

Edgar Filing: AmpliPhi Biosciences Corp - Form SC 13G/A

AmpliPhi Biosciences Corp
Form SC 13G/A
January 05, 2018

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.2) *

AmpliPhi Biosciences Corporation
(Name of Issuer)

Common Stock
(Title of Class of Securities)

03211P301
(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 the disclosures provided in a prior cover page.

The information required in 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).

?
CUSIP No.
03211P301

1.
NAME OF REPORTING PERSONS

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Sabby Healthcare Master Fund, Ltd.

2.
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)

(b)

3.
SEC USE ONLY

4.
CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5.
SOLE VOTING POWER

0

6.
SHARED VOTING POWER

473,997

7.
SOLE DISPOSITIVE POWER

0

8.
SHARED DISPOSITIVE POWER

473,997

9.
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10.
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES (SEE INSTRUCTIONS)

11.
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

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4.99

12.
TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO?

CUSIP No.
03211P301

1.
NAME OF REPORTING PERSONS

Sabby Volatility Warrant Master Fund, Ltd.

2.
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)

(b)

3.
SEC USE ONLY

4.
CITIZENSHIP OR PLACE OF ORGANIZATION

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Cayman Islands

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5.
SOLE VOTING POWER

0

6.
SHARED VOTING POWER

451,083

7.
SOLE DISPOSITIVE POWER

0

8.
SHARED DISPOSITIVE POWER

451,083

9.
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

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451,083

10.
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES (SEE INSTRUCTIONS)

11.
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.75

12.
TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO?

CUSIP No.
03211P301

1.
NAME OF REPORTING PERSONS

Sabby Management, LLC

2.
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

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(a)

(b)

3.
SEC USE ONLY

4.
CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware, USA

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5.
SOLE VOTING POWER

0

6.
SHARED VOTING POWER

473,997

7.

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SOLE DISPOSITIVE POWER

0

8.

SHARED DISPOSITIVE POWER

473,997

9.

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

473,997

10.

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES (SEE INSTRUCTIONS)

11.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.99

12.

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

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CUSIP No. 00
03211P301

1.
NAME OF REPORTING PERSONS

Hal Mintz

2.
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)

(b)

3.
SEC USE ONLY

4.
CITIZENSHIP OR PLACE OF ORGANIZATION

USA

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

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5.
SOLE VOTING POWER

0

6.
SHARED VOTING POWER

473,997

7.
SOLE DISPOSITIVE POWER

0

8.
SHARED DISPOSITIVE POWER

473,997

9.
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

473,997

10.
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES (SEE INSTRUCTIONS)

[_]

11.
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.99

12.
TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN?

CUSIP No.
03211P301

Item 1.
(a).
Name of Issuer:

AmpliPhi Biosciences Corporation

(b).
Address of issuer's principal executive offices:

800 East Leigh Street, Suite 209
Richmond, Virginia 23219

Item 2.
(a).
Name of person filing:

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Sabby Healthcare Master Fund, Ltd.
Sabby Volatility Warrant Master Fund, Ltd.
Sabby Management, LLC
Hal Mintz

(b).

Address or principal business office or, if none, residence:

Sabby Healthcare Master Fund, Ltd.
c/o Ogier Fiduciary Services (Cayman) Limited
89 Nexus Way, Camana Bay
Grand Cayman KY1-9007
Cayman Islands

Sabby Volatility Warrant Master Fund, Ltd.
c/o Ogier Fiduciary Services (Cayman) Limited
89 Nexus Way, Camana Bay
Grand Cayman KY1-9007
Cayman Islands

Sabby Management, LLC
10 Mountainview Road, Suite 205
Upper Saddle River, New Jersey 07458

Hal Mintz
c/o Sabby Management, LLC
10 Mountainview Road, Suite 205
Upper Saddle River, New Jersey 07458

(c).

Citizenship:

Sabby Healthcare Master Fund, Ltd. - Cayman Islands
Sabby Volatility Warrant Master Fund, Ltd. - Cayman Islands
Sabby Management, LLC - Delaware, USA
Hal Mintz - USA

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(d).

Title of class of securities:

Common stock (the Common Stock), par value \$0.001

(e).

