# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

## SCHEDULE 13G (Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(b)

(Amendment No. 2)<sup>1</sup>

PJT Partners Inc.
(Name of Issuer)
Class A Common Stock, par value \$0.01 per share
(Title of Class of Securities)
69343T107
(CUSIP Number)
December 31, 2017
(Date of Event Which Requires Filing of this Statement)
Check the appropriate box to designate the rule pursuant to which this Schedule is filed:
□ Rule 13d-1(b)
⊠ Rule 13d-1(c)
□ Rule 13d-1(d)
The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.
The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1	NAME OF REPORT	INC DED SON	-		
<u> </u>	NAME OF REPORT	INO FERSON			
	KINGSTOW	KINGSTOWN PARTNERS MASTER LTD.			
2	CHECK THE APPRO	PRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆		
			(b) 🗆		
3	SEC USE ONLY				
3	SEC USE ONLY				
4	CITIZENSHIP OR P	LACE OF ORGANIZATION			
	CAVMANIE	LANDC			
NUMBER OF	CAYMAN IS	SOLE VOTING POWER			
SHARES	,	SOLE VOINGTOWER			
BENEFICIALLY		- 0 -			
OWNED BY	6	SHARED VOTING POWER	<u>.</u>		
EACH REPORTING		138,893			
PERSON WITH	7	SOLE DISPOSITIVE POWER			
Ï	·				
		- 0 -			
	8	SHARED DISPOSITIVE POWER			
		138,893			
9	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	120.002				
10	138,893	E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
10	CHECK BOA IF THE	E AGOREGATE AMOUNT IN ROW (9) EACLUDES CERTAIN SHARES			
11	PERCENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (9)			
	L sk 10/				
12	Less than 1% TYPE OF REPORTI	NG PERSON			
12	1112 OF REFORTS	10 I ENDOT			
	CO				

1	NAME OF REPORT	ING PERSON	
	VINCETOW	N PARTNERS II, L.P.	!
2		OPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆
<u> </u>			(b) 🗆
	GEG LIGE ONLY		
3	SEC USE ONLY		
4	CITIZENSHIP OR P	LACE OF ORGANIZATION	
	DELAWARE		
NUMBER OF	5	SOLE VOTING POWER	
SHARES BENEFICIALLY		-0-	
OWNED BY	6	SHARED VOTING POWER	
EACH REPORTING		44,129	
PERSON WITH	7	SOLE DISPOSITIVE POWER	
	·		
	8	-0- SHARED DISPOSITIVE POWER	
	8	SHARED DISPOSITIVE FOWER	
		44,129	
9	AGGREGATE AMC	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	44,129		
10	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
11	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (9)	
	Less than 1%		
12	TYPE OF REPORTI		
į.	m. i		ļ
	PN		

1	NAME OF REPORT	ING PERSON		
1	I IIII OF REFORT			
	KTOWN, LP			
2	CHECK THE APPRO	OPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆	
	(b) 🗆			
3	SEC USE ONLY			
4	CITIZENSHIP OR P.	LACE OF ORGANIZATION	-	
	DELAWARE			
NUMBER OF	5	SOLE VOTING POWER		
SHARES				
BENEFICIALLY OWNED BY	6	-0- SHARED VOTING POWER		
EACH	O	SHARED VOTING FOWER		
REPORTING		41,862		
PERSON WITH	7	SOLE DISPOSITIVE POWER	<u> </u>	
		-0-	i	
	8	SHARED DISPOSITIVE POWER		
	A CORECATE AND	41,862		
9	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	<del>-</del>	
	41,862			
10	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
11	PERCENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (9)		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	Less than 1%			
12	TYPE OF REPORTI	NG PERSON	<u> </u>	
	PN			
	111			

