /VT VMU  
NWT 9H # "" [V OJLT I LY # "" E HUK H V Z Y] LK HZ PZ 1 L] [P] L EBL <VZRLU [ HUK  
/WWWHL /VT VVSY NWT OJLT I LY # ! \$ \U] [S 9H # "" Ž <P V [V ORRN - T LYBHU  
1\_WLZZ 9 ŽŽ- T I S. Z Y] LK HZ /ORM VWH] RN; NBYLHUK /ORNRHUJPS; NBYLVM31 /HMP-S  
9HRL [Z-HZ Y] BL I \ZRLZZ ^ POU 31 /HMP-S Z Y] BL Z SJ Ž V] L VLLRN Z L V P P [RU E KJ [ V  
WJLT L U [E HUK Z UKP] [RU E H ^ L S H Z Z Y] [ \ VLK LXI P [H U H] [RU Ž Z V T "" % [V 9HVO  
# ! \$ 9 ŽŽ- T I S. Z Y] LK HZ ] BL VZRLU [ HUK JVU [V S Y N W 31 /HMP-S HUK 31 2RHUJPS  
Z Y] BL Ž Ž 9 ŽŽ- T I S. E [Q. <VZRLU [ VM8 - /VU S P N E S B' E HUK Z O Z Z Y] LK WU [Q I VHK  
VMKJ] [VZ VNA VBO S Z V HUL 3YAVZRUJL - VMS # "& HUK ? V E 3M H E SJ Ž ZRUJL - \ N Z  
# # Ž 9 ŽŽ- T I S. Z Y] LK HZ HT LT I LY N [Q. ?] HUK RN- K] E V 3YAVMM [Q. < I S9 /VT VMU  
- J V U] RN; ] LY P Q . VHK NWT # "" % [V # # HUK HZ HKPJ] [WH]. VHKVT /WWW [RU  
NWT # ! \* [V # "" E. V^ U Z V T HU /WWW [RU NWT # "" [V 6L # "" E D9 > H K V NWT  
# ! ' [V # ! ) E ? R Z D9 4 S R N Z SJ Ž NWT # ! ) B6 W ? P

, JSFDPS

8SODCBMDDVCELPQF VDOFTT-YCFSFQF  
ECE 7UFS, JSFDPSII JOTOFI2I

9BQ&L - Ž2SAYW

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NWT MUKKIPJ# "(Ž<RY[VOLYWZPNUZOL ZY]LKHZ[OLAKLY?LYL]HY WOLMUL MW  
<V9 NWT #!\* [V#"#9Ž2SAYW ZY]LZH/OPVMQI I VHK VWT IRH@JQVSN

, JSFDP

1SU6^LII



9ZZ6^LII QZ ZY]LK HZ T HUHRNVM[LLYH /HUL <VR[ /HMFSSBtHU RJLZIT LL[ MNT  
M\ZRNVULHS Z]NL ZUPI6]LL\YLZ ZRUL # "8Z<VPY[V[CH WZPRULENWT # "I [V# "&  
ZL ZY]LK HZ T HUHRNKAL]WHUK QHK VMAZZ3V]LYU L[ HUK 5NHZ[XJ[\YL MW. 9;  
/HMF69HR[ZZ <VPY[V [CH 9ZZ 6^LII ZMU] T VL [CHU # `LH2 H] 3VXT HU ?HJZ  
ZUPI6RN RJHFMW[ RNH[XJ[\YL MHRNET VZ YLL[S ZY]RNHZ QHK VM[Q. VM 9  
ZJ[W[YH2MW]H]RUNKAWHUK WL]RAZS HZ QHK VM[Q. HFMW[ MHRUL NAW 9ZZ6^LII  
QZ ZY]LK W[Q. I VHK VMPU]VZVM&]. S.LI: - ?O = +68V ZRUL # ""L^Q.Y. ZL JCHZ  
[Q. 3V]LYHUL HUK : VT RH]RN/VT T R]LHUK HZ @LHAYLU [Q. UUMW] I VHK VM  
[XZ]LZ VMOCXLUZ - IK ZRUL # ""Z?Q. JYLL[S ZY]LZH H[XZ]L WZ]LY-SUMW]R  
I VHKZ HUK HZ LT LY]H [XZ]L MVC LZ. HU AL]LYP HUK [Q. . YHS. ?JOM&CH]RN  
WL]RAZS ZY]LK RJ JCHY HUK SHKLYORWZPRUZ W [Q. I VHKZ VM[XZ]LZ VM V[O  
HJHKT 9 RZ]R]RUZZ

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8SODCEVIDVCELPOT VDOFTI - YCFSTOF  
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CAPT 9Ž@OWU LY



9Ž@OWU LY VLVZLU[K [Q "\$[OKZ]B[ VVQ\_HZ RJ [Q AZŽ4AZ VVAVZLU[H]PLZ  
NWT &UHY \*\*\*& \U]S &UHY # #'Ž 4L ZY]LK WU [Q -Y]LK ?LY]BLZ /VT T P]L  
[OXANDL [OZ [F L RJ/VUNLZE^HZ PZ/CHY HU NWT &UHY # "&[V &UHY # ""EHK  
I LHT L PZ >HURN 9LT I LY RJ &UHY # ""Ž 9Ž@OWU LY HSV ZY]LK WU [Q 4AZ  
S[LSPLUL /VT T P]L N""% LHZHK JOPLK [Q / I LY@ZR 2WL RJ# ""Ž 4L WL]PAZ  
ZY]LK RJ [Q ?]L OLVM[T LL[ K V RN [Q >LNU - KT REY]PULHZ Z]HWU /HMS4  
HK VV]BLK S† RJ - T HSM @\_HZ 9Ž@OWU LY g N T B O-Z I LU VUJORN RJ @\_HZ  
ZRL ") "H N T B I \ZRLZ RJ ^CBO Q JU]RALZ [V VM]PRL Ž 4L J VLU S ZY]LZ HZ  
/CHY VM [Q . VHK VMOPL [VZ VM - 1 A? - HK HZ HT LT I LY VM [Q . VHK VMOPL [VZ VM  
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@. VHK EZ YZMUPŠ. MWVWJRRNNM]LYHJL HUK VJLVBPQ VJLY[Q. ŽYHLNÉVÉR:WMH]RUEHUKT HUHNT LU VM  
[Q /VT VMU Ž@. VWF HY MWZ VM[Q. VHK EZ VWT V]RNŽVROBLY]H&L I` MWLYRN[Q SAN[LYT ŽJLZZ VM[Q  
/VT VMU Ž@. VHK EZ YZMUPŠ. MWZ VWW]RN HUK VJLVLRNT HUHNT LU: [V ^CBO [Q. VHK OZ KLSNHJK [Q  
YZMUPŠP [VT HUHNT [Q KH] [MKH ŽYHLN HUK WMH]RUEV[Q /VT VMU Ž

@. VHK NLLYS OASZ MYYVNSYT LL]RNZ MW`LHE HUK ZMIPST LL]RNZ HZ UJLZH-Y Ž@. VHK T LL]R  
L\_LJ]R]L ŽZBOK VERNLHOYVNSYT LL]RN UUT HUHNT LU KPL[VZ HSV [ VHS T LL]R]L\_LJ]R]L ŽZBOK VERN  
LHOYVNSYT LL]RNŽ/VUŽ]LL ^]O[Q /VT VMU ž/VWW]L ŽV]LYHJL ŽVRLSŽLŽ-9HR1Ž3HT VUK ^HZHMMR]LKI`  
[Q UUT HUHNT LU KPL[VZ [V ŽV]L HZ [Q &HK ŠKLVUKLJ] OPL[VELIWD]R]L HZ VM[Q # #%- UAHŠ9LL]RN VM  
?VROBLYŽ@ &HK ŠKLVUKLJ] OPL[VZ YZMUPŠPŽR]S.KL+

- k WLZRRNM]LYL\_LJ]R]L ŽZBOK VERN[Q UUT HUHNT LU KPL[VZHUK WLZRRNM]Q /OYRZH ŽL]R]. VHK  
T LL]RNZ,
- k JVS] WH]RN^]O[Q /OY[VZ]T LL]RNHLUKZHUK [Q HUHSZ]OKŠS. VVI LL]RNZ,
- k WJ]RRNM] [V[Q /OYVU[Q XH]P] ÉXHF HUK [F LŠLZZVNRVIT H]RUVW]RLK [V[Q I VHK,
- k JHŠNHUKJH]RNT LL]RNZV[Q RKL VUKLJ] KPL[VZHUK HWŽRN[Q /OYV[Q EŽALŽVURLYK,
- k ŽV]RNH-Z[Q ŠPŽU]L ^LLU[Q RKL VUKLJ] KPL[VZHUK [Q /OYHUK/OEM]L\_LJ]R]L; NLLY HUK
- k JVS] WH]RN^]O[Q - \K]P]VT VUŽ]RUE^\$V HUK <LW]EHUK: VT R]RNHUK/VWW]L ŽV]LYHJL  
/VT T]LLZV[Q VVVV HUL HUK ŽYJ]V V[Q. VHK HUK]PŽVT T]LLZ]R]S.KRN[Q VVVV HUL VV  
RKH]HŠK]VŽ

