Series C Convertible Preferred Stock

(7)

10/17/2017

C

222,089

(7)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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STATEMENT	OF CHANGES	S IN BENEFICIAL	OWNERSHIP

CMAD	APPROVAL
UIVID	APPROVAL

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

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By Avista

Capital investment fund⁽⁶⁾

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Name and Address of Reporting Person* Avista Capital Partners II GP, LLC								e and Ticl			Symbol		S. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director							
	STA CAPIT	irst) TAL PARTNERS EET, 18TH FLO					e of Ear /2017	liest Trans	saction (Month	/Day/Year)		Officer (give title Other (specify below) below)							
(Street) NEW YC	ORK N	Y	10022		4	4. If Amendment, Date of Original Filed (Month/Day/Year)							Line)	6. Individual or Joint/Group Filing (Check Applicabl Line) Form filed by One Reporting Person X Form filed by More than One Reporting F						
(City)	(S	tate)	(Zip)																	
		Т	able I - N	lon-D	erivat	tive S	Secur	rities Ad	quire	d, Di	isposed o	of, or E	Benef	icially	Owned					
1. Title of S	ecurity (Inst	r. 3)		Date	saction n/Day/Ye	ear) i	f any	med on Date, Day/Year)	3. Transa Code (8)		4. Securities Disposed O	f (D) (Ins	tr. 3, 4 a		5. Amount of Securities Beneficially Owned Foll Reported	/ lowing	6. Own Form: I (D) or II (I) (Inst	Direct I ndirect I r. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code	v	Amount	(A (C	() or ()	Price	Transaction (Instr. 3 and	n(s) i 4)				
Common	Stock			10/1	17/201	7			A		887,72	1	A	\$16	988,2	92	:	I i	By Avista Capital investment fund ⁽⁴⁾	
Common	Stock			10/1	17/201	.7			A		291,51	6	A	\$16	4,290,651			I i	By Avista Capital investment fund ⁽⁵⁾	
Common	Stock			10/1	17/201	.7			A		70,763	3	A	\$16	1,041,	511		I i	By Avista Capital investment fund ⁽⁶⁾	
Common	Stock			10/1	17/201	.7			С		12,077,56	53 ⁽¹⁾	A	(7)	13,065,855 I		I i	By Avista Capital investment fund ⁽⁴⁾		
Common	Stock			10/1	17/201	.7			С		3,966,10	7 ⁽²⁾	A	(7)	4,290,651			I i	By Avista Capital investment fund ⁽⁵⁾	
Common	Stock		10/17/2		17/201	017		С		962,735	2,735 ⁽³⁾ A		(7)	1,041,511			I i	By Avista Capital investment fund ⁽⁶⁾		
			Table I								posed of converti				wned		-			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemo Execution if any (Month/Da	ed Date,	4. Transa Code (8)	action	5. Nu Deriv Secu Acqu or Di	umber of vative urities uired (A) isposed of lnstr. 3, 4		e Exerc	cisable and ate	7. Title Securit Derivat	and An	nount of lerlying curity	th of privative securities securities seneficially owned Following Reported Transaction(s) (Instr. 4)		10. Ownershi Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exerci	isable	Expiration Date	Title	Nu	nount or mber of ares						
Series C Convertible Preferred Stock	(7)	10/17/2017			С			2,786,097	(7	7)	(7)	Commo Stock		045,969	\$0.00		0	I	By Avista Capital investment fund ⁽⁴⁾	
Series C Convertible Preferred Stock	(7)	10/17/2017			С			914,916	(7	7)	(7)	Commo Stock		542,185	\$0.00		0	I	By Avista Capital investment fund ⁽⁵⁾	

Common Stock

641,370

\$0.00

0

(7)

	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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		Deri	lumber of ivative surities juired (A) Disposed of (Instr. 3, 4	Expiration Da	xpiration Date //onth/Day/Year)		Expiration Date (Month/Day/Year)		Expiration Date Se (Month/Day/Year) De		ation Date th/Day/Year)		xpiration Date Nonth/Day/Year)		Expiration Date S (Month/Day/Year) D		Expiration Date S (Month/Day/Year)		Expiration Date S (Month/Day/Year)		Expiration Date S (Month/Day/Year) D		Expiration Date S (Month/Day/Year) D		Expiration Date (Month/Day/Year) D		Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Securities Underlying Derivative Security		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)								
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)																																		
Series C-1 Convertible Preferred Stock	(7)	10/17/2017		С			824,986	(7)	(7)	Common Stock	2,382,477	\$0.00	0	I	By Avista Capital investment fund ⁽⁴⁾																																
Series C-1 Convertible Preferred Stock	(7)	10/17/2017		С			270,915	(7)	(7)	Common Stock	782,375	\$0.00	0	I	By Avista Capital investment fund ⁽⁵⁾																																
Series C-1 Convertible Preferred Stock	(7)	10/17/2017		С			65,761	(7)	(7)	Common Stock	189,911	\$0.00	0	I	By Avista Capital investment fund ⁽⁶⁾																																
Series C-2 Convertible Preferred Stock	(7)	10/17/2017		С			354,855	(7)	(7)	Common Stock	1,024,785	\$0.00	0	I	By Avista Capital investment fund ⁽⁴⁾																																
Series C-2 Convertible Preferred Stock	(7)	10/17/2017		С			116,529	(7)	(7)	Common Stock	336,524	\$0.00	0	I	By Avista Capital investment fund ⁽⁵⁾																																
Series C-2 Convertible Preferred Stock	(7)	10/17/2017		С			28,286	(7)	(7)	Common Stock	81,687	\$0.00	0	I	By Avista Capital investment fund ⁽⁶⁾																																
Series D Convertible Preferred Stock	(7)	10/17/2017		С			216,189	(7)	(7)	Common Stock	624,332	\$0.00	0	I	By Avista Capital investment fund ⁽⁴⁾																																
Series D Convertible Preferred Stock	(7)	10/17/2017		С			216,189	(7)	(7)	Common Stock	205,023	\$0.00	0	I	By Avista Capital investment fund ⁽⁵⁾																																
Series D Convertible Preferred Stock	(7)	10/17/2017		С			17,233	(7)	(7)	Common Stock	49,767	\$0.00	0	I	By Avista Capital investment fund ⁽⁶⁾																																