CUSIP No.:

03211P301

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

(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)

An investment adviser in accordance with Section 240.13d-1(b)(1)(ii)(E);

(f)

An employee benefit plan or endowment fund in accordance with Section

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240.13d-1(b)(1)(ii)(F);

(g)

A parent holding company or control person in accordance with Section 240.13d-1(b)(1)(ii)(G);

(h)

A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C.1813);

(i)

A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j)

A 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)(K). If filing as a non-U.S. institution in accordance with Section 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

Item 4.

Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a)

Amount beneficially owned:

Sabby Healthcare Master Fund, Ltd. - 473,997

Sabby Volatility Warrant Master Fund, Ltd. - 451,083

Sabby Management, LLC - 473,997

Hal Mintz - 473,997

(b)

Percent of class:

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Sabby Healthcare Master Fund, Ltd. - 4.99%

Sabby Volatility Warrant Master Fund, Ltd. - 4.75%

Sabby Management, LLC - 4.99%

Hal Mintz - 4.99%

(c)

Number of shares as to which the person has:

Sabby Healthcare Master Fund, Ltd.

(i)

Sole power to vote or to direct the vote

0

,

(ii)

Shared power to vote or to direct the vote

473,997

,

(iii)

Sole power to dispose or to direct the disposition of

0

,

(iv)

Shared power to dispose or to direct the disposition of

473,997

..

Sabby Volatility Warrant Master Fund, Ltd.

(i)
Sole power to vote or to direct the vote
0
,

(ii)
Shared power to vote or to direct the vote
451,083
,

(iii)
Sole power to dispose or to direct the disposition of
0
,

(iv)
Shared power to dispose or to direct the disposition of
451,083
..

Sabby Management, LLC

(i)
Sole power to vote or to direct the vote
0
,

(ii)
Shared power to vote or to direct the vote
473,997
,

(iii)
Sole power to dispose or to direct the disposition of
0
,

(iv)
Shared power to dispose or to direct the disposition of
473,997
..

Hal Mintz

(i)
Sole power to vote or to direct the vote
0
,

(ii)
Shared power to vote or to direct the vote
473,997
,

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(iii)

Sole power to dispose or to direct the disposition of

0

,

(iv)

Shared power to dispose or to direct the disposition of

473,997

..

As calculated in accordance with Rule 13d-3 of the Securities Exchange Act of 1934, as amended, (i) Sabby Healthcare Master Fund, Ltd. and Sabby Volatility Master Fund, Ltd. beneficially own 473,997 and 451,083 shares of the Issuer's common stock (Common Stock), respectively, representing approximately 4.99% and 4.75% of the Common Stock, respectively, and (ii) Sabby Management, LLC and Hal Mintz each beneficially own 473,997 shares of the Common Stock, representing approximately 4.99% of the Common Stock. Sabby Management, LLC and Hal Mintz do not directly own any shares of Common Stock, but each indirectly owns 473,997 shares of Common Stock. Sabby Management, LLC, a Delaware limited liability company, indirectly owns 473,997 shares of Common Stock because it serves as the investment manager of Sabby Healthcare Master Fund, Ltd. and Sabby Volatility Warrant Master Fund, Ltd., Cayman Islands companies. Mr. Mintz indirectly owns 473,997 shares of Common Stock in his capacity as manager of Sabby Management, LLC.

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.

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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.

Not applicable

Item 9.

Notice of Dissolution of Group.

Not applicable

?

Item 10.

Certification.

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.

?

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

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January 5, 2018

(Date)

Sabby Healthcare Master Fund, Ltd.

By: /s/ Harry Thompson
Name: Harry Thompson
Title: Authorized Person of TDF Management Ltd.,
a Director

Sabby Volatility Warrant Master Fund, Ltd.

By: /s/ Harry Thompson
Name: Harry Thompson
Title: Authorized Person of TDF Management Ltd.,
a Director

Sabby Management, LLC*

By: /s/ Robert Grundstein
Name: Robert Grundstein
Title: Chief Operating Officer

/s/ Hal Mintz*
Hal Mintz

*This Reporting Person disclaims beneficial ownership over the securities reported herein except to the extent of its pecuniary interest therein.

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See s.240.13d-7 for other parties for whom copies are to be sent.

Attention. Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

EXHIBIT 1

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JOINT FILING AGREEMENT

The undersigned hereby agree that this Statement on Schedule 13G with respect to the beneficial ownership of shares of Common Stock of Rexahn Pharmaceuticals, Inc. is filed jointly, on behalf of each of them.

Dated: January 5, 2018

Sabby Healthcare Master Fund, Ltd.