- [ŠH] HUHS]RKL VUKLJ] KPL[VZ HSV T LL]R]L\_LJ]R]L ŽZBOK VERNHLYVNSY. VHK T LL]RNŽ

@. VHK HUK]PŽVT T]LLZ]R]S.KRN[Q VVVV HUL VV RKH]HŠK]VŽ. VHK T LL]RNŽ ŠH]RUE KPL[VZ HL LU VYHUK [V YH]L [WŽ [O] HL U] VUHT LL]RNHLUKHW  
ZNLŽ [WŽVVM]V HLUK-ŽŽ]HOKPL[VZ VV]RLK ^V]LUT H]VPS R]H]HUL VV]JOT LL]RNHUK [Q. VHK HUK  
]PŽVT T]LLZV]RL M]KI HR[VHUKT HL VXLZ]ZVVT HUHNT LU H]LHJOM]O]PT LL]RNŽ



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OPU[VZ HL L\_WU]K [VH][LUK LHO. VHK T LL[RNĚLHOT LL[RNV]O. JVT T P[LLZ WU^CBO[Q\` ZL]LEHK [Q  
- UAFS9 LL[RNV]V[ROASL]VŽOYRN[O]HS` LHV# #%[Q. VHK O.SK ZP T LL[RNV]HK H][KI ` ^V[LUJWU]L[Ž1HOVM  
VYRJA T I LL[ KPL[VZ^OVZL]LKHZHKPL[VK[RN[O]HS` LHV# #%L\_JLV/9 ŽAOZLH][LUK]K] SH[ (&VMU[VM  
[Q HNVNH]L [M]SUT I LYVMVHK HK JVT T P[LL T LL[RNV]V^CBO[Q\` ^LYL HZ[LUK]HK V]LYSH][LUKHUL ^H\* &  
VMU[Ž- SKPL[VZ^OVZL]LK] [Q [F L WMY# # \$- UAFS9 LL[RNV]V[ROASL]VZ][LUK]K[O] T LL[RNV]

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- ZU[LUK]VY/WWHL 3M]LYHUL 3[R]SLZ[Q. VHK OZUWWS^ [PO]ZM][V[Q ZLW]RUV[Q VMLZVM  
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ALU LY [Q 1>9 <WVHT EAV/OPV VVH JRN; NBYVWVWLZIV [Q. VHKHXLH [L S \VM-L VVA YLL [LWVZL VZRE  
RJSKRNL [LWVZL J I LVZLAVP VZREHUKJVUKJZ^FO [Q. VHKHULHSHZRIKL [PH-PRUHK T PH-PRUHUSZ

5JHKPRU [V\VM-LZVW]IRL K [OAVND [Q 1>9 <WVHT E [Q. VHKZYNSHS \VM-LKI ` T LT I LVZVMT HUHNT LU  
RJSKRNL [Q /OPVPHUIPS; NBYE/OPVJVAU [RN; NBYE/OPV&NHS; NBYE/OPV VVH JRN; NBYE/OPVKT REZY [PL  
; NBYE/OPVSVMT H [RU; NBYLHK /OPVSVMT H [RU?LAVP ; NBYEJVULYURNZPUPH [L VZREVRN [Q /VT VMU HK  
WVJLZLZ [CH Q]L I LLUF VLT LU [L K [VT PH-L [QZL VZRE RJSKRNL J I LVZLAVP VZREZ - KPRUS E [OAVND [ [Q  
`LH LHO VVWY ZL [WVZRLU Z ^O /SHKZ VL VVWYT HVT HRL \UPZ VV]IRLZ HVT WLOU [PL V]LY]R^ VVQ [P  
T HRL [RJSKRNVZREHUKJCHSUNZ

5JHKPRU [V [OZKPSNL I L]^ LLUT HUHNT LU [H K [Q LU [PL. VHK [Q. VHKZJVT T [LLZCH] LT VL ZAVPHVWSZ  
JVULYURNLS T LU [ZV [Q /VT VMU ZVZRT HUHNT LU [WVJLZLZ

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; NBYEOPU [VYVMS [LVHS- \KP-HK /OPVSVMT H [RU; NBYEHLK YL]PLZ YNSHYLW [ZJVULYURN [Q ZH [Z  
V]Q /VT VMU Z L [OZHK JVT VPUJL VVWHT ER [LVHSVU [VZ V]LYPHUIPS YLW [RNHK V [QYVWVH [RU-S  
JVT VPUJL H [LH-HK ZPUPH [L JVT T \PH-PRU I V [Q /VT VMU Z YNS [WZ @Q - \KP /VT T [LL HZV SHK  
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LNM [VR]LNF[L [OLT R[V [OLPYAS HZKPL[VZ HUK IMT SPVBL [OLT ^PO[OL /VT VMU Ž; VBLUHPUZLZRUZ HL SKI`  
T LT I LZ VMT HUNLT LU[ HUK HL MVAZK W]HPAZ LST LUZ VMA YI \ZRLZZ ZYHLN EJSU[ ZY]BL VMDRNE R[LXHS  
I \ZRLZZ WMHPRU[ HUK JWWHL N]LXHUJL HT VUN V[OLYHLHŽ OVRN [OL JAVL VM[OL `LH[ YVWZLUH]PLZ VM  
T HUNLT LU[ I VM[OL . VHK W [WVZ KLZPLK [V WM]RL KPL[VZ H KLMVY \UKLZ]HUKRN VM]HPAZ HZM]Z VMAY  
I \ZRLZZ AZOZHWH S. SN-SK]LSWV LUZL [OZHLK JVT VBPUL WNVHT ZHLK [OL] VSRNYLS [VY LU]PVUT LUZ  
S] HKPRU[ [OL . VHK OASZ HU HUHSI \ZRLZZ ZYHLN ZLZRU ^PO T HUNLT LUZ OPL[VZ HL HZV LUJAVNUK [V  
VM]PRM]L RJVU]RARNLKJHPUVWVHT Z[VI L]LY\UKLZ]HUKHUKL\_LJ\L [OLPK\]RZHUK YZMUP SPZŽ

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?[VROASLVZVM[OLYR[LVLZLK [OPK VM]RZ^O/ ^EO[VJMU]H] VY. VHK TH ZUK ^V]LUJWVZMUKLUJL ERJHL  
VM[OL ?LYLHY[ (V) # \$ 3VLUU VM OPL[ 9J8HL EBNRPH##"! #Z/VT T \UBH]RUZ TH I L HKLZLK [V HU RKP]R\HS  
KPL[VZ[V [OL UUT HUNLT LU[ KPL[VZ HZHNWVMY[V [OL . VHK HZ H^OAS[THRK HZ JUVNLU]PSWV[OLY[ Ž  
/VT T \UBH]RUZ UM[ ZAIT]LK JUVNLU]PS[ ^O]HL HKLZLK [V KPL[VZ [OH] KZAZ I \ZRLZZ WV[OLY TH]LZ  
YLS]HL [V[OL H]P]RZVMAY. VHK[ ^ESI L WLS]RHS YL]R^LKI` [OL VML VM[OL ?LYLHY HUK [OLUKZ]P\ [LKL]OLY  
RZAT THY IMT WI` KLS]LYRNHJWWVM[OL JVT T \UBH]RUZ /VT T \UBH]RUZ THRK HZ JUVNLU]PS^ESI L KZ]P\ [LKE  
^POA [YL]R^ I` [OL VML VM[OL ?LYLHY[ (V) [OL KPL[VZVMYVM]P]L[VZ[V^OVT [OL` HL HKLZLK KZC]POVZM]L  
[V[OLYJWVZMUKLUJL YL]P]LKI` [OL /VT VMU [OH] RZHKLZLK [VVL WT VL KPL[VZ[OL . VHK OZYLX]LZLK [OH]  
[OL MSA]RN]LT ZUM I L KZ]P\ [LKL [V KPL[VZ I LHZL [OL` NLLYS IMSR[V[OL W]R^ VMT HUNLT LU[ Y[OLY [OH]  
[OL . VHK+ OUR THS HUK THZ THRN[ ZY]BL JVT VSR]Z HUK RKP]RZ YZAT eZ HUK V[OLY IMT Z VMD] RKP]RZ  
ZAS]P]RUZIM]O]PH S. KU]PRU[ ZY]L` ZI \ZRLZZ ZAS]P]RU[ HUK H]LY]ELT LUZŽ

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@. M S / R N O H [ P L U P B Z [O J A Y L L [ T L T I L V H K J O P W H H O Z H K R N V T T P U L L E Z ^ L S H Z Y S [ L K R W T H P U Z

