

Table of Contents**Grants of Plan-Based Awards in 2014**

Name	Grant Date	All Other Stock Awards: Number of Shares of Stock or Units (#) (1)	All Other Option Awards: Number of Securities Underlying Options (#) (2)	Exercise or Base Price of Option Awards(\$/Sh)	Grant Date Fair Value of Stock and Option Awards (3)(\$)
Frank J. Bisignano	2/10/2014	355,910	—	—	4,500,000
	2/10/2014	—	237,273	12.65	1,629,000
Michael K. Neborak	7/14/2014	—	158,182	12.65	1,072,000
	8/11/2014	—	237,273	12.65	1,608,000
Ray E. Winborne	2/10/2014	51,903	—	—	656,252
	2/10/2014	—	34,602	12.65	237,563
Cynthia A. Armine-Klein	5/13/2014	237,273	—	—	3,000,000
	5/13/2014	—	158,182	12.65	1,003,000
Sanjiv Das	5/13/2014	158,182	—	—	2,000,000
	5/13/2014	—	316,364	12.65	2,006,000
Joseph J. Plumeri	2/10/2014	237,273	—	—	3,000,000
	5/13/2014	—	632,729	12.65	4,012,000

- (1) Grants reflected in this column are grants of restricted stock made under the 2007 Equity Plan. Grants made to Messrs. Bisignano, Plumeri and Winborne vest upon the later of January 1, 2017 and the expiration of any underwriter-imposed transfer restriction in connection with a Qualified Public Offering, subject to continued employment through the applicable vesting date. Grants made to Ms. Armine-Klein and Mr. Das vest upon the later of May 13, 2017 with respect to Mr. Das and May 31, 2016 with respect to Ms. Armine-Klein and the expiration of any underwriter-imposed transfer restriction in connection with a Qualified Public Offering, subject to continued employment through the applicable vesting date.
- (2) Grants reflected in this column are grants of stock options made under the 2007 Equity Plan. The exercise price was determined at the time of the grant by the Board, pursuant to its authority under the plan, to be \$12.65. The grants, dated February 10, 2014, to Messrs. Bisignano and Winborne vest in substantially equal annual installments, one-third per year, over a three year period from the grant date, subject to continued employment through the applicable vesting date and have a ten-year term. The grant, dated May 13, 2014, to Mr. Plumeri vests in equal substantially equal annual installments, one-third per year, over a three year period from the grant date, subject to continued employment through the applicable vesting date and have a ten-year term. The grants, dated May 13, 2014, to Ms. Armine-Klein and Mr. Das vest in equal annual installments, 20% per year, over a five year period from the grant date subject to continued employment through the applicable vesting date and have a ten-year term.
- (3) Grant date fair value for restricted stock and stock options is based on their valuation for financial reporting purposes at the time of grant. These grants are subject to all terms and conditions of the Management Stockholders Agreement.

Narrative Disclosure to Summary Compensation Table and Grants of Plan Based Awards**Summary of NEO Employment Agreements**

In general, the Company does not enter into employment agreements with employees, including the NEOs, except in the case of Mr. Bisignano. A description of this agreement is provided below. All current NEOs serve at the will of the Board.