FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Observation beautifus described to
Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
1 1 1 405

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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hours per response: 0.5

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

1. Name and Address of Reporting Person*  VASSALLUZZO SCOTT J					2. IS CI									Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director				
(Last) 2200 BU SUITE 3	(Fi TTS ROAD 20		3. Date of Earliest Transaction (Month/Day/Year) 11/05/2019								Officer (give title X Other (specify below)  Member of Section 13(d) Group							
(Street) BOCA RATON FL 33431						4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line)     Form filed by One Reporting Person     Y     Form filed by More than One Reporting Person				
(City)	(St		Zip)	lon-Deriv	,ative	Secu	ritios A	· auire		oisposed o	f or B	enefici	ally Own	ad				
1. Title of S	Security (Inst		C1-1	2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date,		3. Transaction Code (Instr. 8)		4. Securities	Acquired (A) or (D) (Instr. 3, 4 and		5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount	(A) or (D)	Price	Transactio	on(s) nd 4)			Instr. 4)	
Ordinary	Shares			11/05/2	019			S		490,000	D	\$135	2,838	,768	I		By Prescott Associates L.P. <sup>(1)</sup>	
Ordinary	Shares			11/05/2	019			S		260,000	D	\$135	936,8	321	I	[ ]	By Idoya Partners L.P.	
Ordinary	Shares												130,9	903	I	[ ] ]	By Prescott nternational Partners L.P.	
Ordinary	Shares												138,5	566	I	[ ] [ ]	By Prescott nvestors Profit Sharing Trust <sup>(4)</sup>	
Ordinary	Shares												1,536	,679	I	[ ] [ ]	By Ridgeview Smith nvestments LLC <sup>(5)</sup>	
Ordinary	Shares												57,9	00	I		By Thomas  N. Smith  Family  Accounts (6)	
Ordinary	Shares												15,0	00	I	ין	By Thomas  N. Smith  Foundation (7)	
Ordinary	Shares												68,8	49	D	(8)		
Ordinary Shares												2,174		I ]		By Scott J. Vassalluzzo Family Accounts <sup>(9)</sup>		
		Та	ıble II							posed of, convertib								
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	(e.c.  3. Transaction Date Exercise (Month/Day/Year) (ivative)  (k)  3A. Deemed Execution Date (ivative) (ivative)  (ivative)		ition Date, Trans		action (Instr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Expiration I (Month/Day			7. Title and Amount of Securities Underlying Derivative Security (Instr. : and 4)		8. Price of Derivative Security (Instr. 5)	derivati Securiti Benefic Owned Followii Reporte	curities eneficially vned ellowing eported ansaction(s)		Beneficial Ownership t (Instr. 4)	

		Та	ble II - Deriva (e.g., p	ecu alls	rities , war	Acqu rants	ired, Disp	osed of, convertib	or Be	néficiali or waities)	y Owned	
1. Title of	2.	3. Transaction	3A. Deemed	<b>€</b> ode V		5A)N	um <b>(150e)</b> r	Date ExPatisEbler	Expiration is Datable and	7itliëtle aSolodares		8. Price of
Security architecture (instring architecture)  VASSA Perivative (instring architecture)		(Month/Day/Year) Reporting Person  SCOTT J	Execution Date, if any (Month/Day/Year)	Code (Inst		r. Derivative Securities Acquired (A) or Disposed		Expiration Date (Month/Day/Year)		Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)
(Last) 2200 BUT	ΓΤS ROAD	(First)	(Middle)			of (E	)) r. 3, 4					
SUITE 32		ĺ					1			1	1.	
(Street)	ATON	FL	33431	Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
(City)		(State)	(Zip)		_							
	d Address of THOMA	Reporting Person*										
(Last) 2200 BUT SUITE 32	ΓΤS ROAD	(First)	(Middle)									
(Street)	ATON	FL	33431		_							
(City)		(State)	(Zip)		_							
		Reporting Person* Partners LLC	<u> 2</u>									
(Last) 2200 BUT SUITE 32	ΓΤS ROAL	(First)	(Middle)									
(Street)	ATON	FL	33431		_							
(City)		(State)	(Zip)		_							