By: /s/ Harry Thompson
Name: Harry Thompson
Title: Authorized Person of TDF Management
Ltd., a Director

Sabby Volatility Warrant Master Fund, Ltd.

By: /s/ Harry Thompson
Name: Harry Thompson
Title: Authorized Person of TDF Management
Ltd., a Director

Sabby Management, LLC

By: /s/ Robert Grundstein
Name: Robert Grundstein
Title: Chief Operating Officer

/s/ Hal Mintz
Hal Mintz

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Citizenship or Place of Organization
Delaware

Number of
Shares
Beneficially
Owned by

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Each
Reporting
Person With:

5

Sole Voting Power

6

Shared Voting Power
1,050,402 shares of Common Stock

7

Sole Dispositive Power

8

Shared Dispositive Power
1,050,402 shares of Common Stock

9

Aggregate Amount Beneficially Owned by Each Reporting Person
1,050,402 shares of Common Stock

10

Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11

Percent of Class Represented by Amount in Row (9)
5.7%

12

Type of Reporting Person (See Instructions)

OO

19

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CUSIP No. 21676P103

- 1 Name of Reporting Persons.
I.R.S. Identification Nos. of Above Persons (Entities Only).
Apollo Management Holdings, L.P.
- 2 Check the Appropriate Box if a Member of a Group (See Instructions)
(a) o
(b) x
- 3 SEC Use Only
- 4 Citizenship or Place of Organization
Delaware
- | | | |
|--|---|--|
| | 5 | Sole Voting Power |
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With: | 6 | Shared Voting Power
1,163,648 shares of Common Stock |
| | 7 | Sole Dispositive Power |
| | 8 | Shared Dispositive Power
1,163,648 shares of Common Stock |
| | 9 | Aggregate Amount Beneficially Owned by Each Reporting Person
1,163,648 shares of Common Stock |
- 10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o
- 11 Percent of Class Represented by Amount in Row (9)
6.4%
- 12 Type of Reporting Person (See Instructions)
PN

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CUSIP No. 21676P103

- 1 Name of Reporting Persons.
I.R.S. Identification Nos. of Above Persons (Entities Only).
Apollo Management Holdings GP, LLC
- 2 Check the Appropriate Box if a Member of a Group (See Instructions)
(a) o
(b) x
- 3 SEC Use Only
- 4 Citizenship or Place of Organization
Delaware
- | | | |
|--|---|--|
| | 5 | Sole Voting Power |
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With: | 6 | Shared Voting Power
1,163,648 shares of Common Stock |
| | 7 | Sole Dispositive Power |
| | 8 | Shared Dispositive Power
1,163,648 shares of Common Stock |
| | 9 | Aggregate Amount Beneficially Owned by Each Reporting Person
1,163,648 shares of Common Stock |
- 10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o
- 11 Percent of Class Represented by Amount in Row (9)
6.4%
- 12 Type of Reporting Person (See Instructions)
OO

Item 1.

- (a) Name of Issuer
Cooper-Standard Holdings Inc.
- (b) Address of Issuer's Principal Executive Offices
39550 Orchard Hill Place Drive

Novi, Michigan 48375

Item 2.

