FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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OMB APPROVAL							
OMB Ni week and	2225 22						

OMB Number: Estimated average burden

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

ال obligati	ons may conti tion 1(b).			File							urities Exchan Company Act		f 1934			hours	per response:	0.5
1. Name and Address of Reporting Person* JAFFER REHAN (Last) (First) (Middle)					2. <u>T</u>	Issuer I EMP NC. [Name a	ind T EA	icker or	Tradii NTE	ng Symbol ERNATIO		all app	olicable) ctor er (give title	g Person(s) to I X 10% (Other below	Owner (specify		
C/O H PARTNERS MANAGEMENT, LLC 888 SEVENTH AVENUE, 29TH FLOOR					Date of 5/18/20		st Ira	nsactioi	n (Moi	nth/Day/Year)								
(Street) NEW YC			10019 (Zip))	- 4. -	. If Amer	ndment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Chec Line) Form filed by One Reporting P X Form filed by More than One F Person										e Reporting Per	son
		Tab	le I -	Non-Deriv	vativ	e Sec	curitie	s A	cquir	ed, C	Disposed o	of, or E	Benefic	ially (Owne	ed		
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Y				Execu	Deemed cution Date, ly nth/Day/Year)		3. Transaction Code (Instr. 8)				cquired (A) or D) (Instr. 3, 4 and !		Secur Benef Owne	ficially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D)	Price			action(s) a and 4)		(Instr. 4)
Common Stock ⁽¹⁾⁽²⁾				05/18/20	017				P		110,000	A	\$45.9	965(5)	5,2	253,100	I	By H Partners, LP ⁽³⁾
Common Stock ⁽¹⁾⁽²⁾ 05			05/18/20)17				P		40,000	A	\$45.9	965 ⁽⁵⁾	1,958,100		I	By H Offshore Fund, Ltd. ⁽⁴⁾	
		Ta	able I								sposed of, , convertib				vned			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Executif any	eemed ution Date, , th/Day/Year)		saction e (Instr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exe			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Deriv Secu (Insti		9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	e V	(A)	(D)	Date Exer	cisabl	Expiration e Date	Title	Amount or Number of Shares					
	nd Address of	Reporting Person *																
		(First) MANAGEMEN ENUE, 29TH FL	T, LL															
(Street) NEW Y	ORK	NY	1	10019		-												
(City)		(State)	(Zip)														
		Reporting Person* MANAGEME	<u>NT,</u>	LLC														

(Middle)

10019

(Zip)

(First)

NY

(State)

888 SEVENTH AVENUE

(Last)

(Street) **NEW YORK**

(City)

29TH FLOOR

Explanation of Responses:

- 1. This Form 4 is filed jointly by H Partners Management, LLC ("H Management") and Rehan Jaffer (collectively, the "Reporting Persons"). The securities reported herein are held in the accounts of certain investment funds owned and managed by H Management, including H Partners, LP ("H LP") and H Offshore Fund, Ltd. ("H Offshore") and a certain managed account, each of which individually owns less than 10% of the Issuer's outstanding shares of common stock. The Reporting Persons are filing this report because each of the Reporting Persons may be deemed to be a member of a Section 13(d) group that collectively owns more than 10% of the Issuer's outstanding shares of common stock.
- 2. Each Reporting Person disclaims beneficial ownership of the securities reported herein except to the extent of his or its pecuniary interest therein, and this report shall not be deemed an admission that any Reporting Person is the beneficial owner of such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.
- 3. H LP directly owns the reported securities. H Management, as the investment manager of H LP, and Mr. Jaffer, as managing member of H Management, may be deemed to have voting and dispositive power with respect to the shares of common stock held by H LP.
- 4. H Offshore directly owns the reported securities. H Management, as the investment manager of H Offshore, and Mr. Jaffer, as managing member of H Management, may be deemed to have voting and dispositive power with respect to the shares of common stock held by H Offshore.
- 5. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$45.9700 to \$46.0800, excluding commissions. The Reporting Persons undertake to provide to the Issuer, any security holder of 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 ranges set forth in footnote 5 to this Form 4.

<u>/s/ Rehan Jaffer</u> <u>05/22/2017</u>

/s/ H Partners Management,

LLC, By: /s/ Rehan Jaffer, as 05/22/2017

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.