Committee Members

Board Member	Independent	Executive	Compensation,	Nominating &
Ralph W. Snider *	I			
Horacio D. Rosen				
Joseph C. Ambler	I			
Melody C. Barnes	I			
Michelle K. Drummond	I			
Mark Gaumont	I			
Ellen Jewett				
Arthur F. Johnson	I			
Gretchen W. McClain	I			
Rory P. Read	I			
Charles O. Rossotti	I			
William W. Thornberry	I			
Number of Meetings in Fiscal 2024	0	4	5	4

\* = Chair of the Board

@. M S / R N Z H V P N L Z W P U V W A Y J V T T P U L L Z Z

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JVT T P[LL N[HP[SL\_VW] HZAJOLYT BZKJN[UK\UKLY[LT %(IKI&VVALN[S[PW?7WWT\SH[LK\UKLY[Q ?L[VPPZ  
-J[VW\*\$\$H[ZHT LUKK[Q ~?L[VPPZ-J[~Z

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1XIF V^LYZORWRLRLZLWHSVWYUULT VV LL KPLJ[VZHL RVWJL [VM[QYHPU[QYR[LYZ]Z[V[OZL VM  
VYZVROSLVZ1HOVWYUULT VV LL KPLJ[VZCHZL`LHZNWT [Q KH[L WMT T LUJL LL VVZQZLYYBL WU  
[Q . VHK [VHJQ]L LXIF V^LYZORW RPH]HSLLXPHSL [VJQL [F LZQZQYHUAHSL[HRLY5JHSA\$[RNHKPLJ[VZ  
V^LYZORW/\$Z - JVT T WZVRE]LZLK R[QJ T VL` W[PUZHUK]LZLK HUK \U]LZLK YZ[9[LK ZVREZLK \UKY[Q  
1XIF 5JLJPL <SU^PSI L JAZRLYK V^UKI` [Q UULT VV LL KPLJ[VZ1HOVWYUULT VV ^O/CHZLYLK WU[Q  
. VHKIMJQL`LHZWT VL CHZLYN\$S L\_JLLKHKUKJYLU\$ L\_JLLKZ[Q LXIF V^LYZORWRLRLZLWHSVWYUULT  
V[Q N.RLRLZHWBH \$ [VL\_LJ]PL VBLYZLL VY/O. - I LNRURNUMNL \$ Ž

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@L /VT WU CHZHU 5ZRLY@HKRN<V\$ E^CBONJLYZ [Q WJCHZLH HUK V[QYKZM[RUZVWZ ZJVPRZI`  
LT VV LLZ VBLYZKPLJ[VZAI ZRPPZHK HJPP[LZ V[Q /VT WU EHZ ^LSHZ [QYFT LKPL NWT IS T LT I LZ HUK  
V[QYVWZUZSRNRP[QYOA ZLOAZZ@L 5ZRLY@HKRN<V\$ EYZHAUH S KLZPLK [VWV V[L JVT VPUJL ^RORZRLY  
[HKNSI ZYKSHUKYLS[RUZHKHU SRPNZHKHKZHWBH \$ [V[Q /VT WU Ž

AUKY[Q /VT WU Z 5ZRLY@HKRN<V\$ E[Q /VT WU g WAZULLSHL WOPPLK NWT KPLJ[S WYKPLJ[S I `RNE  
ZSRNWNPRNZL VPRZV[Q /VT WU ^OS. RUVZLZRUWV HLYPSUUFM 9 RIVT HRAUWULYRN[Q /VT WU W  
RZ ZJVPRZ L\_JLV/ R [Q SF PLK JPA T ZHJLZ KLZVPLK R [Q W\$ Ž - KPPUHS E [Q /VT WU g WAZULLSHL  
WOPPLK NWT LUNRNRI P ZOV[ ZSZ VML VPRZ V[Q /VT WU EIP [YHJ]Ruz R WZEHSE WY[QYKLYPH]PL  
ZJVPRZ ^ROYZAM [V ZJVPRZ V[Q /VT WU EIP QKRN [YHJ]Ruz ^ROYZAM [V ZJVPRZ V[Q /VT WU EIP  
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VWBLVZ KPL [WZ HUK WUJRMZ VJROSKL VZ HUK [OLYF T LKPL L IVT IS T LT I LVZ HL U[ VMT [PLK [V LU LYR [V JL Y] HJ  
[YUZH]RUZ WY T H L YPS T V KRV MY T LUK HU VUVRN [YUZH]RUZ ^ P OAZ P ^ OBO [O H V U [R] V S L K L J L L K Z ° " # E ! ! E  
^ P O A [ [O J U L L [ W M A Y - \ K P / V T T [PL WYHU V [O Y I V K W [O . V H K W O P L U [W Z J V T W Z K Z A S S W N P K L M U K L L  
K P L [W Z - U Y X L Z I M A Z [V L U LYR [V W Y T H L Y P S T V K R V M Y T L U K J L Y H R J A J O [Y U Z H ] R U Z E Z Y X P L K [V I L W Z L L K  
[V A Y - \ K P / V T T [PL I M Y L ] R ^ E J U M R L Y [R U E H U K H M W ] H Z - S W M Y K P L [W Z H U K L L J A [ P L V W B L V Z H L Y X P L K [V  
Y W W [ [V A Y ? J Y L ] Y H U Z J O W W A Z K Y S L K W A Z U [Y U Z H ] R U E ^ O V Z Y X P L K [V W W ] R L U M [E L W A J O W W A Z K  
Y S L K W A Z U [Y U Z H ] R U [V [O - \ K P / V T T [PL L Z S H A M ] R N V Y L O J [R N [O W W A Z K [Y U Z H ] R U E V A Y - \ K P / V T T [PL  
^ I S ] R L R [V H U A U E H T V U N V [O Y I M ] W Z P K L T Z H A M W P L E ^ O [O Y [O W W A Z K Y S L K W A Z U [Y U Z H ] R U E Z W  
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[O L L L U ] W [O Y S L K W A Z U Z R [L Y Z ] R [O [Y U Z H ] R U H U E P M W B H S E [O F W M ] W H K P L [W Z R K L M U K L U L Z  
A U K Y [O W S P H M L Z O A S K K Z V ] L Y L S L K W A Z U [Y U Z H ] R U Z [O ] O ] L U I L L U H W W ] L K E A Y - \ K P / V T T [PL ^ I S L  
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O J L H N L L K [V R K L T U P R I Z A J O R K P R A H Z H N R Z ] J L Y ] H J S P I E P R Z H Z R N V A [ W M L Y ] B L H Z H K P L [W W V W B L Y W [O  
/ V T W M H U K P Z A I Z R P W Z Z @ L R K L T U P R H ] R U H N L L T L U Z W M ] R L V A Y K P L [W Z H U K L L J A [ P L V W B L V Z ^ P O J U Y H ] N S  
V P O Z [V [O R K L T U P R H ] R U H U K L \_ V M L H K ] H U L T L U ] V P O Z W M ] R L K \ U K Y A Y I ` S T Z H Z ^ L S H Z J U [Y H ] N S V P O Z [V  
H K P R U S R K L T U P R H ] R U H Z W M ] R L K R [O R K L T U P R H ] R U H N L L T L U Z Z

ž ; / , 9 # , 3 ; 65 / 0 :

. YHU I Z ? O H K L Y E H ? L U W Y E B L < Y Z R L L U ] H [ [O / V T W M U E Z [O Z U W O D Z > H S O ? O H K L Y E V Y M T L Y / O R M L J A [ P L  
; N B L Y H U K J A Y L L U ] / O H Y W [O . V H K Z S J N B H S L H Y # # % 9 Z ? O H K L Y L J P L K ° \$ ! E ! ! R I H L Z S Y E H J H Z O I V A Z W M  
° # & E ! ) : E H K Y L P L T L U ] J U [ N P \ [ R U Z W M % E ! ! Ž A L Y L J P L K H N H L ] W M % % [ F L I H L K Y L Z B [ L K Z V R \ U P Z ^ P O H N H L  
K H L I M Y ] H S L W M " " " # E % H U K H N H L ] W M \$ # W M W T H U L I H L K Y L Z B [ L K Z V R \ U P Z ^ P O H N H L ] K H L I M Y ] H S L W M  
° # ) E \$ \$ Ž 9 Z ? O H K L Y E V W M ] B R M ] L Z R [O / V T W M U Ğ V [O Y I L L N P W W N H T Z V U [O Z H T L I H Z H Z V [O Y L T W W L L Z H [ [O  
Z H T L S ] L Š

9 P J O S @ V T W M U E H U - Z A J P L H [ [O / V T W M U E Z [O Z U W M S H L ] O @ V T W M U E H U 1 L J A [ P L E B L < Y Z R L L U ] Ž S N B H S  
` L H Y # # % 9 Z @ V T W M U Y L J P L K ° " \$ \$ E ! ! R I H L Z S Y E Y L P L T L U ] J U [ N P \ [ R U Z W M ( E # % H U K H U H H K W M " " ! Ž 9 Z  
@ V T W M U E V W M ] B R M ] L Z R [O / V T W M U Ğ V [O Y I L L N P W W N H T Z V U [O Z H T L I H Z H Z V [O Y L T W W L L Z H [ [O Z H T L S ] L Š

