SEC Form 4

FORM 4

Check this box if no longer subject

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

-	-
	APPROVAL
	AFFROVAL

11. Nature of Indirect Beneficial Ownership

(Instr. 4)

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235-0287
	Estimated average but	rden
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934	hours per response:	0.5
or Section 30(b) of the Investment Company Act of 1940	L	

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			Fil	ed pursuant to or Section	Sec 30(I	tion 16(a) h) of the l	of ti	he Securities E stment Compan	xchange	e Act of 3 1940	1934		liburs per	response:	0
1. Name and Address of Reporting Person* GENDELL JEFFREY L ET AL					Vame	e and Ticl	ker c	or Trading Syml		-		Relationship Check all app X Direc		erson(s) to Is X 10% Ov	
(Last) (First) (Middle) 1 SOUND SHORE DRIVE					3. Date of Earliest Transaction (Month/Day/Year) 06/24/2020							Office below	er (give title v)	Other (s below)	specify
(Street) GREENWICH CT 06830			- 4. If Amen	4. If Amendment, Date of Original Filed (Month/Day/Year)							ne) Form	or Joint/Group Filing (Check Applic n filed by One Reporting Person n filed by More than One Reporting son		on	
(City)	(St	ate)	(Zip)												
Tab 1. Title of Security (Instr. 3)		e I - Non-Deriv 2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr.		ed, Disposed of, or Ben 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. An Secu Bene Own	nount of irities eficially ed	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownershi (Instr. 4)		
						Code	v	Amount	(A) or (D)	Price	Repo Trans	wing orted saction(s) r. 3 and 4)	(Instr. 4)		
Common per share		value \$0.01	06/24/2020			J ⁽²⁾		492,103 ⁽²⁾	492,103 ⁽²⁾ D ⁽²⁾		11	,581,015	I	See Footnotes ⁽¹⁾⁽¹ (4)(5)(6)	
-		T	able II - Deriva										d		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year	(e.g., µ 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8) <i>A</i> Code (Instr. Code Code Code Code Code Code Code Code		. Number 6.		ptions, convertil		7. Title and Amount of Securities Underlying Derivative Security (In 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Na of Indi Benefi Owner (Instr.
												1		1	I
				Code V	(#	A) (D)	Dai Exc	te Exp ercisable Date	iration e	C N C	Amount or Number of Shares				
		f Reporting Perso FREY L ET		Code V	(#	4) (D)				C N C	or Number of				
GEND (Last)	ELL JEF	FREY L ET		Code V	(#	A) (D)				C N C	or Number of				
GEND (Last)	DELL JEF	FREY L ET	AL	Code V	(A	A) (D)				C N C	or Number of				
GEND (Last) 1 SOUN (Street)	ELL JEF	FREY L ET (First) DRIVE	(Middle)	Code V	(#	4) (D)				C N C	or Number of				
GEND (Last) 1 SOUN (Street) GREEN (City) 1. Name au	ELL JEF	FREY L ET (First) DRIVE CT	* <u>AL</u> (Middle) 06830 (Zip)	Code V	(4	A) (D)				C N C	or Number of				
GEND (Last) 1 SOUN (Street) GREEN (City) 1. Name au TONT (Last)	ELL JEF	FREY L ET (First) DRIVE CT (State) f Reporting Perso ITAL PART (First)	* <u>AL</u> (Middle) 06830 (Zip)	Code V	(#	A) (D)				C N C	or Number of				
GEND (Last) 1 SOUN (Street) GREEN (City) 1. Name au TONT (Last)	ELL JEF	FREY L ET (First) DRIVE CT (State) f Reporting Perso ITAL PART (First)	AL (Middle) 06830 (Zip) n* NERS L P	Code V	(#	A) (D)				C N C	or Number of				
GEND (Last) 1 SOUN (Street) GREEN (City) 1. Name at TONT (Last) 1 SOUN (Street)	ELL JEF	FREY L ET (First) DRIVE CT (State) f Reporting Perso ITAL PART (First) DRIVE	AL (Middle) 06830 (Zip) n* NERS L P (Middle)	Code V	(#	A) (D)				C N C	or Number of				
GEND (Last) 1 SOUN (Street) GREEN (City) 1. Name at TONT (Last) 1 SOUN (Street) GREEN (Street) GREEN (City)	ELL JEF	FREY L ET (First) DRIVE CT (State) f Reporting Perso ITAL PART (First) DRIVE CT (State) f Reporting Perso	AL (Middle) (06830 (Zip) n* NERS L P (Middle) (Middle) 06830 (Zip)		(/	A) (D)				C N C	or Number of				