1. Name and Address of Reporting Person^{\star} Avista Capital Partners II GP, LLC (Last) (First) (Middle) C/O AVISTA CAPITAL PARTNERS 65 EAST 55TH STREET, 18TH FLOOR (Street) 10022 **NEW YORK** NY (City) (State) (Zip) 1. Name and Address of Reporting Person^{\star} Avista Capital Partners II, L.P. (First) (Middle) C/O AVISTA CAPITAL PARTNERS 65 EAST 55TH STREET, 18TH FLOOR (Street) NEW YORK NY 10022 (City) (State) (Zip) 1. Name and Address of Reporting Person^* Avista Capital Partners (Offshore) II, L.P.

(First)

NY

C/O AVISTA CAPITAL PARTNERS 65 EAST 55TH STREET, 18TH FLOOR

(Middle)

10022

(Last)

(Street)

NEW YORK

(City)	(State)	(Zip)					
1. Name and Address of Avista Capital F	of Reporting Person* Partners (Offshore)	<u>) II-A, LP</u>					
(Last) (First) (Middle) C/O AVISTA CAPITAL PARTNERS							
65 EAST 55TH ST	REET, 18TH FLOOR						
(Street)							
NEW YORK	NY	10022					
(City)	(State)	(Zip)					

Explanation of Responses:

- 1. Represents shares of the Issuer received by Avista Capital Partners II, L.P. ("ACP II") upon the conversion of Series C Convertible Preferred Stock, Series C-1 Convertible Preferred Stock and Series D Convertible Preferred Stock upon the closing of the Issuer's initial public offering.
- 2. Represents shares of the Issuer received by Avista Capital Partners (Offshore) II, L.P. ("ACP II Offshore") upon the conversion of Series C Convertible Preferred Stock, Series C-1 Convertible Preferred Stock and Series D Convertible Preferred Stock upon the closing of the Issuer's initial public offering.
- 3. Represents shares of the Issuer received by Avista Capital Partners (Offshore) II-A, LP ("ACP II-A Offshore") upon the conversion of Series C Convertible Preferred Stock, Series C-1 Convertible Preferred Stock and Series D Convertible Preferred Stock upon the closing of the Issuer's initial public offering.
- 4. Represents shares of the Issuer held by ACP II. Avista Capital Partners II GP, LLC ("ACP II GP") is the general partner of ACP II. As a result, ACP II GP may be deemed to share voting and investment power with respect to the shares held by ACP II. Each of ACP II and ACP II GP disclaims beneficial ownership of such shares, except to the extent of its pecuniary interest therein, and the inclusion of the shares in this report shall not be deemed to be an admission of beneficial ownership of the reported shares for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise.
- 5. Represents shares of the Issuer held by ACP II Offshore. ACP II GP is the general partner of ACP II Offshore. Mr. Venkataraman is a member of the investment committee of ACP II GP. As a result, ACP II GP may be deemed to share voting and investment power with respect to the shares held by ACP II Offshore. Each of ACP II Offshore and ACP II GP disclaims beneficial ownership of such shares, except to the extent of its pecuniary interest therein, and the inclusion of the shares in this report shall not be deemed to be an admission of beneficial ownership of the reported shares for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise.
- 6. Represents shares of the Issuer held by ACP II-A Offshore. ACP II GP is the general partner of ACP II-A Offshore. Mr. Venkataraman is a member of the investment committee of ACP II GP. As a result, ACP II GP may be deemed to share voting and investment power with respect to the shares held by ACP II-A Offshore. Each of ACP II-A Offshore and ACP II GP disclaims beneficial ownership of such shares, except to the extent of its pecuniary interest therein, and the inclusion of the shares in this report shall not be deemed to be an admission of beneficial ownership of the reported shares for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise.
- 7. Each share of Series C Convertible Preferred Stock, Series C-1 Convertible Preferred Stock, Series C-2 Convertible Preferred Stock and Series D Convertible Preferred Stock automatically converted into Common Stock on a 1-for-2.8879 basis upon the closing of the Issuer's initial public offering without payment of consideration. The Series C Convertible Preferred Stock, Series C-1 Convertible Preferred Stock and Series D Convertible Preferred Stock were convertible at any time at the holder's election and automatically upon the closing of the Issuer's initial public offering and had no expiration date.

Remarks:

AVISTA CAPITAL PARTNERS II GP, LLC, by: /s/ Ben Silbert, Chief Administrative Officer and General Counsel	10/19/2017
AVISTA CAPITAL PARTNERS II, LP, by Avista Capital Partners II GP, LLC, its General Partner, by: /s/ Ben Silbert, Chief Administrative Officer and General Counsel	10/19/2017
AVISTA CAPITAL PARTNERS (OFFSHORE) II, LP, by Avista Capital Partners II GP, LLC, its General Partner, by: /s/ Ben Silbert, Chief Administrative Officer and General Counsel	10/19/2017
AVISTA CAPITAL PARTNERS (OFFSHORE) II-A, LP, by Avista Capital Partners II GP, LLC, its General Partner, by: /s/ Ben Silbert, Chief Administrative Officer and General Counsel	10/19/2017
** 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.