@ L ] W @ V T W M U E H ? L U W Y / V A S H U ] H [ [O / V T W M U E Z [O Z U W M S H L ] O @ V T W M U E H U 1 L J A [ P L E B L < Y Z R L L U ] Ž S  
N B H S L H Y # # % 9 Z @ V T W M U Y L J P L K ° \* ) E " " " R I H L Z S Y H U K Y L P L T L U ] J U [ N P \ [ R U Z W M & \$ " Ž 9 Z @ V T W M U E V  
W M ] B R M ] L Z R [O / V T W M U Ğ V [O Y I L L N P W W N H T Z V U [O Z H T L I H Z H Z V [O Y L T W W L L Z H [ [O Z H T L S ] L Š

IT IS < N B L Y E H ? L U W Y / V A S H U ] H [ [O / V T W M U E Z [O K H N O L Y W M T < N B L Y E H U 1 L J A [ P L E B L < Y Z R L L U ] H U K  
< Y Z R L L U ] W [O / V T W M U Z : H P R U S ? L A W P Z L [ W Z S J N B H S L H Y # # % 9 Z Ž < N B L Y Y L J P L K ° " ! % ( " R I H L Z S Y E  
Y L P L T L U ] J U [ N P \ [ R U Z W M ' E ) ) E H U K H U H H K W M % ! Ž 9 Z Ž < N B L Y E V W M ] B R M ] L Z R [O / V T W M U Ğ V [O Y I L L N P  
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- [. Wa- SLEAVWWWL E[VLT W^LYWWWL [VJOHNL [OL ^VŠŽ; \YSHLVORVOSZAW HUK VMLLYZORV^Š YL HL MLKH[RU H[VOA ^L KŃL [HUBVT H[RU HUK N.RL V YWWWL [VZŠL V YJŠULZ [VANDZ JOŠLNLŽ

; \YL\_LA[ŃL JVT VMLH[RU ZYH[LN E\UXLS KLZPLK[V+

- k OLSYLYVT V[ŃL JVT VMLH[RU [ŃK [VSUN[LYT Z[VROŠLY] HŠL JYH[RU
- k - [YH[ HUK YL]H[ŃL [WYHŠL[ NVT HJWZZ [OL NŠI HŠT HRL[VŠJL ^OV ^ŠJVL[ŃAL [VWWWŠZ MW^HK MW[OL M\Y,
- k 9V[ŃH[L HUK YL^HKL\_LA[ŃL Z^ŃOL\_LV[RU HŠI ŠŃ [VT LL[ HUKL\_JLLK [OL KLT HUKZ VMLY JŠULZ,
- k ŠIVL HUV^LYZORV RKL[ [VI \ŠK Z ZH RH Š. NW^ [OHK] HŠL, HUK
- k >LRVWL V YVM[LYZORV[ Š. J Š YL ^OBOKVZLUP[ LZ V YH ŠŃ [V JVT L [VT HRL[ HZHUR[ŃL [RU Y[OLY [OHZ RŃŃR^Š ELYL[ HŠUT LL[ V V YZ YH[LN E V W[ŃZ HUK HZD[ŃL [K R] LZ T LL[ Z HUK LUV YNL YHK HUK L V [ŃL [KL V T LL[ VML YWWWL HJWZZ JŠULZ HUK VWW\U[ŃŽ

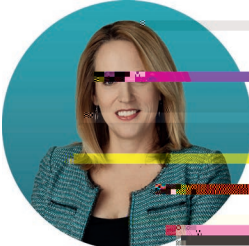
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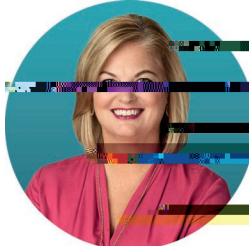
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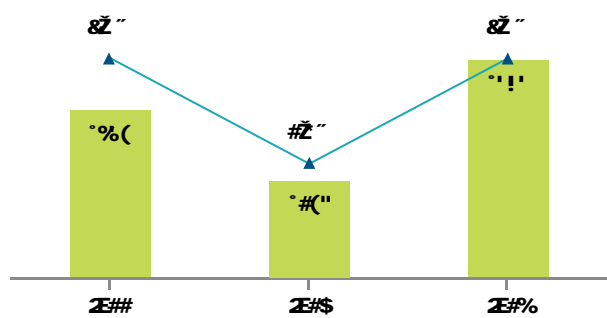


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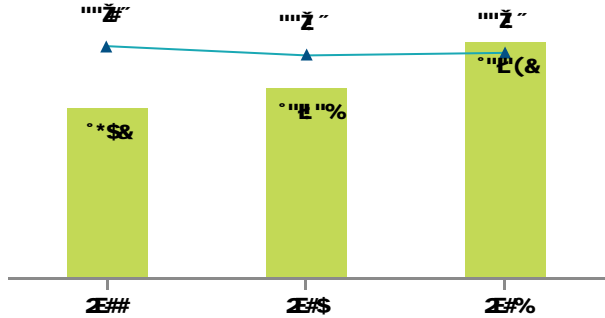


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: L[ 5JVT L I' T BNUZ 9HNBI"/ -KZ1. 5D- I' T BNUZ 9HNBI"/



■ : L[ 5JVT L    ▲ : L[ 5JVT L 9HNBI



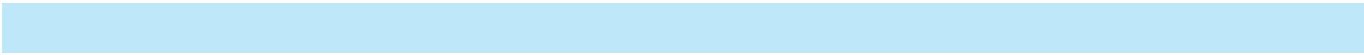
■ -KZ1. 5D-    ▲ -KZ1. 5D- 9HNBI

- k 2ZJHS LHY# #%/T HRK[QUR[QVUJL[P L`LHVW/MRBL Y]LULNW^ [OZ
- k /U[PKMZYWRJLZT LUZRVMWVLEJHM SPZFKTHR[ZIZWZPURN. Wa-SU[VKLSPLYUHF[LYT HKSUN[LYT ZVROASLY]HSLZ
- k 2S LHYL]LULRYLHK"&#x27; [V`"!E'"Z T BNUZ
- k : L[RJVT LRYLHK"#S\$` [V`"!&Z T BNUZ
- k -KOZE L[LYT P &#x27; [V`"!E'"\*V UZ
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- k A W O K"&#x27; '9
- k ° Q K"ZVA ¶'9 [B !E'"\*



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UHT LK\_LJ [PL VMLVZ1\_LJ [PL BBL <YZRLUZHUK ?LWYBBL <YZRLUZH[VJWZ[LUS H[ R[OL LZ [PLYZZVWOL  
/VT WU Ž; \YL\_LJ [PLJVT WUZ[RUWVHT ER[VZBHS [PK[VV YWVWZ.HK]HSLZŽ





°;9<1: ?-@: 891: @

~ (:, \$39

. HL Z-SY YLWZLJZHYS[P]S ZT HSWM[PUVM]Q [M]S[HNL] L\_LJ[P]L JVT VMZ[P]UWWW[U]PZ HUKVM]RLZ  
[Q]M[K]JVT WLLU[UL]ZHY [VH][H][HUKY[HR]L\_LJ[P]L [H]LZ[Q] Z-SY VMK [V]LHJOMWYUHT LKL\_LJ[P]L VMZLZ  
RINWHS LHY# #/ZLZ[IM]ORJ[Q] [H]S. I LSA^Z

6BNF	. Až" * BIF; BBEZ
4WHRVQ>VHURP	" " " " ! ! !
9H[Q]^ - Ž/HSLWLL	" ' & ! ! !
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~ 5<3 (: / 18, 59

@ HUAHSJHORJL[P]L W[PUVMWYL\_LJ[P]LZ JVT VMZ[P]UZW]RLK [OM]NOVYHUAHSI VAZVWWT Ž@  
[HNL] HUAHSRJL[P]L HT VU[IM]WYUHT LKL\_LJ[P]L VMZLZEKL[LYT RLK]LHO` LHY` [Q] / VT VMZ[P]U^/\\$Y L HUK  
<LWZ / VT T [P]L I HUKW[Q] T HR[LU]S ZHUKYJVT T LUK[PUVMWYJVT VMZ[P]UJMA\$H[H]Z^ LSHZV[Q] / 1;  
IR[Q]JHL VWT LKL\_LJ[P]L VMZLZ^O/HL KRU[YLWZ[V[Q] / 1; / Ž

