SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

												1940							
1. Name and Add Bandera Par							Name and		-	Sym	bol				ationship of R k all applicab			. ,	
(Last)	(First)		iddle)		3. Da		f Earliest T 022	Fransactio	on (Month	/Day/	Year)				Director Officer (g below)	ive title	Х		wner specify
50 BROAD STREET, SUITE 1820					4. lf /	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Indiv	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) NEW YORK	NY	10	004		-									x				ing Person Dne Reporti	ng Person
(City)	(01810)		ble I - No	n-De	 rivativ	ve S	ecuritie	es Acq	uired, C	Disp	osed of,	or B	enefici	ally Ow	vned				
1. Title of Security (Instr. 3) 2. Trans. Date (Month/L						2A. Deemed Execution Date, if any (Month/Day/Year)				4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 ar			Securities Beneficially	. Amount of		vnership 1: Direct (D) direct (I) 1: 4)	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount		A) or D)	Price	Transaction (Instr. 3 and				(Instr. 4)
Common Stock	c, \$0.001 Pa	r Value Per Sha	re ⁽¹⁾	10/	/12/202	2/2022					100		A \$1		2,452,624		I		See footnote ⁽²⁾
			Table II - I								ed of, o nvertible				ed				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Conversion Date or Exercise (Month/Day/Year) Price of Derivative		l Date,	e, 4. Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable an Expiration Date (Month/Day/Year)		sable and te	,		ount of rlying	ying Derivative		s Form: ally Direct (I or Indire	Ownership	Beneficial Ownership t (Instr. 4)
					Code V			(A) (D)											
					Code	v			Date Exercisa		Expiration Date	Title	o N	mount umber Shares		Transact (Instr. 4)			
1. Name and Add Bandera Par		•			Code	v						Title	o N	umber					
	rtners LL	C st)	(Middle)		Code	v						Title	o N	umber					
Bandera Par (Last)	rtners LL	C st) ITE 1820	(Middle)		Code	v						Title	o N	umber					
Bandera Pan (Last) 50 BROAD ST (Street)	rtners LL((Fir: FREET, SU	C st) ITE 1820			Code	v						Title	o N	umber					
Bandera Par (Last) 50 BROAD ST (Street) NEW YORK (City)	rtners LL((Fir: FREET, SU NY (Sta	C st) ITE 1820	10004		Code	v						Title	o N	umber					
Bandera Par (Last) 50 BROAD ST (Street) NEW YORK (City) 1. Name and Add	rtners LL((Fir: FREET, SU NY (Sta ress of Report regory (Fir: &A PARTNI	c st) ITE 1820 tep) ting Person * st) ERS LLC	10004		Code							Title	o N	umber					
Bandera Par (Last) 50 BROAD ST (Street) NEW YORK (City) 1. Name and Add Bylinsky Gr (Last) C/O BANDER	rtners LL((Fir: FREET, SU NY (Sta ress of Report regory (Fir: &A PARTNI	C st) ITE 1820 tte) ting Person • st) ERS LLC ITE 1820	10004 (Zip)		Code							Title	o N	umber					

1. Name and Address Gramm Jeffers	1 0	
(Last) C/O BANDERA I 50 BROAD STRE		(Middle)
(Street) NEW YORK	NY	10004
(City)	(State)	(Zip)

Explanation of Responses:

1. This Form 4 is filed jointly by Bandera Partners LLC ("Bandera Partners"), Gregory Bylinsky and Jefferson Gramm (collectively, the "Reporting Persons"). Each of the Reporting Persons may be deemed to be a member of a Section 13(d) group that collectively beneficially owns more than 10% of the Issuer's outstanding shares of Common Stock. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein except to the extent of his or its pecuniary interest therein.

2. Bandera Partners is the investment manager of Bandera Master Fund L.P. ("Bandera Master Fund"), in whose name the shares are held. Messrs. Bylinsky and Gramm are the Managing Members of Bandera Partners. Bandera Master Fund has delegated to Bandera Partners the sole and exclusive authority to vote and dispose of the securities held by Bandera Master Fund. As a result, each of Bandera Partners and Messrs. Bylinsky and Gramm may be deemed to beneficially own the shares held by Bandera Master Fund.

/s/ Gregory Bylinsky, Managing	
Member, on behalf of Bandera	10/14/2022
Partners LLC	
/s/ Gregory Bylinsky	10/14/2022
/s/ Jefferson Gramm	10/14/2022
** 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.