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### Director Compensation for Fiscal 2014

The following table summarizes all compensation for our non-employee directors for fiscal 2014. Non-employee directors of the Company do not receive any compensation for their service on the Company's Board, but they do receive compensation for service on the Board of Directors of Holdings.

Name	Fees Earned or Paid in Cash (\$)(3)	Stock Awards (\$)(4)	Option Awards (\$)(5)	Non-Equity Incentive Plan Compensation (\$)	Change in Pension Value and Non-Qualified Deferred Compensation Earnings (\$)	All Other Compensation (\$)	Total (\$)
Joe W. Forehand	318,333	125,000	1,076,000	—	—	20,806(6)	1,540,139
Henry R. Kravis	40,000	—	—	—	—	—	40,000
Heidi Miller(1)	56,250	125,000	1,045,500	—	—	—	1,226,750
James Nevels(2)	18,750	125,000	1,147,500	—	—	—	1,291,250
Scott C. Nuttall	40,000	—	—	—	—	—	40,000
Tagar C. Olson	40,000	—	—	—	—	—	40,000

- (1) Ms. Miller's annual retainer for 2014 was prorated based on her appointment to our Board and the Holdings Board of Directors on April 14, 2014.
- (2) Mr. Nevels' annual retainer for 2014 was prorated based on his appointment to our Board and the Holdings Board of Directors on November 12, 2014.
- (3) Messrs. Kravis, Nuttall, and Olson, and Ms. Miller elected to defer their annual cash retainer earned in 2014 and Mr. Forehand deferred \$75,000 of his annual cash retainer in 2014.
- (4) Amounts reported reflects the grant date fair value computed in accordance with Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) Topic 718 for the 9,886 restricted stock awards granted to each of Mr. Forehand, Ms. Miller and Mr. Nevels, respectively, on July 3, 2014, April 14, 2014 and November 12, 2014, respectively. The aggregate number of unvested restricted stock owned by our non-employee directors at December 31, 2014 was as follows: Mr. Forehand, 141,810 shares of unvested restricted stock; Ms. Miller, 9,886 shares of unvested restricted stock; and Mr. Nevels, 9,886 shares of unvested restricted stock.
- (5) Amounts reported reflect the grant date fair value computed in accordance with FASB ASC Topic 718 for the 158,182 options granted to each of Mr. Forehand, Ms. Miller and Mr. Nevels, respectively, on July 3, 2014, April 14, 2014 and November 12, 2014, respectively. For a discussion of the assumptions and methodologies used to calculate the amounts reported, please see the discussion of stock option awards contained in Note 11 to our audited consolidated financial statements included elsewhere in this prospectus. The aggregate holdings of stock options owned by our non-employee directors at December 31, 2014 was as follows: Mr. Forehand, 1,044,003 stock options; Ms. Miller, 158,182 stock options; and Mr. Nevels, 158,182 stock options.
- (6) Mr. Forehand also had \$20,806 in corporate aircraft usage. The calculation of incremental cost for personal use of the corporate aircraft includes the average hourly variable costs of operating the aircraft for the year attributed to Mr. Forehand's personal flight activity.

### Description of Director Compensation

This section contains a description of the material terms of our compensation arrangements for our non-employee directors prior to March 2015.

*KKR Directors.* Each non-employee director of Holdings associated with KKR, received an annual cash retainer of \$40,000 for their services on the Holdings Board.