@ [HNL] HUAHSJHORJL[P]L [H]S L IM]LHOUT LKL\_LJ[P]L VMZLZLZH SZOKHZH[V]KK[SY] [H]S L HZHWW]LK  
I` [Q] / VT VMZ[P]U^/\\$Y L HUK <LWZ / VT T [P]L NLLYS UHY[Q] I LNRURNVMHJONWHS` LHŽ@ H[HS]HUAHS  
RJL[P]L VM V[IM]LHOUT LKL\_LJ[P]L VMZLZEKL[LYT RLK]H[V]Q [M]WHS LHYLUKZHZKZVPLKI LSA^HUKJH\$S]LK  
HZHMMU[HN] VWT LY WUKLYVWWT HUL HZHWW]LKI` [Q] / VT VMZ[P]U^/\\$Y L HUK <LWZ / VT T [P]L HUKHWRK  
[V[Q] [HNL] HUAHSRJL[P]L ]HSLZ^L\_LJ[P]LZ^O/V[PU]LWY[LYT RH]L LT VW T LU[ \UKLYVY[H]U[P]UW\$ H LVM [Q]  
LKW[Q] [M]WHS LHYHL NLLYS LSP\$ [V]L[P]L HWW]LK RJL[P]L VM T LUŽ

@ HUAHSRJL[P]L Z I HUK W HOP]LT LU[ VM]Q / VT WU Z VWWT HUL HHRZ H[HNL] - KOZ]LK 1. @- YUN  
^ [O] \WHK WKA^U^HK KOZ]T LUZ IM]VWWT HUL R]JVT VMZU [V[Q] YUNŽ@ WWT HUL YUN Z NLLYS  
KL[LYT RLK]H WUHY[Q] I LNRURNVMHJONWHS LHY` [Q] / VT VMZ[P]U^/\\$Y L HUK <LWZ / VT T [P]L LŽ<HT LU[ VM]Q  
HUAHSRJL[P]L HWW]F H[RN][HNL] \$]LZ^A\$K NLLYS VJY^QUH[HS-KOZ]LK 1. @- Z^ [P]R] [Q] LZ]H SZOK  
-KOZ]LK 1. @- YUNŽ- W[PUVMWU ]HPUL I L^LU[Q] LZ]H SZOK YUN HUK H[HS-KOZ]LK 1. @- ZYNU]LKH  
HU KOZ]T LU[ [V[Q] WSVMMKZ H]H\$ S. MY[Q] HUAHSRJL[P]L VM T LU]E W[Q] I VAZ WWS@ HT VU[ VM]Q  
KOZ]T LU[ Z KL[LYT RLK]I` [Q] / VT VMZ[P]U^/\\$Y L HUK <LWZ / VT T [P]L R]RZ AS. KZYL[P]L - WZ[P]L ]HPUL  
I L^LU[Q] YUN HUK H[HS-KOZ]LK 1. @- ^A\$K NLLYS YZ\$ R]HU R]YHL R] [Q] I VAZ WSHK HULN[P]L  
]HPUL ^A\$K NLLYS YZ\$ R]HUKYHL R] [Q] I VAZ WWS

-KOZ]LK 1. @- YLWZLJZ UL] R]VT L I LVM R]VT L [H]LZUL] R]LYZ] HUK V[Q]YL\_VM]L HUK KLWJIP]RU HUK  
HT W[PH]P]L HUK I LVM JL]H]Y !

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5J9H # #%[Q /VT VUZH[PUE/\\$YL HUK <LWXL /VT T P[LL YL]P^LK HUK JLY[PBK [Q VAWVT HUIJ YLZSZ VUJQ  
VAWVT HUIJH HUK >?AZ NHU[LK RJ &S # # "EHMBH \$ MY [Q NUIS`LHZ # ### #%VAWVT HUIJ VARK&HHRZ [Q  
[HNLZ ZL [H [Q I LNRURNVU]Q [OLL`LHVARKZ@Q NM-SZ RJS.KLK [^VNBHUIPST L[NBZ/\T\\$[PL -KOZLK OS [LK  
1HURNZ <LY?OHL I-O1<?HUK/\T\\$[PL B-SL -KKLK>L]LUL IB->Z- KKVUSL [QZ VAWVT HUIJ VARK RJS.KLK [^V  
UUNB-HUIPSZY[LNB NM-SZHZVUP[LK^POV YJVT T PT LU [VKPLVZ ELX P EHUK RJS.ZVU@QZ UUNB-HUIPSZY[LNB  
NM-SZHL M\ZK WUF WJLT LU [RVA YLT WJ LL L VARPUL Z Y]L`YLZSZ HUK [Q KPLVZ VWA Y^VRVWLZ?JLZVMS  
HQB]LT LU [VMHOUUNB-HUIPSZY[LNB NM-SI` [Q LUK VU]Q [OLL`LHVAWVT HUIJ VARK JAS YLZ\$ RJKKVUS  
&` \VRL]LZ VWA \UP VMHOUUNB-HUIPSV & YLZ VU]PLSEJHS [LKH]YAWVT HUIJ MW [Q NBHUIPST L[NBZCH  
I LUHAWJ LKHUK JLY[PBKZ

. HUK W PZHZZT LU [VMV[ONB-HUIPSHUK UUNB-HUIPSZY[LNB NM-SVAWVT HUIJ [Q /VT VUZH[PUE/\\$YL HUK  
<LWXL /VT T P[LL HAWJ LK H NBSVMV [ VMLU]HL MW [Q &S # #' VAWVT HUIJH HUK >?A H-HKZ I NUIS`LHZ  
# ### #%VAWVT HUIJ VARK/ VMI! &` VMHNL [^POH]NHSNBHUIPSYLZSZ HUK [OLZOS& [HNL [EH V]L [HNL [EHK  
T HJF \T NM-SWZLU[LK RJ [Q [H \$ I LSA^Z

8FSFSNBDF 5FBVFT ? FH UCH	*FBK < SFI PIZI	< SFI PIZI	)CPM < SFI PIZI Z	<BFU	)CPM-BFU	5BMNW	)DMV	PG-BFU )DJME	EEPAU .EDPS
	i° BEZPAU	#° BEZPAU	%° BEZPAU	ž1° BEZPAU	ž1° BEZPAU	ž1° BEZPAU	ž1° BEZPAU	ž1° BEZPAU	ž1° BEZPAU
^T\\$[PL @LLHLY-O1<?	(&`	°"š&	°"š(	ž 8	ž 8	f U			

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HUSZL[Q /VT VU ZAZ]HLKVA [VAVMT HUL HKNV^ [GRW] NVT 7WUZYH-SUN^ P[OMKI HRIWT [Q /1; iR  
[Q JHL VUHT LK L\_L\]PL VMLV ^OV HL KPL] YLWVZ [V [Q /1; 4HUK [Q /VT T P[LLZ JVSJ]PL QKVT LU HUK  
KZVL[PUL-HV HWW]LK [Q NUIS LHY# #&JVT VUZH[PULVVA YUHT LK L\_L\]PL VMLVZ-RJS.KRN[Q JVT VUZH[PUL  
HKQZT LUZKLZVPLKI LS^ Ž

1N0]PL NVTNHS LHY# #8[Q /VT VUZH[PUL/\\$YL HUK <LWXL /VT T P[LL HWW]LK [Q NIS^ RNJVT VUZH[PUL  
RJVYHLZIMV9 Ž/HKLYUL9 Ž- UKLYUL9 ŽOM[ZUHK9 ŽŽH LUHP9 Ž/HKLYUL YLPLK HURJYHL VV'!! 8!! [V  
IHL ZSYt' "!! 8!! [V[Q [HN[ HUAHSPULL]PL HT VU HUK ° \$! 8!! [V[Q [HN[ HUAHSLXIP NHU[ HT VU[IP9 Ž  
- UKLYUYLPLK HURJYHL VV' #8!! [V[Q [HN[ HUAHSPULL]PL HT VU HUK ° #8 8!! [V[Q [HN[ HUAHSLXIP





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-ZHNJLYT LL JUVYHWE^LHLZAI OJ [VHWH S MLY-SZ]H[LZHUK [O ZKLYS-JXZPRU>LNSHPU;2 >L  
^OBOMJLY[O YF I \VLT LL VMMZI` VYVMJLYT LL JSUZZ<VZHU [V [O 2 > VYJUVYH[ZSF P [O HS^H S  
VWLF I \VLT LL MVJTV MZPRU [VJLYHREWRJZT L JHZZHSLT W LLZRSKRNMYHT LK\_LJ [PL VMLVZ [VH  
I LUOT HRJTV MZPRU JHALZH SZOK LHO`LHYI` [O ; NML WPHHNT LL HUK . AKL I ; 9. ZC OLU JTV MWRN  
JTV MZPRU [V [O I LUOT HRJHMS^HNLZ-ZSY EI VUZK KLVK JTV MZPRUE HUK LT W LYJUV [P [RZ [V  
KLVK JUV [P [RUMZPRUVHJZPRU HW [O `LHEZVJWKLRVAYI WZHKYJWZT \Z I LRSKJZ-U HT VUZ  
VJLY [O JHWHL JWRLYK \HS^H S HUK HL [O VML U [ VJ]LY S \KLY VY N]LYT LL JUVYHZZ @  
JTV MZPRU JHALZH SZOK I` [O ; 9. L^CBOZHWH S [VHWPRU VVYJUVYH[ZMV [O # #WHSUKY`LHEZ  
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+P#N#C#F#O#I#E#L#P#O: F#P#S#Z#S#P#I#U#P#O#T#~+H#K#O#B#L#I