- (a) Name of Person Filing
This statement is filed by (i) Apollo Value Investment Master Fund, L.P. (Value Master Fund), (ii) Apollo Value Advisors, L.P. (Value Advisors), (iii) Apollo Value Capital Management, LLC (Value Capital Management), (iv) Apollo Value Management, L.P. (Value Management), (v) Apollo Value Management GP, LLC (Value Management GP), (vi) Apollo Strategic Value Master Fund, L.P. (SVF Master Fund), (vii) Apollo SVF Advisors, L.P. (SVF Advisors), (viii) Apollo SVF Capital Management, LLC (SVF Capital Management), (ix) Lyxor/Apollo Distressed Fund Limited (Lyxor Fund), (x) Apollo Special Opportunities Managed Account, L.P. (SOMA Fund), (xi) Apollo SOMA Advisors, L.P. (SOMA Advisors), (xii) Apollo SOMA Capital Management, LLC (SOMA Capital Management), (xiii) Apollo SVF Management, L.P. (SVF Management), (xiv) Apollo SVF Management GP, LLC (SVF Management GP), (xv) Apollo Capital Management, L.P. (Capital Management), (xvi) Apollo Capital Management GP, LLC (Capital Management GP), (xvii) Apollo Principal Holdings II, L.P. (Principal II), (xviii) Apollo Principal Holdings II GP, LLC (Principal GP), (xix) Apollo Management Holdings, L.P. (Holdings), and (xx) Apollo Management Holdings GP, LLC (Holdings GP). Value Master Fund, SVF Master Fund, Lyxor Fund and SOMA Fund each hold shares of Common Stock of the Issuer. Value Advisors serves as the managing general partner of Value Master Fund and Value Capital Management serves as the general partner of Value Advisors. Value Management serves as the manager of Value Master Fund and Value Management GP serves as the general partner of Value Management. SVF Advisors serves as the managing general partner of SVF Master Fund and SVF Capital Management serves as the general partner of SVF Advisors. SVF Management serves as the manager of SVF Master Fund and SOMA Fund, and the trading advisor of Lyxor Fund, and SVF Management GP serves as the general partner of SVF Management. SOMA Advisors serves as the general partner of SOMA Fund and SOMA Capital Management serves as the general partner of SOMA Advisors. Capital Management serves as the sole member and manager of Value Management GP and SVF Management GP, and Capital Management GP serves as the general partner of Capital Management. Principal II serves as the sole member and manager of Value Capital Management, SVF Capital Management and SOMA Capital Management, and Principal GP serves as the general partner of Principal II. Holdings serves as the sole member-manager of Capital Management GP, and Holdings GP serves as the general partner of Holdings. Value Master Fund, Value Advisors, Value Capital Management, Value Management, Value Management GP, SVF Master Fund, SVF Advisors, SVF Capital Management, Lyxor Fund, SOMA Fund, SOMA Advisors, SOMA Capital Management, SVF Management, SVF Management GP, Capital Management, Capital Management GP, Principal II, Principal GP, Holdings and Holdings GP are collectively referred to herein as the Reporting Persons.

- (b) Address of Principal Business Office or, if none, Residence
 The principal office of Value Master Fund, Value Advisors, Value Capital Management, SVF Master Fund, SVF Advisors, SVF Capital Management, SOMA Fund, SOMA Advisors, SOMA Capital Management, Principal II and Principal GP is One Manhattanville Road, Suite 201, Purchase, New York 10577. The principal office of Lyxor Fund is PO Box 78, 18 Esplanade, St. Helier, Jersey JE4 8PR, Channel Islands. The principal office of each of Value Management, Value Management GP, SVF Management, SVF Management GP, Capital Management, Capital Management GP, Holdings and Holdings GP is 9 W. 57th Street, 43rd Floor, New York, NY 10019.
- (c) Citizenship
 SOMA Fund, Value Advisors, Value Management, SVF Advisors, SOMA Advisors, SVF Management, Capital Management, Principal II and Holdings are each Delaware limited partnerships. Value Capital Management, Value Management GP, SVF Capital Management, SOMA Capital Management, SVF Management GP, Capital Management GP, Principal GP and Holdings GP are each Delaware limited liability companies. Value Master Fund and SVF Master Fund are both exempted limited partnerships registered in the Cayman Islands. Lyxor Fund is a limited company organized under the laws of Jersey.
- (d) Title of Class of Securities
 Common stock, par value \$0.001 (the Common Stock).
- (e) CUSIP Number
 21676P103

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:
 Not applicable.

Item 4. Ownership.

(a) Amount beneficially owned:

Value Master Fund:	221,037 shares of Common Stock
Value Advisors:	221,037 shares of Common Stock
Value Capital Management:	221,037 shares of Common Stock
Value Management:	221,037 shares of Common Stock
Value Management GP:	221,037 shares of Common Stock
SVF Master Fund:	233,301 shares of Common Stock
SVF Advisors:	233,301 shares of Common Stock
SVF Capital Management:	233,301 shares of Common Stock
Lyxor Fund:	37,081 shares of Common Stock
SOMA Fund:	596,064 shares of Common Stock
SOMA Advisors:	596,064 shares of Common Stock
SOMA Capital Management:	596,064 shares of Common Stock
SVF Management:	942,611 shares of Common Stock
SVF Management GP:	942,611 shares of Common Stock
Capital Management:	1,163,648 shares of Common Stock
Capital Management GP:	1,163,648 shares of Common Stock
Principal II:	1,050,402 shares of Common Stock
Principal GP:	1,050,402 shares of Common Stock
Holdings	1,163,648 shares of Common Stock
Holdings GP	1,163,648 shares of Common Stock

The number of shares reported as beneficially owned by SVF Management includes 76,165 shares of the Issuer's common stock held by Permal Apollo Value Investment Fund Ltd. (Permal Fund), which entered into an Investment Advisory Agreement with SVF Management in December 2009, whereby SVF Management is given the authority to make investment decisions on behalf of, and vote securities held by, Permal Fund. The shares held by Permal Fund are therefore included in the shares shown as beneficially owned by SVF Management, SVF Management GP, Capital Management, Capital Management GP, Holdings and Holdings GP in this section (a) of Item 4 and sections (b) and (c) of Item 4 below.