1	NAME OF REPORT	ING PERSON		
1	THE OF REPORT			
	KINGFISHEI			
2	CHECK THE APPRO	OPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆	
	(b) [			
3	SEC USE ONLY			
4	CITIZENSHIP OR PI	LACE OF ORGANIZATION		
	DELAWARE			
NUMBER OF	5	SOLE VOTING POWER		
SHARES BENEFICIALLY				
OWNED BY	6	-0- SHARED VOTING POWER		
EACH	Ů	SIMILED VOTING TOWER		
REPORTING		25,116		
PERSON WITH	7	SOLE DISPOSITIVE POWER		
		-0-		
	8	SHARED DISPOSITIVE POWER		
		25.116		
9	AGGREGATE AMO	25,116 UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
,	AGGREGATE AWO	ON BENEFICIALLY OWNED BY EACH REPORTING LENGTH		
	25,116			
10	CHECK BOX IF THI	E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
			i	
11	PERCENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (9)		
- 12	Less than 1%			
12	TYPE OF REPORTIN	NG PERSON	i	
	PN			

1	NAME OF REPORTI	NG PERSON		
<u> </u>	1.1.2.112 OF REFORT	Will of Kill of Lison		
		N CAPITAL PARTNERS, LLC		
2	CHECK THE APPRO	PRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆	
	(b) [			
3	SEC USE ONLY			
4	CITIZENSHIP OR PI	ACE OF ORGANIZATION	-	
	DELAWARE			
NUMBER OF	5	SOLE VOTING POWER		
SHARES				
BENEFICIALLY OWNED BY	6	-0- SHARED VOTING POWER		
EACH		SIMILED VOTINGTOWER		
REPORTING		111,107		
PERSON WITH	7	SOLE DISPOSITIVE POWER		
		-0-		
	8	SHARED DISPOSITIVE POWER		
9	ACCRECATE AMO	111,107 UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9	AGGREGATE AMO	UNI BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	111,107			
10	CHECK BOX IF THE	E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
11	PERCENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (9)		
	TERCENT OF CENSO REFREDENTED BY AMOUNT IN ROW (2)			
	Less than 1%			
12	TYPE OF REPORTIN	NG PERSON		
	00			
	+			

1	NAME OF REPORT	ING DED SON			
<u>1</u>	NAME OF REPORT	ING PERSON			
	KINGSTOW	KINGSTOWN CAPITAL MANAGEMENT L.P.			
2	CHECK THE APPRO	DPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆		
			(b) □		
3	SEC USE ONLY				
3	SEC USE ONLY				
4	CITIZENSHIP OR PI	LACE OF ORGANIZATION			
	DELAWADE		:		
NUMBER OF	DELAWARE 5	SOLE VOTING POWER			
SHARES		SOLE VOINGTOWER			
BENEFICIALLY		-0-			
OWNED BY	6	SHARED VOTING POWER			
EACH REPORTING		250,000			
PERSON WITH	7	SOLE DISPOSITIVE POWER			
	8	-0- SHARED DISPOSITIVE POWER			
	8	SHARED DISPOSITIVE POWER			
		250,000			
9	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	250,000				
10		E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
10	CILCUIDON II III	2.100.120.112.11.100.11 (7) E.1020DEO CERTINIVOITINED			
11	PERCENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (9)			
	1.3%				
12	TYPE OF REPORTIN	NG PERSON			
j					
	PN				

1	NAME OF REPORTI	NG DEDSON	
1	NAME OF REPORTI	INO PERSON	
	KINGSTOWN MANAGEMENT GP LLC		
2		PRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆
Ĭ			(b) □
3	SEC USE ONLY		
4	CITIZENSHIP OR PI	ACE OF ORGANIZATION	
'	CITIZENSIIII ORTI	ALCE OF OROMALITION	
	DELAWARE		
NUMBER OF	5	SOLE VOTING POWER	
SHARES BENEFICIALLY		-0-	
OWNED BY	6	-U- SHARED VOTING POWER	-
EACH	O	SHARED VOINGTOWER	
REPORTING		250,000	
PERSON WITH	7	SOLE DISPOSITIVE POWER	
			ļ
	8	-0- SHARED DISPOSITIVE POWER	
	0	SHARED DISPOSITIVE FOWER	
		250,000	Ï
9	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	250,000		ļ
10	250,000	E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
10	CHECK DOA IF THE	AGOREGATE AMOUNT IN ROW (9) EACLODES CERTAIN SHARES	
11	PERCENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (9)	
	1.00/		
- 12	1.3%	IC DEDGOM	
12	TYPE OF REPORTIN	NG PERSON	ļ
	00		
<u> </u>			