1WJ [P L ; J [M LY # # # S [O /VT MZPRUE /S V HUK <LW /VT T [P LL HWZK HUK [O . VHK Y [P H H  
T HUK [W JSNI HRWS` R HJVKHJL ^PO ?J [RU " ! O VM [O 1 JOHL -J [ HUK ?J [RU \$ \$ Z % VM [O : E ? I S [L  
/VT VMU 9 HAH [O ~> \S " ! O " /SNI HR <AS` Z @ > \S " ! O " /SNI HR <AS` YXALZ [O /VT VMU [VJ]LYNVT  
PZ L\_LJ [P L VMLVZ JLYH R JLU [P LI HUK JTV MZPRU R [O L] LL [O] [O /VT VMU E YXALK [V WML HU  
HJAV [RNYLZH]LT LL KIL [V [O T H [LPSUJVT VPUJL VM [O /VT VMU ^POH N HUIPSLW [RNYLXALZ LL \KLY  
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@ > \S " ! O " /SNI HR <AS` HWZ [V RLU [P LI HUK JTV MZPRU I ^O [O JYH Z W X P H HUK YL P L K I ` J Y L L  
HUK VY L L\_LJ [P L VMLVZ VM [O /VT VMU K V N [O [O L N H S L H Z W J L K R N H U H J A V [R N Y L Z H ] L T L L HUK H [Y [O  
L W J [P L K H L VM [O : E ? I S [R N Z HUK K Z ^CBO^H Z ; J [M LY # # # S Z @ /VT MZPRUE /S V HUK <LW /VT T [P LL  
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CLHSV OJ L WJZPRU R VYR JLU [P L VUZ [O] WJRL \Z ^PO [O H S [V F WZ [O M V P Y V M V U Z Z H K  
L X P JTV MZPRU HUK [O VJ]LY VMLYH R I VAZH VUZ HUK N H Z NVT L X P JTV MZPRU H HUK \KLY [O L  
VUZ Z JOM V P Y Z H K Y J V L V Z T H V J Y

- k R [O L] LL W H J A V [R N Y L Z H ] L T L L K I L [V T H [L P S U J V T V P U J L ^ P O H N H U I P S L W [R N Y L X A L Z L L Z  
 \ K L Y [O Z L V P Z S T Z ^ P O Y Z M ] [ V R K P R H Z ^ O R J A R N S W N W Z S L N P L L S L N H L K R J T Z V U K J [ W  
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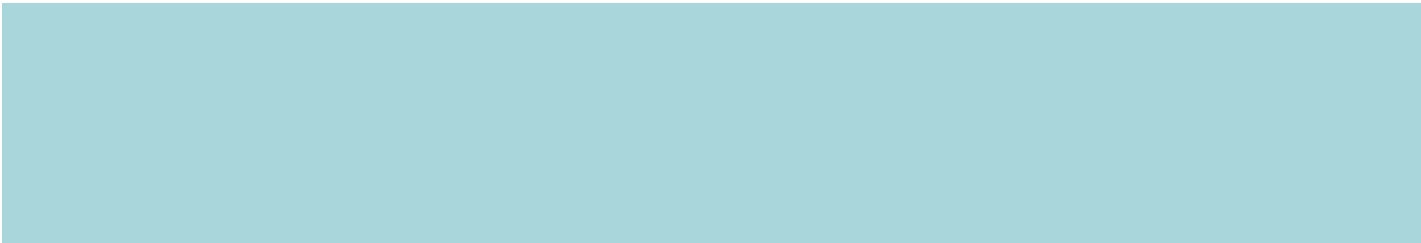
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i\$ @. T HRL [ ] H S L Y W [L] K R [O] Z J V S T U O Z I L U U K L [Y] T R L K I H L K V U [Q] M Y T H R L [ ] H S L V M Y J V T T U Z [V] R V U 9 H O # ) t: # % M V T % Žřřř

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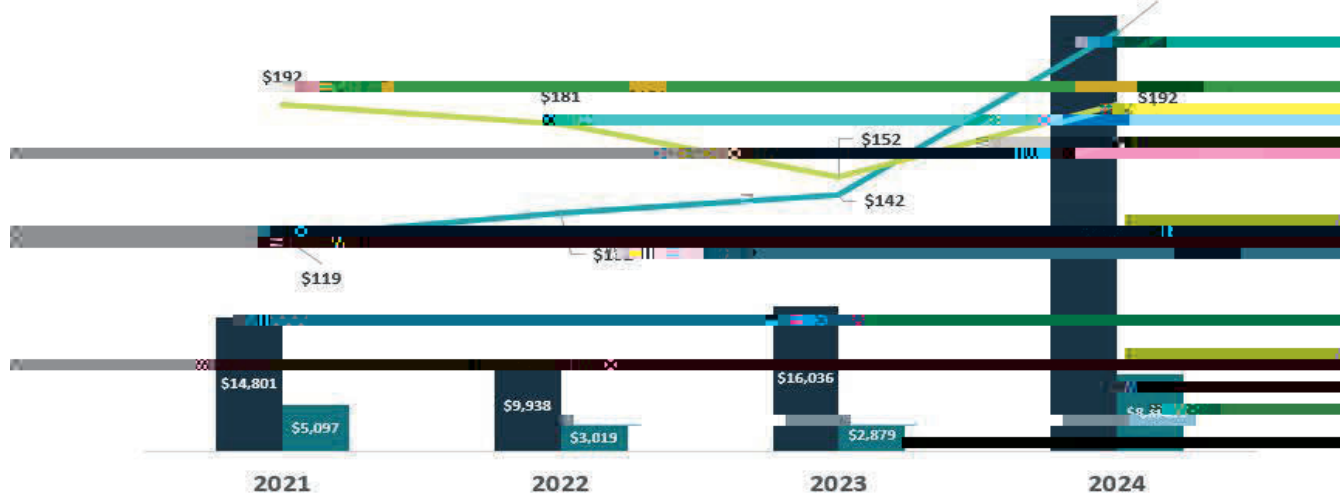




