FORM 4

Spruce House Capital LLC

435 HUDSON STREET

(First)

(Last)

(Middle)

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to	STATEMENT

## OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** OMB Number: 3235-0287 ed average burden er response: 0.5

> > 7. Nature of Indirect Beneficial Ownership (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

U obligat	n 16. Form 4 or ions may contil tion 1(b).			File							ities Exchar			34			ll ll	per response:	ourden 0
	nd Address of erg Zacha	Reporting Person*	,		2. 1	ssuer		and Tic	ker or	Trading	Symbol	01 1940	,				olicable)	ng Person(s) t	to Issuer
(Last)	,	irst) (SE CAPITAL L	(Middle)			Date 0		st Tran	saction	ı (Month	n/Day/Year)					Offic below	er (give title w)		ner (specify ow)
435 HUI	OSON STR	EET, 8TH FLOO	OR		4 1	f Ame	endment	Date	of Origi	inal File	d (Month/D	av/Year	)	6.1	Indiv	idual o	or Joint/Group	o Filing (Ched	k Annlicable
(Street)	ORK N	Y	10014		-			, Date	o. og.		a (oa., 2		,	Lin		Forn	n filed by On	e Reporting F re than One F	erson
(City)	(S	tate)	(Zip)																
		Tab	le I - No	n-Deri\	ative	e Se	curitie	es Ac	quire	ed, Dis	sposed (	of, or	Ben	eficia	lly	Own	ed		
1. Title of S	Security (Ins	tr. 3)		2. Transa Date (Month/E		ar) E	A. Deem xecution any Month/D	n Date,	Cod	nsaction le (Instr.					5)	Secur Benef Owne	icially d Following	6. Ownershi Form: Direc (D) or Indire (I) (Instr. 4)	of Indire ct Benefici Ownersl
									Cod	le V	Amount	(A) (D)	or	Price			action(s) 3 and 4)		(Instr. 4)
Ordinary	Shares			12/09	/2019	)			P		1		A	\$125.	16	2,3	358,904	D <sup>(1)</sup>	
		Ta	able II -								osed of, convertil				Ov	vned			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deer Executic if any (Month/I		4. Transa Code 8)		of Deriv Secu Acqu (A) o Disp of (D	osed ) r. 3, 4	Expira	te Exerc ation Da th/Day/Y		7. Title Amou Secur Under Deriva Secur and 4	int of rities rlying ative rity (In				9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownersh Form: Direct (D or Indire (I) (Instr.	Benefici Ownersl ct (Instr. 4)
					Code	v	(A)	(D)	Date Exerc	cisable	Expiration Date	Title	or	ount mber ares					
ı	nd Address of erg Zacha	Reporting Person*	·																
		(First) SE CAPITAL L EET, 8TH FLOO	LC	idle)															
(Street) NEW Y	ORK	NY	100	)14															
(City)		(State)	(Zip	)															
ı		Reporting Person*		<u>LP</u>															
		(First) SE CAPITAL L EET, 8TH FLOO	LC	idle)															
(Street) NEW YO	ORK	NY	100	)14															
(City)		(State)	(Zip	)															
1. Name ar	nd Address of	Reporting Person*																	

(Last) 435 HUDSON S 8TH FLOOR (Street) NEW YORK	(First) TREET NY	(Middle)
(Last) 435 HUDSON S	, ,	(Middle)
(Last) 435 HUDSON S	, ,	(Middle)
(Last)	, ,	(Middle)
	ss of Reporting Perso USE INVEST ENT LLC	
(City)	(State)	(Zip)
(Street) NEW YORK	NY	10014
435 HUDSON S	TREET, 8TH FL	OOR
SPRUCE HOUS	E INVESTMENT	Γ MANAGEMENT LLC
(Last)	(First)	(Middle)
1. Name and Addres <u>Stein Benjam</u>	ss of Reporting Perso in Forester	on*
(City)	(State)	(Zip)
,	NY	10014
(Street) NEW YORK		

## **Explanation of Responses:**

1. The reported securities are held in the account of The Spruce House Partnership LP (the "Fund"), a private investment fund managed by Spruce House Investment Management LLC (the "Investment Manager"), and may be deemed to be beneficially owned by the Investment Manager, the general partner of the Fund, Spruce House Capital LLC (the "General Partner"), and by Zachary Stemberg and Benjamin Stein, managing members of the Investment Manager and the General Partner (the "Managing Members"). Each of the Investment Manager, the General Partner and the Managing Members disclaim beneficial ownership of the reported securities held by the Fund, except to the extent of his or its pecuniary interest therein. The Fund, Investment Manager, the General Partner and the Managing Members (collectively, the "Reporting Persons") affirmatively disclaim being a "group" for purposes of Section 16 of the Securities Exchange Act of 1934, as amended.

The Spruce House Partnership LP By: /s/ Thomas Walker, 12/11/2019 **Authorized Person** Spruce House Capital LLC By: /s/ Thomas Walker, Authorized 12/11/2019 Person Zachary Sternberg By: /s/ Thomas Walker, (Attorney-in 12/11/2019 Benjamin Stein By: /s/ Thomas 12/11/2019 Walker, (Attorney-in fact) **Spruce House Investment** Management LLC By: /s/ 12/11/2019 Thomas Walker, Authorized \*\* 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.