	NAME OF BEFORE	NG BERGOV		
1	NAME OF REPORTI	NG PERSON		
	A COLUMN DE L'ESTE			
	MICHAEL BI		7. =	
2	CHECK THE APPRO	PRIATE BOX IF A MEMBER OF A GROUP	(a) 🔲	
			(b) 🗆	
3	SEC USE ONLY			
	CITIZEN CHIP OR DI	A CE OF OR CANUTATION		
4	CITIZENSHIP OR PL	LACE OF ORGANIZATION		
	USA			
NUMBER OF	5 5	SOLE VOTING POWER		
SHARES	3	SOLE VOTINGTOWER		
BENEFICIALLY		-0-		
OWNED BY	6	SHARED VOTING POWER		
EACH		STANDED YOTH TO WELL		
REPORTING		250,000		
PERSON WITH	7	SOLE DISPOSITIVE POWER		
		-0-		
	8	SHARED DISPOSITIVE POWER		
<u> </u>				
		250,000		
9	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	250,000			
10	250,000	CACCIDECATE AMOUNT BUROW (A) EVOLUDES CERTARISHARES		
10	CHECK BOX IF THE	E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
11	DED CENT OF CLASS	S REPRESENTED BY AMOUNT IN ROW (9)		
11	TEXCENT OF CLAS	S REI RESERVIED DI AMMOUNT IN ROW (7)		
	1.3%			
12	TYPE OF REPORTIN	NG PERSON		
12	or iter oktin	TO A LANGUE		
ľ	IN			

1 NAME OF REPORTING PERSON  GUY SHANON  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a)
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION  USA  NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  7 SOLE DISPOSITIVE POWER  -0- 8 SHARED DISPOSITIVE POWER  250,000  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  250,000  250,000
3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION  USA  NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  7 SOLE DISPOSITIVE POWER  -0- 8 SHARED DISPOSITIVE POWER  -0- 8 SHARED DISPOSITIVE POWER  -0- 8 SHARED DISPOSITIVE POWER  -0- 250,000  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  250,000
3   SEC USE ONLY
4 CITIZENSHIP OR PLACE OF ORGANIZATION  USA  NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  7 SOLE DISPOSITIVE POWER  -0- 8 SHARED DISPOSITIVE POWER  250,000  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  250,000  250,000
USA
USA
USA
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  7 SOLE DISPOSITIVE POWER  -0- 8 SHARED VOTING POWER  -0- 8 SHARED VOTING POWER  250,000  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  250,000
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  7 SOLE DISPOSITIVE POWER  -0- 8 SHARED VOTING POWER  -0- 8 SHARED VOTING POWER  250,000  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  250,000
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  7 SOLE DISPOSITIVE POWER  -0-  8 SHARED DISPOSITIVE POWER  250,000  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  250,000
OWNED BY EACH REPORTING PERSON WITH  7 SOLE DISPOSITIVE POWER  -0- 8 SHARED DISPOSITIVE POWER  250,000  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  250,000
EACH REPORTING PERSON WITH  7 SOLE DISPOSITIVE POWER  -0-  8 SHARED DISPOSITIVE POWER  250,000  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  250,000
PERSON WITH  7 SOLE DISPOSITIVE POWER  -0-  8 SHARED DISPOSITIVE POWER  250,000  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  250,000
8 SHARED DISPOSITIVE POWER  250,000  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  250,000
8 SHARED DISPOSITIVE POWER  250,000  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  250,000
8 SHARED DISPOSITIVE POWER  250,000  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  250,000
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 250,000
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 250,000
250,000
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □
i `'
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
1.3%
12 TYPE OF REPORTING PERSON
IN

#### Item 1(a). Name of Issuer:

PJT Partners Inc., a Delaware corporation (the "Issuer").