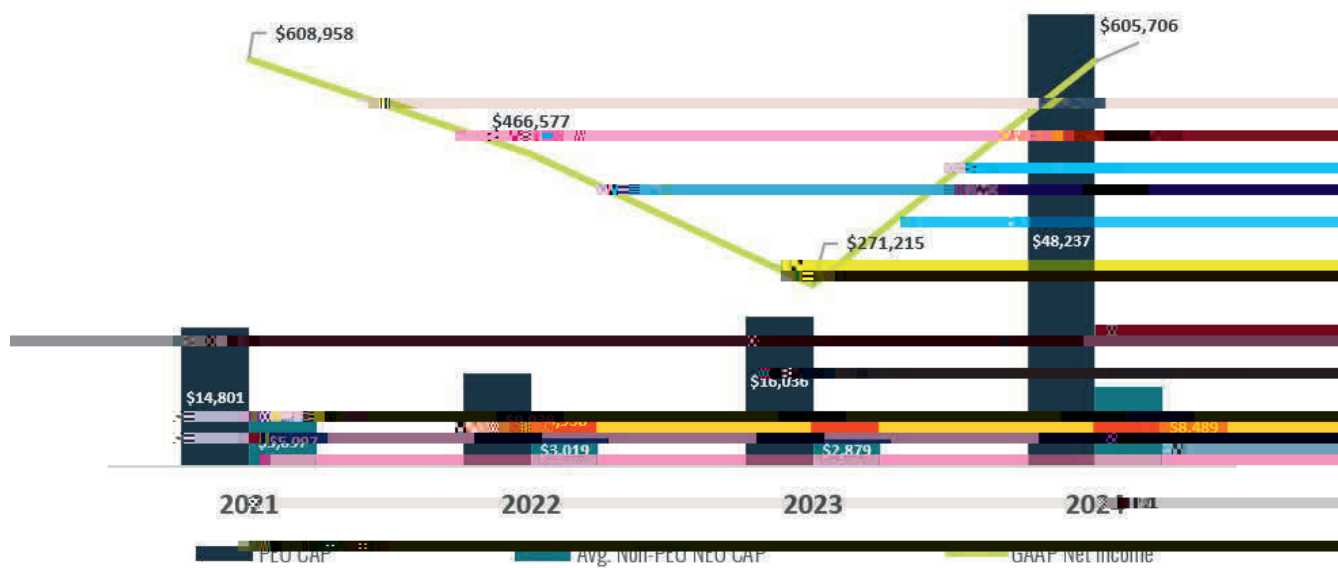


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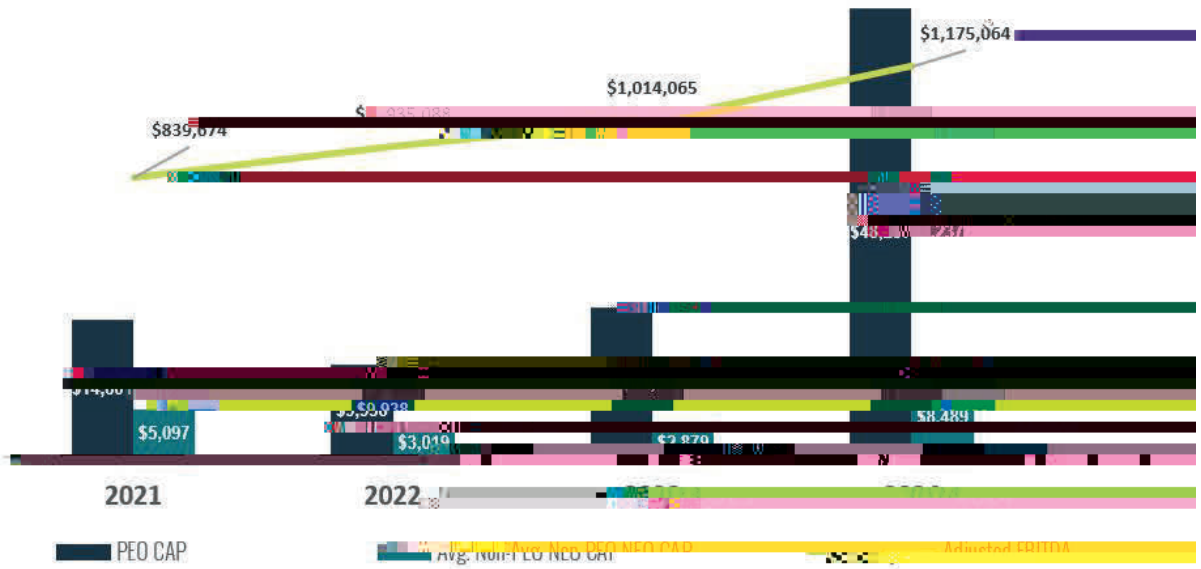
### Compensation Actually Paid vs. TSPD Variance (CAP in 000s)



### Compensation Actually Paid vs. Net Income (in 000s)



### Compensation Accruals Vs. August 2022 EBITDA (in 000s)



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@. VHKI LŠ]LZ[CH]M [HRRNZVROASLYH]P[PH]RUVN]Q HMMR[T LU]EZHAUKJWWW[L N]LVUJUL WH]BLŽŠM  
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ZJOT H[LYR[HVWKHJL ^ [P][Q. P[ LZ QKNT LL[ŽBU T H[LYUM[ WMMVMH[RUH[ [Q. T LL[RNZOASKI L WZLU[LK[  
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9 LL] [R N Ě - Z H Z V R O S K L Y ` V H L R J P L K [V H] L L K [Q - UAH S 9 LL] [R N H K H L Y X L Z] L K [V] V L W [Q P L T Z V M \ Z R L Z Z  
K L Z V P L K R] [O Z V W\_ Z H L T L L ž O Z V W\_ Z H L T L L] R J S K L Z R I M T H P U [O H ^ L H L Y X P L K [V W W] R L [V ` V \ U K L Y  
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[Q Z L E Z A L Z V [O H ` V J H U T H L H U R I M T L K K L J E R U ž O L V W\_ T H L Y P E Z R J S K L V Y V W\_ Z H L T L L] I W [Q - UAH S  
9 LL] [R N E V Y H U A H S Y L W W] [V Z V R O S K L Y E ^ C B O R J S K L Z V Y - UAH S > L W W] W Z M T " ! : 7 M W [Q ` L H Y L U K L K 9 H O S \$ ` E  
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M S W ^ L Y W M A I Z P [P U H Z ` V Y Y V W Z L U [H P L Z H] [Q - UAH S 9 LL] [R N Ě 4 L W Z O ^ E S] V L ` V Y Z O H L Z H [Q - UAH S  
9 LL] [R N H Z ` V O H L R E Z Y J L K [Q L T V E P R U E Z A L [O H E Z U M] W [Q V W\_ J H K J V T L Z \ W W W] V L E R H J W K H U L ^ P O C Z W  
O Y I L Z O K N T L L ž ` Z I T P R N H W W\_ E ` V J H U L L A Y L ` V Y Z O H L Z ^ E S I L ] V L K ^ O [Q Y W W M] ` V H L L K [Q - UAH S  
9 LL] [R N Ě 1] L U P M A V S U [V H] L L K [Q - UAH S 9 LL] [R N E ^ L L U J A V H L ` V [V Z I T P H W W\_ R H K] H U L I ` \ZRN [Q  
S [L Y L] H ` J H S R N E W I ` Z P U R N H K Y \ Y R N V Y V W\_ J H K ž Š V A ] V L I ` S [L Y L] W I ` J H S R N E ` V K V U M U L L K [V Y L V U  
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M U K R] [Q : V P L V M S [L Y L] - ] H S H E P V W V W\_ 9 H L Y P E Z ž S J H K P P L E Z V R O S K L Y T H Y X L Z [V Y L J P L V W\_  
T H L Y P E Z R V W R] L K I W T I ` T H S W L S J [M U B S I ` L T H S V U H U W M R N I H Z I ` Z I T P R N H Y X L Z R I ^ V P R N [V V Y  
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V W\_ T H L Y P E Z / O W Z R N [V Y L J P L ` V Y V M \ Y V W\_ T H L Y P E Z I ` L T H S ^ E S L S T R H L [Q J V Z] V M W R [R N H K T H E R N  
K A T L L Z H K ^ E S Y K J L [Q H Z A P] L K L U J P U T L L] - S F V M] ž Š V A J O A Z [V Y L J P L M \ Y V W\_ T H L Y P E Z I ` L T H S  
` V ^ E S Y L J P L H U L T H S U \_ ] ` L H ^ P O R E Z Y J [P U Z J U ] H R N H S R R [V [O Z L T H L Y P E Z H K H S R R [V [Q V W\_ ] V [R N Z P L ž  
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@ / V M] [P R M] L R] [Q - UAH S 9 LL] [R N E ` V ^ E S U L L K [Q J U] [X S U T I L Y S] [H L K W ` V Y V W\_ J H K W [Q R E Z Y J [P U Z  
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- k 2 > [Q LSJ]RUVVHSPU [WV]T RLLZH ZL [M]OR] [Q VW\_ Z]HL L U ]
- k 2 > [Q Y]P]H]RUV [Q H W W ] T L U ] V M , E H Z [Q /VT VU ZIRKLVUKL [VNZ]LYK HJVA]RENIT MVT]HS \HY# #& H K
- k 2 > [Q H W W ] H S V H U M I R K R N H K ] E W I H Z E V [Q J V T V M Z ] R U V W V Y U T L K L \_ L ] P L V W W L Z Z

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5VAYZOHZHL OSKI \ HI WRLYR]i ZVL] UH Lj \ VYI WRLYHL RIT TH ]VL \VYZOHLZ WJL]H]i Y A [R] T H]LV I R V K V U ] W ] R L ] V ] R N R Z X J ] R U Z @ . Y ] P ] H ] R U V W U R K L V U K L L ] V N Z ] L Y K V M S H J V A ] R N I T I Z H U L \_ H T V E V N H Y A [R] T H]LV S V A K V U ] W ] R L ] V ] R N R Z X J ] R U E \ V Y I W R L Y H L R I T T H L P [Q Y ] V L \ V Y Z O H Z W Y A [R] T H]LV W S H ] L \ V Y Z O H Z \ U ] V L K Z C O U H I W R L Y H L R I T ] V L Z ] P Z \ Z V T L V Z Z O H Z W H Y A [R] T H]LY ^ P O A [ V L ] P R N ] V ] R N R Z X J ] R U E [Q Z L Z O H Z H L J A U ] L K I [V O M M L Z ] H S O R N H X V K T [V J V K J ] I \ Z R L Z H [Q T L]RNHUK R]K L ] Y T R R N [Q U T I L Y V W O H Z ] V L K I M V Y H N R Z [Q Y A [R] T H]LV - I W R L Y H L R I T J H U M ] V L \ V Y Z O H Z W U M Y A [R] T H]LV Z J O H Z [Q L S J ] R U V M P U ] W Z H K [Q H K ] E W ] V L W L \_ L ] P L J V T V M Z ] R U Z S V A Y I W R L Y H L R I T C H Z U M ] V L ] P L K ] V ] R N R Z X J ] R U E V U H U M Y A [R] T H]LV [Q Z L Z O H Z ^ P S I L J U Z R L Y K I I W R L Y U M ] V L Z ] V [Q L \_ L ] L ] [CH] [Q I W R L Y H L R I T ZAI T P Z H W V\_ Z

