FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

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

LEVIN CAPITAL STRATEGIES, L.P.

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

		Reporting Person* L STRATEG	ES, L.P.		ssuer Nam LUIDIG									i. Relationshi Check all app Direc	licable	e)	X 10	% Owner
(Last) 595 MAI 17TH FL	(Fi DISON AVI OOR	,	1iddle)		Date of Ear /23/2018	liest Tr	ransac	ction (N	Nonth	/Day/Yea	ar)			belov	v) `	issive In	^ be	her (specify llow)
(Street) NEW YO			0022	4. I	f Amendme	ent, Da	ite of (Origina	l File	d (Month	/Day/Y	ear)		ine) Form	n filed l	oy One Re	porting	ck Applicable Person Reporting
(City)	(51		ip) 	ative	e Securi	ties A	Acai	iired.	. Dis	sposed	d of. o	or Be	nefici	ally Owne				
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Yea	2A Ex r) if a	2A. Deemed Execution Date,		3. Transaction Code (Instr.		4. Securities Acqui Disposed Of (D) (In		Acquire	uired (A) or		5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
						ď	Code	v	Amo	unt	(A) or (D)	Price	•	Transaction (Instr. 3 and				
Common	Stock ⁽¹⁾⁽²⁾		03/23/2018				P		7,	720	A	\$5.9)71 ⁽¹⁰⁾	11,030,9)31	I	L S	by: Managed accounts of evin Capital trategies, L.P.
Common	Stock ⁽¹⁾⁽²⁾		03/26/2018				P		13	,300	A	\$5.7	742(11)	11,044,2	231	I	L S	ey: Managed accounts of evin Capital trategies, L.P.
Common	Stock ⁽¹⁾⁽²⁾													89,363	3	I	E D N	y: Bi- Directional Disequilibrium Master Fund, td. ⁽⁶⁾
Common	Stock ⁽¹⁾⁽²⁾													1,275,1	29	I	T L	y: ransamerica arge Cap 'alue Fund ⁽⁵⁾
Common	Stock ⁽¹⁾⁽²⁾													56,820)	I	A	y: Levcap lternative und, L.P. ⁽⁷⁾
Common	Stock ⁽¹⁾⁽²⁾													19,818	3	I		y: Safinia artners, L.P.
Common	Stock ⁽¹⁾⁽²⁾													5,000		I	J	y: Spouse of ohn A. evin ⁽⁹⁾
		Tal	ole II - Derivat (e.g., pı		Securitie calls, wa													
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4.	action of (Instr. De Action (Instr. De Cartion (Instr. De Cartion (Instruction (Ins	Numbe	er 6. E (Nes		Exerci	sable an	d 7. Ai Se Ui De Se	Title ar mount o curities nderlyir	nd of s	8. Price of Derivative Security (Instr. 5)	deriva Secur Benef Owne Follow Repor	ities icially d ving rted action(s)	10. Owners Form: Direct (I or Indire (I) (Instr	Beneficial Ownership ect (Instr. 4)
				Code	V (A	.) (D)		ate xercisa	ıble	Expiration Date	on Ti	0 N 0	lumber					
1. Name an	d Address of	Reporting Person*			7													

(Last)	(First)	(Middle)
595 MADISON	AVENUE	
17TH FLOOR		
(Street)		
NEW YORK	NY	10022
(City)	(State)	(Zip)
	ss of Reporting Person 1 Strategies GF	
(Last)	(First)	(Middle)
595 MADISON 17TH FLOOR	AVENUE	
(Street)	NIX	10000
NEW YORK	IN Y	10022
(City)	(State)	(Zip)
	ss of Reporting Pers	
BI-DIrection	aı Disequilibrii	ım Master Fund, Ltd.
(Last)	(First)	(Middle)
595 MADISON	AVENUE	
17TH FLOOR		
(Street)		
NEW YORK	NY	10022
(City)	(State)	(Zip)
1. Name and Addre	ss of Reporting Pers	on [*]
LCS, LLC	o oporang r cro	
(Last)	(First)	(Middle)
595 MADISON	AVENUE	
17TH FLOOR		
(Street)		
NEW YORK	NY	10022
(City)	(State)	(Zip)
	ss of Reporting Pers	
Levcap Alter	<u>native Fund, L</u>	<u>.P.</u>
(Last)	(First)	(Middle)
595 MADISON		·/
17TH FLOOR		
(Street)		
NEW YORK	NY	10022
(City)	(State)	(Zip)
Name and Addre	ss of Reporting Pers	on [*]
LCS Event P		
(Last)	(First)	(Middle)
595 MADISON	AVENUE	
17TH FLOOR		
(Street)		
NEW YORK	NY	10022
(City)	(State)	(Zip)

1. Name and Address Safinia Partne	es of Reporting Person*	
(Last)	(First)	(Middle)
595 MADISON	AVENUE	
17TH FLOOR		
(Street)		
NEW YORK	NY	10022
(City)	(State)	(Zip)
1. Name and Addres	ss of Reporting Person*	
(Last)	(First)	(Middle)
595 MADISON	AVENUE	
17TH FLOOR		
(Street) NEW YORK	NY	10022
(City)	(State)	(Zip)
1. Name and Addres	ss of Reporting Person*	
(Last)	(First)	(Middle)
595 MADISON	AVENUE	
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"), Bi-Directional Disequilibrium Master Fund, Ltd. ("BDD")(formerly known as Levin Capital Trilogy Master Fund, Ltd.), 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, BDD, 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, BDD, LCSL, Levcap, LCSEP, Safinia, LCSLS and Mr. Levin have a reportable pecuniary interest in the shares held by Transamerica.
- 6. Shares owned directly by BDD. LCSL, as the general partner of the domestic feeder fund which owns a controlling interest in BDD, may be deemed to share voting and dispositive power over the shares owned directly by BDD. LCS, as the investment advisor of BDD, may be deemed to share voting and dispositive power over the shares owned directly by BDD. Mr. Levin, as the Chief Executive Officer of LCS, may be deemed to share voting and dispositive power over the shares owned directly by BDD.
- 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 \$5.87 to \$6.00. 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 \$5.70 to \$5.845. 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.

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

LCS, LLC; By: /s/ John A. 03/27/2018 Levin, Managing Member

Levcap Alternative Fund, L.P.;

By: LCS Event Partners, LLC; 03/27/2018

By: /s/ John A. Levin, Managing Member

LCS Event Partners, LLC; By:

/s/ John A. Levin, Managing 03/27/2018

Member

Safinia Partners, L.P.; By: LCS

03/27/2018 L/S, LLC; By: /s/ John A.

Levin, Managing Member

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

03/27/2018

Levin, Managing Member

/s/ John A. Levin

03/27/2018

** Signature of Reporting Person

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.