#### Item 1(b). Address of Issuer's Principal Executive Offices:

280 Park Avenue, New York, New York 10017

#### Item 2(a). Name of Person Filing:

This statement is filed by Kingstown Capital Management L.P., a Delaware limited partnership ("Kingstown Capital"), Kingstown Management GP LLC, a Delaware limited liability company ("Kingstown Management"), Kingstown Capital Partners, LLC, a Delaware limited liability company ("General Partner"), Kingstown Partners Master Ltd., a Cayman Islands corporation ("Master Fund"), Kingstown Partners II, L.P., a Delaware limited partnership ("Fund II"), Ktown, LP, a Delaware limited partnership ("Ktown"), Kingfishers, LP, a Delaware limited partnership ("Kingfishers" and together with Master Fund, Fund II and Ktown, the "Funds"), Michael Blitzer and Guy Shanon. Each of the foregoing is referred to as a "Reporting Person" and collectively as the "Reporting Persons."

General Partner is the general partner of each of Fund II, Ktown and Kingfishers. By virtue of this relationship, General Partner may be deemed to beneficially own the Shares (as defined below) owned in the aggregate by Fund II, Ktown and Kingfishers. Kingstown Capital is the investment manager of each of the Funds. Kingstown Management is the general partner of Kingstown Capital. Each of Mr. Blitzer and Mr. Shanon is a managing member of Kingstown Management. By virtue of these relationships, each of Kingstown Capital, Kingstown Management, Mr. Blitzer and Mr. Shanon may be deemed to beneficially own the Shares (as defined below) owned by the Funds.

#### Item 2(b). Address of Principal Business Office or, if none, Residence:

The principal business address of each of General Partner, Kingstown Capital, Kingstown Management, Fund II, Ktown, Kingfishers, Michael Blitzer and Guy Shanon is 100 Park Ave, 21st Floor, New York, New York 10017. The principal business address of Master Fund is c/o Intertrust Corporate Services, 190 Elgin Avenue, George Town, Grand Cayman KY1-9005, Cayman Islands.

#### Item 2(c). Citizenship:

Kingstown Capital, Kingstown Management, General Partner, Fund II, Ktown and Kingfishers are organized under the laws of the State of Delaware. Master Fund is organized under the laws of the Cayman Islands. Messrs. Blitzer and Shanon are citizens of the United States of America.

#### Item 2(d). Title of Class of Securities:

Class A Common Stock, par value \$0.01 per share (the "Shares")

#### Item 2(e). **CUSIP Number:**

69343T107

#### Item 3. If this statement is filed pursuant to Section 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

	/X /	Not Applicable
(a)	/ /	Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o).
(b)	/ /	Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c).
(c)	/ /	Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c).
(d)	/ /	Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
(e)	/ /	Investment adviser in accordance with Section 240.13d-1(b)(1)(ii)(E).
(f)	/ /	Employee benefit plan or endowment fund in accordance with Section 240.13d-1(b)(1)(ii)(F).
(g)	/ /	Parent holding company or control person in accordance with Section 240.13d-1(b)(1)(ii)(G).
(h)	/ /	Savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
(i)	/ /	Church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act (15 U.S.C. 80a-3).
(j)	/ /	Non-U.S. institution in accordance with Section 240.13d-1(b)(1)(ii)(J).
(k)	/ /	Group, in accordance with Section 240.13d-1(b)(1)(ii)(J).

#### Item 4. Ownership.

All ownership information reported in this Item 4 is as of the close of business on December 31, 2017.