Value Master Fund, SVF Master Fund, Lyxor Fund and SOMA Fund each disclaims beneficial ownership of all shares of the Common Stock included in this report other than the shares of Common Stock held of record by such Reporting Person, and the filing of this report shall not be construed as an admission that any such person or entity is the beneficial owner of any such securities for purposes of Section 13(d) or 13(g) of the Securities Exchange Act of 1934, as amended, or for any other purpose. Value Advisors, Value Capital Management, Value Management, Value Management GP, SVF Advisors, SVF Capital Management, SOMA Advisors, SOMA Capital Management, SVF Management, SVF Management GP, Capital Management, Capital Management GP, Principal II, Principal GP, Holdings, Holdings GP, and Messrs. Leon Black, Joshua Harris and Marc Rowan, the managers of Principal GP, and the managers, as well as principal executive officers, of Holdings GP, disclaim beneficial ownership of all shares of the Common Stock included in this report, and the filing of this report shall not be construed as an admission that any such person or entity is the beneficial owner of any such securities for purposes of Section 13(d) or 13(g) of the Securities Exchange Act of 1934, as amended, or for any other purpose.

(b) Percent of class:

Value Master Fund:	1.2%
Value Advisors:	1.2%
Value Capital Management:	1.2%
Value Management:	1.2%
Value Management GP:	1.2%
SVF Master Fund:	1.3%
SVF Advisors:	1.3%
SVF Capital Management:	1.3%
Lyxor Fund:	0.2%
SOMA Fund:	3.3%
SOMA Advisors:	3.3%
SOMA Capital Management:	3.3%
SVF Management:	5.1%
SVF Management GP:	5.1%
Capital Management:	6.4%
Capital Management GP:	6.4%
Principal II:	5.7%
Principal GP:	5.7%
Holdings	6.4%
Holdings GP	6.4%

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The percentage amounts are based upon 18,319,278 shares of Common Stock outstanding as of November 4, 2011, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 10, 2011.

(c) Number of shares as to which the person has:

- (i) Sole power to vote or to direct the vote:
0 for all Reporting Persons.
- (ii) Shared power to vote or to direct the vote:

Value Master Fund:	221,037 shares of Common Stock
Value Advisors:	221,037 shares of Common Stock
Value Capital Management:	221,037 shares of Common Stock
Value Management:	221,037 shares of Common Stock
Value Management GP:	221,037 shares of Common Stock
SVF Master Fund:	233,301 shares of Common Stock
SVF Advisors:	233,301 shares of Common Stock
SVF Capital Management:	233,301 shares of Common Stock
Lyxor Fund:	37,081 shares of Common Stock
SOMA Fund:	596,064 shares of Common Stock
SOMA Advisors:	596,064 shares of Common Stock
SOMA Capital Management:	596,064 shares of Common Stock
SVF Management:	942,611 shares of Common Stock
SVF Management GP:	942,611 shares of Common Stock
Capital Management:	1,163,648 shares of Common Stock
Capital Management GP:	1,163,648 shares of Common Stock
Principal II:	1,050,402 shares of Common Stock
Principal GP:	1,050,402 shares of Common Stock
Holdings	1,163,648 shares of Common Stock
Holdings GP	1,163,648 shares of Common Stock

(iii) Sole power to dispose or to direct the disposition of:

0 for all Reporting Persons.