/ ; C - > 1 - . ? @ : @ : ? - : O . > 7 1 > ; ; @ @ ? / ; A @ C N

- I ZL]RUE ^ P S I L [V]LKH HZ VZL] M V W W W Z V M L [LYT R R N H X V K T I \ ^ P S U M ] I L R U S K L K R ] V L [M]S Z - I ZL]RUE ^ P S O ] L [Q L W W ] [V H ] V L i H N R Z ] L H O M [Q W W W Z - S E V [Q Y [CH] M V [Q L S J ] R U V M P U ] W Z ^ O Y I \ H ZL]RUE ^ P S U M ] H W ] [Q V ] J V T L Z

. WRLYU]V]LZ HL JAU]K M V W W W Z V M L Z ] H S O R N H X V K T Z . W R L Y U M ] V ] L Z ^ P S O ] L U W L W ] [ W [Q V ] J V T L V [Q W W W Z - S M V [Q L S J ] R U V M P U ] W Z H K [Q H K ] E W ] V L V U [Q J V T V M Z ] R U V W V H T M V [Q /VT VU Z U H T L K L \_ L ] P L V W W L Z Z O Z V ] P U Y ] V ] R N I \ H I W R L Y ^ P S I L W M T P L K M V [Q W W W Z - S M V [Q Y ] P ] H ] R U V W U R K L V U K L L ] V N Z ] L Y K V M S H J V A ] R N I T E ^ C B O Z [Q V S Y A [R] L W W W Z - S

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51WT HPRU JVUHRUK WU WJWUJ[UK [VHU ^U ZPL YUWUUK R] [CZ <V\_ ?H]LT LU[ RZ UM[ R]WVWH]LK I`  
YUWUUL R] [CZ <V\_ ?H]LT LU[ WRJHU V[QYUWU[ WKVAT LU[ ^L N. ^P[O [Q ?/ŽCL VA [PLS \Z VY5]LZ[W  
>L\$[RUZ^U ZPL [VWU]RL WZLU]HPUZVWZZYSHZHKV[QYR]MT HPRU[CH] T H I L K L T L K T H L Y P S [V R] L Z W Ž  
- J W K R N S E ^ L U J V F N L R] L Z W Z H K V [Q Y R] L Y Z] L K R] [Q / V T W U [V Y] R ^ [Q R] M T H P R U [C H ^ L Z O H L H] Q [W Ž  
R] L Z W Ž W H S L Ů V T Ž S H K P M E V Y 5] L Z W > L \$ [ R U Z ^ U Z P L H S ^ Z R] L Y Z] L K W W U Z [V Z P U \ W [V H] [V T H] P S  
Y L P L L T H S Y Z ^ Q U ^ L W Z [ N B U P S R] M T H P R U Ž

ž;: @ ~ ~ " Ž 1-?A>1?

C L W S S K Z S Z J L Y H R U U I 3 - - < N E H U I P S T L H A Y T L U [ Z R I J S K R N > ] L U L E 1 J S K R N . I S H S . 1 \_ V M L Z E - K O Z I K  
1. S O - E - K O Z I K 1. S O - 9 H N R J W > ] L U L E - K O Z I K 1. S O - 9 H N R J W > ] L U L E 1 J S K R N . I S H S . 1 \_ V M L Z E - K O Z I K : L [ S J V T L E H K - K O Z I K O S [ L K 1 H U R N Z < L Y ? C H L E W - K O Z I K O S [ L K 1 < ? I L H Z L T H U H L T L U \ Z Z [ O Z L T L H A Y Z I M Y  
I \ Z R L Z Z V H U R N W M L Z E R I J S K R N [ V T H U N L V Y I \ Z R L Z Z H N R J R [ L Y H S V W Q ] L K Y A S Z V M M A H [ R U Z H K T L H A Y L  
V Y M M W T H U L Ž C L ] R ^ - K O Z I K 1. S O - E - K O Z I K 1. S O - 9 H N R J W > ] L U L E - K O Z I K 1. S O - 9 H N R J W > ] L U L E  
1 J S K R N . I S H S . 1 \_ V M L Z E - K O Z I K : L [ S J V T L E H K - K O Z I K O S [ L K 1 < ? H Z T L H A Y Z V M A Y J V L W M H R N V L Z H K L K



HZAJIP[LK ^PQKPLZ]P VZ WKLJVAARH[PUEHUK I\_P HT V]P[R]U W^V P[V]VWVWV [ EZA HUL JVZ HUK KU [ KZVAU]E R]L H]O J]H L U[ V]Q [H L]W [ ^Q V H W W W P [L J]S \S [L K \Z RN H U H Z A T L K L W [P]L [H V]L Z C L W V W L - K O Z [L K : L [ S]V T L [V L S T R H]L [Q F V] [ V]P L T Z E U [ V]H E ^L K V U [ J V Z R L Y R K O H]P L V W U V R N W A H]R N W W W T H U L K L [V [Q P R Q V]L \U A Z H S L [H W K R H Y E W U U V L A Y R N U H] V W I L H Z L [Q V Z A S N W T H U L]L [ V M H Z F I S Y U H]V Z C L ]R ^ U [ R]V T L L \_J S K R N [Q F V] [ V]Q V T L H A V T L L [ V]Q /V T V U Z K L W L K [H H Z L]Z H K S P I S P Z H Z H U F W]H [ R K O H]W W W W W T H U L J V Z [L [ ^P Q [Q T H U L Y R ^O B O T H U N T L L [ T L H A V Z H K M L J H Z [Q /V T V U Z W W W T H U L H K [Q ^H R ^O B O T H U N T L L [ E R]L [P]R L K [V W W W T Z

k i - K O Z [L K O S [L K 1 <? V W Z L U Z K S [L K 1 <? J]S \S [L K \Z RN - K O Z [L K : L [ S]V T L E H W W L K [V U [ R]V T L Z - K K P U S E - K O Z [L K O S [L K 1 <? K M Z U [ J U [L T V]L H U H O Z T L U Z [V U [ R]V T L H Z Y X P L K \U L Y [Q [ ^ V J S Z T L [Q K H Z K Z S Z L K R] [Q M]U [L Z [V [Q J V A A R H]L K N E H U P S Z]H L T L U Z Z

k i Z L /H O Z S ^j V W Z L U Z [Q U [ J H O N U L Y]L K N W T W A H]R N H]P P Z S Z [Q F V] [ V W W O Z L Z V M W W W E X R V L U E H K Z M T H L Z

S] H K P R U E ^L \Z [Q M S ^R N U U 3 - - < N E H U P S T L H A V Z H Z W W W T H U L T L [B Z M V A Y W W W T H U L H H L K V L Z]B [L K Z]V R \U P Z N H]L K R]N O]S` L H Y # # % E H K L Z Y P L K R]V A Y W W \_ Z]H L T L U [ \U L Y [Q Q H K R N E i /V T V A Z H]R U O E Z \Z R U H K - U S Z F /V T V A Z H]R U 1 S T L U Z F S U N @ V T 1 X P S] L U [P L Z Z Z H S E L H Y # # % - U A H S 3 Y U [Z + - K O Z [L K 1. S O - H K >L]L A L Z - K O Z [L K 1. S O - E Z H K U L K H V]E H K ^L K U L >L]L A L M V W W W Z L Z W A Y W W W T H U L H H L K V L Z]B [L K Z]V R \U P Z H Z M S ^ Z +

k i >L]L A L j V W Z L U Z H S J V A A R H]L K 3 - - < V]L A L E H K O Z [L K [V I P H J A U [ M T H]L P S H X E P R U Z W K P L Z]P V Z K A Y R N [Q [O L] L H Y W W W T H U L W A R K E \ [ T H I L H K O Z [L K I P H J A U [ M T]Q J T \S]P L F V] [ V A S - - < H U E W J V Z H J A U]R N Z]H K Y K Z H K N E H U P S L W]R N O U N Z, I P H J A U [ M T]Q F V] [ V W]L Y U T L U Z O A [K V ^ U Z K A Y R N [Q W W W T H U L W A R K, H K I P /V L \_J S K L [Q F V] [ V]U \U A Z H S R N X L U S W A Y R N E W Y L Z X] \Y R N L]L U Z H Z K L Z Y P L K R] [Q /V T V U Z H K P L K N E H U P S Z]H L T L U Z U [L Z [V N E H U P S Z]H L T L U Z W R T H U N T L U [Z K Z \Z R V Z]H L T L U Z 9 L T L U [H U K P K N E H U P L V J Z K

.LS^ ZHYJWJSP[RUVVVL]LXL1\_JS.KRN. ISH S. 1\_VUJZ- KQZLK 1. 50- E- KQZLK 1. 50- 9HNU>L]LXL  
- KQZLK 1. 50- 9HNU>L]LXL1\_JS.KRN. ISH S. 1\_VUJZ- KQZLK: L[ 5JVT L- KQZLK OIS. LK 1<?HK 2LL /HO  
2S^ [V[Q.T VZ[KPL]S JVT VWH S. NBUJIPST LFA V. J-8\S[ LKHUKWZLULKRHJWKHUL ^P03- - Z