#### Master Fund

Amount beneficially owned: (a)

138,893 Shares

(b) Percent of class:

Less than 1% (based upon 18,595,394 Shares outstanding, which is the total number of Shares outstanding as of November 1, 2017 as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 7, 2017).

(c)	Number of shares as to which such person has:
(i)	Sole power to vote or to direct the vote
	0 Shares
(ii)	Shared power to vote or to direct the vote
	138,893 Shares
(iii)	Sole power to dispose or to direct the disposition of
	0 Shares
(iv)	Shared power to dispose or to direct the disposition of
	138,893 Shares
Fund II	
(a)	Amount beneficially owned:
	44,129 Shares
(b)	Percent of class:
	Less than 1% (based upon 18,595,394 Shares outstanding, which is the total number of Shares outstanding as of November 1, 2017 as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 7, 2017).
(c)	Number of shares as to which such person has:
(i)	Sole power to vote or to direct the vote
	0 Shares
(ii)	Shared power to vote or to direct the vote
	44,129 Shares
(iii)	Sole power to dispose or to direct the disposition of
	0 Shares
(iv)	Shared power to dispose or to direct the disposition of
	44,129 Shares
	Ktown
(a)	Amount beneficially owned:
	41,862 Shares
	13

Percent of class:
Less than 1% (based upon 18,595,394 Shares outstanding, which is the total number of Shares outstanding as of November 1, 2017 as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 7, 2017).
Number of shares as to which such person has:
Sole power to vote or to direct the vote
0 Shares
Shared power to vote or to direct the vote
41,862 Shares
Sole power to dispose or to direct the disposition of
0 Shares
Shared power to dispose or to direct the disposition of
41,862 Shares
Kingfishers
Amount beneficially owned:
25,116 Shares
Percent of class:
Less than 1% (based upon 18,595,394 Shares outstanding, which is the total number of Shares outstanding as of November 1, 2017 as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 7, 2017).
Number of shares as to which such person has:
Sole power to vote or to direct the vote
0 Shares
Shared power to vote or to direct the vote
25,116 Shares
Sole power to dispose or to direct the disposition of
0 Shares

(iv)	Shared power to dispose or to direct the disposition of		
	25,116 Shares		
Genera	al Partner		
(a)	Amount beneficially owned:		
	111,107 Shares		
(b)	Percent of class:		
	Less than 1% (based upon 18,595,394 Shares outstanding, which is the total number of Shares outstanding as of November 1, 2017 as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 7, 2017).		
(c)	Number of shares as to which such person has:		
(i)	Sole power to vote or to direct the vote		
	0 Shares		
(ii)	Shared power to vote or to direct the vote		
	111,107 Shares		
(iii)	Sole power to dispose or to direct the disposition of		
	0 Shares		
(iv)	Shared power to dispose or to direct the disposition of		
	111,107 Shares		
Kingstown Capital			
(a)	Amount beneficially owned:		
	250,000 Shares		
(b)	Percent of class:		
	1.3% (based upon 18,595,394 Shares outstanding, which is the total number of Shares outstanding as of November 1, 2017 as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 7, 2017).		
(c)	Number of shares as to which such person has:		
(i)	Sole power to vote or to direct the vote		
	0 Shares		

110.000			
(ii)	Shared power to vote or to direct the vote		
	250,000 Shares		
(iii)	Sole power to dispose or to direct the disposition of		
	0 Shares		
(iv)	Shared power to dispose or to direct the disposition of		
	250,000 Shares		
Kingstown Management			
(a)	Amount beneficially owned:		
	250,000 Shares		
(b)	Percent of class:		
	1.3% (based upon 18,595,394 Shares outstanding, which is the total number of Shares outstanding as of November 1, 2017 as reported in the Issuer's Quarterly Report Form 10-Q filed with the Securities and Exchange Commission on November 7, 2017).		
(c)	Number of shares as to which such person has:		
(i)	Sole power to vote or to direct the vote		
	0 Shares		
(ii)	Shared power to vote or to direct the vote		
	250,000 Shares		
(iii)	Sole power to dispose or to direct the disposition of		
	0 Shares		
(iv)	Shared power to dispose or to direct the disposition of		

on

#### Mr. Blitzer

(a) Amount beneficially owned:

