SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Section obligati	his box if no lor 16. Form 4 or ons may contin ion 1(b).	Form 5	S		-iled pu	ırsuant	to Sec	ction 16	6(a) of th	he Se	Curities Exchange	ange Act o		RSI	ΗP	Es	MB Numbe stimated avo ours per res	erage bi		0.5			
1. Name and Address of Reporting Person [*] Juniper Investment Company, LLC												5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (rive title Other (specify											
					Officer (give title below) Other (specify below) . Date of Earliest Transaction (Month/Day/Year) 2/02/2021																		
(Street) NEW YC	4. If Ame					If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Line) Form filed by One Report X Form filed by More than O Person									rting Ρε	erson							
(City)	(St	ate) ((Zip)																				
		Tak	ole I -	Non-Der	ivativ	ve Se	ecurit	ies A	cquir	ed, I	Disposed	of, or B	Beneficia	ally	Owned								
Date			2. Transac Date (Month/Da	/Day/Year) if a		A. Deemed Execution Date, f any Month/Day/Year)		3. Transaction Code (Instr. 8)						5. Amount of Securities Beneficially Owned Followin Reported		6. Owners Form: Dire (D) or Indi (I) (Instr. 4		t Indirect					
									Code	v	Amount	(A) or (D)	Price		Transaction (Instr. 3 and					,			
Common	Common Stock, no par value per share 12/02/20			2021	21			Р		97,880	A	\$ 7.219 ⁰	(1)	855,576		I		Juniper Targeted Opportunity Fund, L.P. ⁽²⁾					
Common	Stock, no p	par value per share 12/03/20.			2021	21		р		24,683	A	\$7.1881	1(3)	880,259		I		Juniper Targeted Opportunity Fund, L.P. ⁽²⁾					
Common	Common Stock, no par value per share											14,000		I		Juniper Multi- Strategy Fund, L.P. ⁽⁴⁾							
		-	Table								sposed o				Dwned								
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any		4. Trans	action (Instr.			5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		mber ative rities ired seed 3, 4		6. Date Exercisable and Expiration Date (Month/Day/Year)		d Amount (s Underlyin e Security nd 4)	of 8. Price of		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount o Number o Shares	or of									
Series A Convertible Preferred Stock	(5)(6)								(4))	(4)	Common Stock	4,745,7	765		11,	.200 ⁽⁴⁾	I		See footnote ⁽⁴⁾			
		Reporting Person [*] Int Company,	<u>LLC</u>																				
(Last) (First) (Middle) 555 MADISON AVENUE 24TH FLOOR																							
(Street) NEW YORK NY 10022																							
(City) (State) (Zip)																							
		Reporting Person [*]	Fund	ΙP																			
	<u>iaigetteu</u>	<u>opportunity</u>	<u>- und</u>	<u>, 10,11,</u>																			

NEW YORK	NY	10022
(City)	(State)	(Zip)

Explanation of Responses:

1. The reported price is a weighted average price. The shares were purchased on December 2, 2021 in multiple transactions on the open market at prices ranging from \$7.18 to \$7.22 by Juniper Targeted Opportunity Fund, L.P. ("Juniper Fund"). Juniper Investment Company, LLC ("Juniper") serves as the investment manager of Juniper Fund. The Reporting Persons undertake to provide to 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

2. As the investment manager of Juniper Fund, Juniper may be deemed to beneficially own the securities held by the Juniper Fund. Juniper disclaims beneficial ownership of all the interests reported herein except to the extent of its pecuniary interest therein.

3. The reported price is a weighted average price. The shares were purchased on December 3, 2021 in multiple transactions on the open market at prices ranging from \$7.10 to \$7.19 by Juniper Fund. The Reporting Persons undertake to provide to 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.

4. As the investment manager of Juniper Multi-Strategy Fund, L.P. ("Juniper Multi-Strategy Fund") Juniper may be deemed to beneficially own the securities held by Juniper Multi-Strategy Fund. Juniper disclaims beneficial ownership of all the interests reported herein except to the extent of its pecuniary interest therein.

5. Represents an aggregate of 11,200 shares of the Issuer's Series A Convertible Preferred Stock ("Series A Preferred") of which Juniper Fund and Juniper Targeted Opportunities, L.P. ("Juniper Targeted Opportunities") hold 3,500 shares and 7,700 shares, respectively. The Series A Preferred is convertible into the Issuer's Common Stock on a 423.729-for-one basis (when issued and such conversion ratio is subject to increase in the event that dividends on Series A shares are not paid in cash). Series A is convertible at any time at the holder's election and has no expiration date.

6. (Footnote 5 continued). Beginning on November 14, 2022, the holder may be required by the Issuer to convert the Series A into Common Stock up a satisfaction of certain requirements. Juniper serves as the investment manager of Juniper Fund and Juniper Targeted Opportunities and may be deemed to beneficially own the securities held by them. Juniper disclaims beneficial ownership of all interests reported herein except to the extent of its pecuniary interest therein.

> Juniper Investment Company, LLC, By: /s/ John A. 12/06/2021 Bartholdson, its Managing <u>Member</u> Juniper Targeted Opportunity Fund, L.P. By: Juniper HF II Investors, LLC, its general 12/06/2021 partner, By: /s/ John A. Bartholdson, its Managing Member ** 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.