(iv) Shared power to dispose or to direct the disposition of:

Value Master Fund:	221,037 shares of Common Stock
Value Advisors:	221,037 shares of Common Stock
Value Capital Management:	221,037 shares of Common Stock
Value Management:	221,037 shares of Common Stock
Value Management GP:	221,037 shares of Common Stock
SVF Master Fund:	233,301 shares of Common Stock
SVF Advisors:	233,301 shares of Common Stock
SVF Capital Management:	233,301 shares of Common Stock
Lyxor Fund:	37,081 shares of Common Stock
SOMA Fund:	596,064 shares of Common Stock
SOMA Advisors:	596,064 shares of Common Stock
SOMA Capital Management:	596,064 shares of Common Stock
SVF Management:	942,611 shares of Common Stock
SVF Management GP:	942,611 shares of Common Stock
Capital Management:	1,163,648 shares of Common Stock
Capital Management GP:	1,163,648 shares of Common Stock

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Principal II:	1,050,402 shares of Common Stock
Principal GP:	1,050,402 shares of Common Stock
Holdings	1,163,648 shares of Common Stock
Holdings GP	1,163,648 shares of Common Stock

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

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.

Not applicable.

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

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

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.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 10, 2012

APOLLO VALUE INVESTMENT MASTER FUND, L.P.

By: Apollo Value Advisors, L.P.
its managing general partner

By: Apollo Value Capital Management, LLC
its general partner

By: /s/ Cindy Michel
Cindy Michel
Vice President

APOLLO VALUE ADVISORS, L.P.

By: Apollo Value Capital Management, LLC
its general partner

By: /s/ Cindy Michel
Cindy Michel
Vice President

APOLLO VALUE CAPITAL MANAGEMENT, LLC

By: /s/ Cindy Michel
Cindy Michel
Vice President

APOLLO VALUE MANAGEMENT, L.P.

By: Apollo Value Management GP, LLC
its general partner

By: /s/ Cindy Michel
Cindy Michel
Vice President

APOLLO VALUE MANAGEMENT GP, LLC

By: /s/ Cindy Michel
Cindy Michel
Vice President

APOLLO STRATEGIC VALUE MASTER FUND, L.P.

By: Apollo SVF Advisors, L.P.
its managing general partner

By: Apollo SVF Capital Management, LLC
its general partner

By: /s/ Cindy Michel
Cindy Michel
Vice President

APOLLO SVF ADVISORS, L.P.

By: Apollo SVF Capital Management, LLC
its general manager

By: /s/ Cindy Michel
Cindy Michel
Vice President

APOLLO SVF CAPITAL MANAGEMENT, LLC

By: /s/ Cindy Michel
Cindy Michel
Vice President

LYXOR/APOLLO DISTRESSED FUND LIMITED

By: Apollo SVF Management, L.P.
its trading advisor

By: Apollo SVF Management GP, LLC
its general partner

By: /s/ Cindy Michel
Cindy Michel
Vice President

APOLLO SPECIAL OPPORTUNITIES MANAGED ACCOUNT, L.P.

By: Apollo SOMA Advisors, L.P.
its general partner

By: Apollo SOMA Capital Management, LLC
its general partner

By: /s/ Cindy Michel
Cindy Michel
Vice President

APOLLO SOMA ADVISORS, L.P.

By: Apollo SOMA Capital Management, LLC
its general partner

By: /s/ Cindy Michel
Cindy Michel
Vice President

APOLLO SOMA CAPITAL MANAGEMENT, LLC

By: /s/ Cindy Michel
Cindy Michel
Vice President

APOLLO SVF MANAGEMENT, L.P.

By: Apollo SVF Management GP, LLC
its general partner

By: /s/ Cindy Michel
Cindy Michel
Vice President

APOLLO SVF MANAGEMENT GP, LLC

By: /s/ Cindy Michel
Cindy Michel
Vice President

APOLLO CAPITAL MANAGEMENT, L.P.

By: Apollo Capital Management GP, LLC
its general partner

By: /s/ Cindy Michel
Cindy Michel
Vice President

APOLLO CAPITAL MANAGEMENT GP, LLC

By: /s/ Cindy Michel
Cindy Michel
Vice President

APOLLO PRINCIPAL HOLDINGS II, L.P.

By: Apollo Principal Holdings II GP, LLC
its general partner

By: /s/ Cindy Michel
Cindy Michel
Vice President

APOLLO PRINCIPAL HOLDINGS II GP, LLC

By: /s/ Cindy Michel
Cindy Michel
Vice President

APOLLO MANAGEMENT HOLDINGS, L.P.

By: Apollo Management Holdings GP, LLC
its general partner

By: /s/ Cindy Michel
Cindy Michel
Vice President

APOLLO MANAGEMENT HOLDINGS GP, LLC

By: /s/ Cindy Michel
Cindy Michel
Vice President