## **Explanation of Responses:**

- 1. These shares are owned directly by Prescott Associates L.P. ("Prescott Associates"), a private investment limited partnership, and are beneficially owned indirectly by Prescott General Partners LLC ("PGP"), a Delaware limited liability company, as general partner of Prescott Associates. Messrs. Thomas W. Smith and Scott J. Vassalluzzo are each a managing member of PGP. PGP disclaims beneficial ownership of these shares in excess of its pecuniary interest under Rule 16a-1(a)(2)(ii)(B). The address for Prescott Associates is 2200 Butts Road, Suite 320, Boca Raton, FL 33431.
- 2. These shares are owned directly by Idoya Partners L.P. ("Idoya"), a private investment limited partnership, and are beneficially owned indirectly by PGP as general partner of PIP. PGP disclaims beneficial ownership of these shares in excess of its pecuniary interest under Rule 16a-1(a)(2)(ii)(B). The address for Idoya is 2200 Butts Road, Suite 320, Boca Raton, FL 33431.
- 3. These shares are owned directly by Prescott International Partners L.P. ("PIP"), a private investment limited partnership, and are beneficially owned indirectly by PGP as general partner of PIP. PGP disclaims beneficial ownership of these shares in excess of its pecuniary interest under Rule 16a-1(a)(2)(ii)(B). The address for PIP is 2200 Butts Road, Suite 320, Boca Raton, FL 33431.
- 4. These shares are owned directly by the Prescott Investors Profit Sharing Trust (the "Trust"), for which each of Messrs. Smith and Vassalluzzo serve as a trustee. The inclusion of these shares in this report shall not be deemed an admission of beneficial ownership for purposes of Section 16 or any other purpose and each of Messrs. Smith and Vassalluzzo disclaims beneficial ownership of these shares in excess of his pecuniary interest under Rule 16a-8(b)(2)(ii). The address of the Trust is 2200 Butts Road, Suite 320, Boca Raton, FL 33431.
- 5. These shares are owned directly by Ridgeview Smith Investments LLC ("Ridgeview"), a limited liability company established by Mr. Smith, and are beneficially owned indirectly by Mr. Smith as trustee of a revocable trust he established for the benefit of his family and which is the sole member of Ridgeview. Mr. Smith disclaims beneficial ownership of these shares in excess of his pecuniary interest under Rule 16a-8(b)(2)(ii). The address of Ridgeview is 2200 Butts Road, Suite 320, Boca Raton, FL 33431.
- 6. These shares are owned directly by investment accounts established for the benefit of certain family members of Thomas W. Smith. The inclusion of these shares in this report shall not be deemed an admission of beneficial ownership for purposes of Section 16 or any other purpose and Mr. Smith disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.
- 7. These shares are owned directly by the Thomas W. Smith Foundation (the "Foundation") and are beneficially owned indirectly by Mr. Smith as trustee of the Foundation. Mr. Smith disclaims beneficial ownership of these shares in excess of his pecuniary interest under 16a-8(b)(2)(ii). The address for the Foundation is 2200 Butts Road, Suite 320, Boca Raton, FL 33431.
- 8. These shares are owned directly by Scott J. Vassalluzzo and include 1,349 shares received upon the vesting of restricted share units granted under the Issuer's 2011 Equity Incentive Plan.
- 9. These shares are owned directly by investment accounts established for the benefit of certain family members of Scott J. Vassalluzzo. The inclusion of these shares in this report shall not be deemed an admission of beneficial ownership for purposes of Section 16 or any other purpose and Mr. Vassalluzzo disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

The filing of this report shall not be deemed to be an admission that the Reporting Persons comprise a "group" within the meaning of Section 13(d)(3) of the Securities Exchange Act of 1934, as amended. The Reporting Persons each disclaim beneficial ownership of the shares included in this report except to the extent of their pecuniary interest in such shares.

> /s/ Scott J. Vassalluzzo 11/07/2019 /s/ Thomas W. Smith 11/07/2019

/s/ Scott J. Vassalluzzo,

9. Number of

Securities

Following

Reported Transaction(s) (Instr. 4)

Owned

Beneficially

10.

Form:

Direct (D) or Indirect (I) (Instr. 4) 11. Nature

Beneficial

Ownership

(Instr. 4)

11/07/2019 Managing Member, Prescott

**General Partners LLC** 

\*\* Signature of Reporting Person 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.