GREENWICH	СТ	06830				
(City)	(State)	(Zip)				
1. Name and Address of <u>TONTINE MA</u>	of Reporting Person [*] NAGEMENT L	LC				
(Last) 1 SOUND SHORE	(First) C DRIVE	(Middle)				
(Street) GREENWICH	СТ	06830				
(City)	(State)	(Zip)				
1. Name and Address of TONTINE CAI	of Reporting Person [*] <u>PITAL OVERSE</u>	AS MASTER				
(Last) 1 SOUND SHORE	(First) C DRIVE	(Middle)				
(Street) GREENWICH	СТ	06830				
(City)	(State)	(Zip)				
1. Name and Address of <u>TONTINE ASS</u>	of Reporting Person [*]	<u>ES, L.L.C.</u>				
(Last) 1 SOUND SHORE	(First) C DRIVE	(Middle)				
(Street) GREENWICH	СТ	06830				
(City)	(State)	(Zip)				
1. Name and Address of <u>Tontine Associa</u>						
(Last) 1 SOUND SHORE	(First) DRIVE	(Middle)				
(Street) GREENWICH	СТ	06830				
(City)	(State)	(Zip)				
1. Name and Address of Reporting Person [*] Tontine Capital Overseas GP, LLC						
(Last) 1 SOUND SHORE	(First) C DRIVE	(Middle)				
(Street) GREENWICH	СТ	06830				
(City)	(State)	(Zip)				

Explanation of Responses:

1. This report is filed jointly by Tontine Capital Partners, L.P., a Delaware limited partnership ("TCP"), Tontine Capital Management, L.L.C., a Delaware limited liability company ("TCM"), Tontine Management, L.L.C., a Delaware limited liability company ("TCM"), Tontine Capital Overseas Master Fund II, L.P., a Cayman Islands limited partnership ("TCP 2"), Tontine Associates, L.L.C., a Delaware limited liability company ("TAM"), Tontine Capital Overseas Master Fund II, L.P., a Cayman Islands limited partnership ("TCP 2"), Tontine Associates, L.L.C., a Delaware limited liability company ("TAM"), Tontine Capital Overseas Master Fund II, L.P., a Cayman Islands limited partnership ("TCP"), and Delaware limited liability company ("TAM"), Tontine Capital Overseas Master Fund II, L.P., a Cayman Islands limited partnership ("TCP"), and Jeffrey L. Gendell ("Mr. Gendell"). Mr. Gendell is the managing member of: (a) TCM, the general partner of TCP; (b) TM; (c) TAA, the general partner of TCP 2; (d) TA; and (e) TCO.

2. On June 24, 2020, TCP 2 distributed 492,103 shares of Common Stock to certain of its investors that are not directly or indirectly controlled by Mr. Gendell in connection with the redemption of ownership interests in TCP 2 held by those investors.

3. TCP directly owns 5,642,723 shares of Common Stock, TCM directly owns 1,910,529 shares of Common Stock, TM directly owns 1,410,162 shares of Common Stock, TCP 2 directly owns 1,708,893 shares of Common Stock, TAA directly owns 96,891, TA directly owns 642,057 shares of Common Stock, TCO directly owns 47,284 shares of Common Stock, Mr. Gendell directly owns 65,329 shares of Common Stock and 9,029 phantom stock units, and Mr. Gendell's children own 48,118 shares of Common Stock.

4. All of the foregoing securities may be deemed to be beneficially owned by Mr. Gendell. The foregoing securities held by TCP may be deemed to be beneficially owned by TCM. The foregoing securities held by TCP 2 may be deemed to be beneficially owned by TAA.

5. Mr. Gendell disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by Mr. Gendell or representing Mr. Gendell's pro rata interest in, and interest in the profits of, TCM, TCP, TM, TCP 2, TAA, TA and TCO. TCM disclaims beneficial ownership

of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TCM or representing TCM's pro rata interest in, and interest in the profits of, TCP.

6. TAA disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TAA or representing TAA's pro rata interest in the profits of, TCP 2. TA disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TA. TM disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TA. TM disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TM. TO disclamis beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TCO.

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<u>Tontine Capital Partners, L.P.,</u> <u>By: its General Partner,</u> <u>Tontine Capital Management,</u> <u>L.L.C., By: its Managing</u> <u>Member, /s/ Jeffrey L. Gendell</u>	<u>06/26/2020</u>
Tontine Capital Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell	<u>06/26/2020</u>
<u>Tontine Management, L.L.C.,</u> <u>By: its Managing Member, /s/</u> <u>Jeffrey L. Gendell</u>	<u>06/26/2020</u>
Tontine Capital Overseas Master Fund II, L.P. By: its General Partner, Tontine Asset Associates, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell	<u>06/26/2020</u>
Tontine Asset Associates, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell	<u>06/26/2020</u>
Tontine Associates, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell	<u>06/26/2020</u>
Tontine Capital Overseas GP, L.L.C. By: its Managing Member,/s/ Jeffrey L. Gendell	<u>06/26/2020</u>
<u>/s/ Jeffrey L. Gendell</u> ** Signature of Reporting Person	<u>06/26/2020</u> Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.