FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* LEVIN CAPITAL STRATEGIES, L.P.								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Check (specify)							
(Last) (First) 595 MADISON AVENUE 17TH FLOOR	(Mid	dle)	3. Date of E 02/27/201		Fransa	ction (M	lonth/Day/Ye	ear)			Officer (give title X Other (specify below) Passive Investor				
(Street) NEW YORK NY	100	22	4. If Amend	lment, D	ate of	Origina	l Filed (Mon	th/Day/	Year)		6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting			rson	
(City) (State)	(Zip)										X Pers	on			
Та	ble I	- Non-Deriva	tive Secu	ırities	Acq	uired,	Dispose	ed of,	or B	eneficia	lly Owne	ed			
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deeme Execution if any (Month/Da	Date,	3. Trans Code 8)	action (Instr.	4. Securities Disposed O	Securities Acquired (A) or isposed Of (D) (Instr. 3, 4 and 5)		or 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported		Form: Direct (D) or Indirect (I) (Instr. 4)		Nature of direct eneficial wnership estr. 4)
					Code	v	Amount	(A) o (D)	Pric	ce	Transaction(s) (Instr. 3 and 4)				,
Common Stock ⁽¹⁾⁽²⁾		02/27/2018			P		5,000	A	\$6	.8673 ⁽¹⁰⁾	10,722	,778	I	A L C S	y: Managed ccounts of evin apital crategies, .P. ⁽³⁾⁽⁴⁾
Common Stock ⁽¹⁾⁽²⁾		02/28/2018			P		8,950	A	\$6	5.797 ⁽¹¹⁾	10,731	,728	I	A L C S	y: Managed ccounts of evin apital crategies, .P. ⁽³⁾⁽⁴⁾
Common Stock ⁽¹⁾⁽²⁾											1,275,	129	I	L	y: ransamerica arge Cap alue Fund ⁽⁵⁾
Common Stock ⁽¹⁾⁽²⁾											82,8	84	I	T M	y: Levin apital rilogy Iaster Fund, td. ⁽⁶⁾
Common Stock ⁽¹⁾⁽²⁾											56,83	20	I	A	y: Levcap lternative and, L.P. ⁽⁷⁾
Common Stock ⁽¹⁾⁽²⁾											19,8	18	I		y: Safinia artners, L.P.
Common Stock ⁽¹⁾⁽²⁾											5,00	00	I	of	y: Spouse John A. evin ⁽⁹⁾
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security	r) Ex		ransaction ode (Instr.	5. Numl of Derivati Securiti Acquire (A) or Dispose of (D) (Instr. 3 and 5)	ive (ies	xpiratio	Exercisable a on Date Day/Year)	9 U	. Title a mount ecuriti Inderly Perivati ecurity nd 4)	of es ing	8. Price of Derivative Security (Instr. 5) 8. Price of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)		ive ies sially ng ed ction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) 11. Nature of Indirect Beneficial Ownership (Instr. 4)	
		С	ode V	(A) ()ate Exercisa	Expira ble Date			Amount or Number of Shares					

(Last)	(First)	(Middle)	
595 MADISON		, ,	
17TH FLOOR			
(Street)			
NEW YORK	NY	10022	
(City)	(State)	(Zip)	
1. Name and Addres	s of Reporting Perso	on [*]	
<u>Levin Capital</u>	Strategies GF	<u>, LLC</u>	
(Last)	(First)	(Middle)	
595 MADISON	AVENUE		
17TH FLOOR			
(Street)			
NEW YORK	NY	10022	
(City)	(State)	(Zip)	
1. Name and Addres			
Levin Capital	Trilogy Mast	er Fund, Ltd.	
(Last)	(First)	(Middle)	
595 MADISON	AVENUE		
17TH FLOOR			
(Street)			
NEW YORK	NY	10022	
(City)	(State)	(Zip)	
1. Name and Addres	s of Reporting Perso	on [*]	
LCS, LLC			
(Last)	(First)	(Middle)	
595 MADISON	AVENUE		
17TH FLOOR			
(Street)			
NEW YORK	NY	10022	
(City)	(State)	(Zip)	
1. Name and Addres			
Levcap Alterr	native Fund, L	<u>.P.</u>	
(Last)	(First)	(Middle)	
595 MADISON	AVENUE		
17TH FLOOR			
(Street)			
NEW YORK	NY	10022	
(City)	(State)	(Zip)	
1. Name and Addres		on [*]	
LCS Event Pa	rtners, LLC		
(Last)	(First)	(Middle)	
595 MADISON		-	
17TH FLOOR			
(Street)			
NEW YORK	NIX	10022	

(City)	(State)	(Zip)
		(Διβ)
Safinia Partne	s of Reporting Person* rs, L.P.	
(Last)	(First)	(Middle)
595 MADISON A	AVENUE	
17TH FLOOR		
(Street)		
NEW YORK	NY	10022
(City)	(State)	(Zip)
1. Name and Address	s of Reporting Person*	
LCS L/S, LLC		
-		
(Last)	(First)	(Middle)
595 MADISON A	AVENUE	
17 IH FLOOK		
(Street)		
NEW YORK	NY	10022
(City)	(State)	(Zip)
1. Name and Address	s of Reporting Person*	
LEVIN JOHN	<u>A</u>	
(Last)	(First)	(Middle)
595 MADISON A	• •	(maaio)
17TH FLOOR		
(Street)		
NEW YORK	NY	10020
(City)	(State)	(Zip)

Explanation of Responses:

- 1. This Form 4 is filed jointly by Levin Capital Strategies, L.P. ("LCS"), Levin Capital Strategies GP, LLC ("LCS GP"), Levin Capital Trilogy Master Fund, Ltd. ("Trilogy"), LCS, LLC ("LCSL"), Levcap Alternative Fund, L.P. ("Levcap"), LCS Event Partners, LLC ("LCSEP"), Safinia Partners, L.P. ("Safinia"), LCS L/S, LLC ("LCSLS"), and John A. Levin (collectively, the "Reporting Persons"). The Reporting Persons are passive investors in the Issuer and are voluntarily filing this Form 4 as a result of acquiring over 20% of the Issuer's outstanding shares of Common Stock. The Reporting Persons have not acquired the shares with a purpose or effect of changing or influencing control of the Issuer.
- 2. Pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), this filing shall not be construed as an admission that the Reporting Persons are, for purposes of Section 16 of the Exchange Act or otherwise, the beneficial owners of any of the securities reported herein under Section 16 or otherwise. Each of the Reporting Persons specifically disclaims beneficial ownership of the securities reported herein that are not directly owned by such Reporting Person, except to the extent of their pecuniary interest therein.
- 3. Shares held in certain separately managed accounts (the "Managed Accounts"). LCS, as the investment manager to the Managed Accounts, may be deemed to beneficially own such shares. LCS does not have a reportable pecuniary interest under Section 16a-1(a)(2) of the Exchange Act in the shares held in the Managed Accounts, as LCS receives an asset-based management fee for serving as investment manager to the Managed Accounts, except that with respect to 127,460 shares held in the Managed Accounts, LCS receives a performance-based incentive fee. The performance-based incentive fee LCS receives also does not constitute a reportable pecuniary interest under Section 16a-1(a)(2) of the Exchange Act, as such fee is based on the performance of the overall account, over a period of one year or more, and the shares of the Issuer held in such accounts constitute no more than 10% of the market value thereof.
- 4. For the reasons set forth in footnote 3, none of LCS GP, Trilogy, LCSL, Levcap, LCSEP, Safinia, LCSLS and Mr. Levin have a reportable pecuniary interest in the shares held in the Managed Accounts.
- 5. Shares held by the separate managed account Transamerica Large Cap Value Fund ("Transamerica"). LCS, as the sub-investment advisor to Transamerica, may be deemed to share voting and dispositive power over the shares held by Transamerica. LCS receives an asset-based management fee for serving as sub-investment advisor to Transamerica. Accordingly, LCS does not have a reportable pecuniary interest in the shares held by Transamerica. In addition, none of LCS GP, Trilogy, LCSL, Levcap, LCSEP, Safinia, LCSLS and Mr. Levin have a reportable pecuniary interest in the shares held by Transamerica.
- 6. Shares owned directly by Trilogy. LCSL, as the general partner of the domestic feeder fund which owns a controlling interest in Trilogy, may be deemed to share voting and dispositive power over the shares owned directly by Trilogy. LCS, as the investment advisor of Trilogy, may be deemed to share voting and dispositive power over the shares owned directly by Trilogy. Mr. Levin, as the Chief Executive Officer of LCS, may be deemed to share voting and dispositive power over the shares owned directly by Trilogy.
- 7. Shares owned directly by Levcap. LCSEP, as the general partner of Levcap, may be deemed to share voting and dispositive power over the shares owned directly by Levcap. LCS, as the investment advisor of Levcap, may be deemed to share voting and dispositive power over the shares owned directly by Levcap. Mr. Levin, as the Chief Executive Officer of LCS, may be deemed to share voting and dispositive power over the shares owned directly by Levcap.
- 8. Shares owned directly by Safinia. LCSLS, as the general partner of Safinia, may be deemed to share voting and dispositive power over the shares owned directly by Safinia. LCS, as the investment advisor of Safinia, may be deemed to share voting and dispositive power over the shares owned directly by Safinia. Mr. Levin, as the Chief Executive Officer of LCS, may be deemed to share voting and dispositive power over the shares owned directly by Safinia.
- 9. Shares owned directly by the spouse of Mr. Levin. Mr. Levin has investment discretion over such shares.
- 10. The price reported is a weighted average price. The reported shares were purchased in multiple transactions at prices ranging from \$6.845 to \$6.91. The Reporting Persons undertake to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote 10.
- 11. The price reported is a weighted average price. The reported shares were purchased in multiple transactions at prices ranging from \$6.775 to \$6.82. The Reporting Persons undertake to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote 11.

Levin Capital Strategies, L.P.;
By: /s/ John A. Levin, Chief
Executive Officer
Levin Capital Strategies GP,
LLC; By: John A. Levin 2005
GRAT Separation Trust; By: /s/
Elisabeth Levin, Trustee
Levin Capital Trilogy Master
03/01/2018

Fund, Ltd.; By: LCS, LLC; By: /s/ John A. Levin, Managing Member

LCS, LLC; By: /s/ John A. 03/01/2018 Levin, Managing Member

Levcap Alternative Fund, L.P.;

By: LCS Event Partners, LLC; 03/01/2018 By: /s/ John A. Levin,

Managing Member

LCS Event Partners, LLC; By:

/s/ John A. Levin, Managing 03/01/2018

Member

Safinia Partners, L.P.; By: LCS

L/S, LLC; By: /s/ John A. 03/01/2018

Levin, Managing Member

LCS L/S, LLC; By: /s/ John A.

03/01/2018

Levin, Managing Member

03/01/2018 /s/ John A. Levin

** Signature of Reporting Person Date

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

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.

^{*} 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).