250,000 Shares

250,000 Shares

	(b)	Percent of class:
		1.3% (based upon 18,595,394 Shares outstanding, which is the total number of Shares outstanding as of November 1, 2017 as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 7, 2017).
	(c)	Number of shares as to which such person has:
	(i)	Sole power to vote or to direct the vote
		0 Shares
	(ii)	Shared power to vote or to direct the vote
		250,000 Shares
	(iii)	Sole power to dispose or to direct the disposition of
		0 Shares
	(iv)	Shared power to dispose or to direct the disposition of
		250,000 Shares
Mr. Shanon		
	(a)	Amount beneficially owned:
		250,000 Shares
	(b)	Percent of class:
		1.3% ((based upon 18,595,394 Shares outstanding, which is the total number of Shares outstanding as of November 1, 2017 as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 7, 2017).
	(c)	Number of shares as to which such person has:
	(i)	Sole power to vote or to direct the vote
		0 Shares
	(ii)	Shared power to vote or to direct the vote
		250,000 Shares
	(iii)	Sole power to dispose or to direct the disposition of
		0 Shares
	(iv)	Shared power to dispose or to direct the disposition of
		250,000 Shares

General Partner is the general partner of each of Fund II, Ktown and Kingfishers. By virtue of this relationship, General Partner may be deemed to beneficially own the Shares owned in the aggregate by Fund II, Ktown and Kingfishers. Kingstown Capital is the investment manager of each of the Funds. Kingstown Management is the general partner of Kingstown Capital. Each of Mr. Blitzer and Mr. Shanon is a managing member of Kingstown Management. By virtue of these relationships, each of Kingstown Capital, Kingstown Management, Mr. Blitzer and Mr. Shanon may be deemed to beneficially own the Shares owned by the Funds.

The filing of this Schedule 13G shall not be construed as an admission that the Reporting Persons are, for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, the beneficial owners of any of the Shares reported herein. Each of the Reporting Persons specifically disclaims beneficial ownership of the Shares reported herein that are not directly owned by such Reporting Person.

#### Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

#### Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable

#### Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

#### Item 8. Identification and Classification of Members of the Group.

See Exhibit 99.1 to the Schedule 13G filed with the Securities and Exchange Commission on July 8, 2016.

#### Item 9. Notice of Dissolution of Group.

Not Applicable.

#### Item 10. Certifications.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

#### **SIGNATURES**

After reasonable inquiry and to the best of his knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: February 14, 2018. KINGSTOWN CAPITAL MANAGEMENT L.P.

> Kingstown Management GP LLC By:

its general partner

By:

/s/ Michael Blitzer Michael Blitzer Managing Member

KINGSTOWN PARTNERS II, L.P.

Kingstown Capital Partners, LLC By:

its general partner

By:

/s/ Michael Blitzer Michael Blitzer Managing Member

KTOWN, LP

Kingstown Capital Partners, LLC its general partner By:

/s/ Michael Blitzer By:

Michael Blitzer Managing Member

KINGFISHERS, LP

Kingstown Capital Partners, LLC By:

its general partner

/s/ Michael Blitzer Michael Blitzer By:

Managing Member

#### KINGSTOWN MANAGEMENT GP LLC

By: /s/ Michael Blitzer Michael Blitzer Managing Member

### KINGSTOWN CAPITAL PARTNERS, LLC

By: /s/ Michael Blitzer Michael Blitzer Managing Member

## KINGSTOWN PARTNERS MASTER LTD.

By: /s/ Michael Blitzer Michael Blitzer Director

/s/ Michael Blitzer MICHAEL BLITZER

/s/ Guy Shanon GUY SHANON