

ASPEN AEROGELS INC

Reported by **HUFF CRAIG A**

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 06/20/14 for the Period Ending 06/18/14

Address 30 FORBES ROAD

BUILDING B

NORTHBOROUGH, MA 01532

Telephone 5086911111

CIK 0001145986

Symbol ASPN

Fiscal Year 12/31





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

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Addı	ress of Rep	oorting Person *	2. Is	suer Nan	ne and	lΤ	icker o	r Tı	rading Syn	nbol	5. Relationship of Reporting (Check all applicable)	Person(s)	to Issuer		
HUFF CRAIG	i Α		AS	PEN A	ERO	G	ELS I	N(C [ASPI						
(Last)	(First)	(Middle)	3. D	ate of Ea	rliest	Γra	nsactio	n (l	MM/DD/YYY	X Director	X 10%	6 Owner			
C/O RESERV GROUP, L.L. AVENUE, 167			6	/1	8/2014	4		Officer (give title below)below)	Other	(specify					
A VENCE, 101	(Street)	OK		Amendn		Dat	e Origi	nal	Filed	6. Individual or Joint/Group l	Filing (Che	eck			
NEW MORE	NIX 7 4.04	= 2	(MM	/DD/YYYY)					Applicable Line)					
NEW YORK,											Form filed by One Reporting Person				
(City)	(State)	(Zip)									_ X _ Form filed by More than One Re	eporting Pers	son		
		Table I - Non-	Derivat	ive Secui	rities A	4c	quired,	, Di	sposed of,	, or E	Beneficially Owned				
1.Title of Security (Instr. 3)			2. Trans. Date	2A. Deemed Execution Date, if	3. Trans. Code		4. Securi (A) or D (Instr. 3,	ispos	sed of (D)	Follo	nount of Securities Beneficially Owned wing Reported Transaction(s) . 3 and 4)	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership		
				any	Code	v	Amount	(A) or (D)	Price			or Indirect (I) (Instr. 4)	(Instr. 4)		
Common Stock			6/18/2014		С		123	A	(1)		263	I	Held by Reservoir Capital Master Fund, L.P. (2)		
Common Stock			6/18/2014		С		144	A	(3)		407	I	Held by Reservoir Capital Master Fund, L.P. (2)		
Common Stock			6/18/2014		С		1996	A	(4)		2403	I	Held by Reservoir Capital Master Fund, L.P. (2)		
Common Stock			6/18/2014		С		1102	A	(4)		3505	I	Held by Reservoir Capital Master Fund, L.P. (2)		
Common Stock			6/18/2014		P		68726	A	\$6.875 ⁽⁵⁾		72231	I	Held by Reservoir Capital Master Fund, L.P. (2)		
Common Stock			6/18/2014		P		37617	A	\$6.875 ⁽⁶⁾		109848	I	Held by Reservoir Capital Master Fund, L.P. (2)		
													Held by		

1.Title of Security (Instr. 3)	2. Trans. Date	Deemed	3. Tran Code		(A) or D	ispos	sed of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Ownership	
		Execution Date, if any	(Instr. 8	8)	(Instr. 3.	(A) or	d 5)	(Instr. 3 and 4)	Form: Direct (D) or Indirect (I) (Instr.	Beneficial Ownership
			Code	V	Amount		Price		4)	
Common Stock	6/18/2014		P		34019	A	\$6.875 ⁽⁷⁾	143867	I	Reservoir Capital Master Fund, L.P. (2)
Common Stock	6/18/2014		P		41543	A	\$6.875 ⁽⁸⁾	185410	I	Held by Reservoir Capital Master Fund, L.P. (2)
Common Stock	6/18/2014		P		19307	A	\$6.875 ⁽⁹⁾	204717	I	Held by Reservoir Capital Master Fund, L.P. (2)
Common Stock	6/18/2014		P		44973	A	\$11.00	249690	I	Held by Reservoir Capital Master Fund, L.P. (2)
Common Stock	6/18/2014		С		831	A	(1)	1882	I	Held by Reservoir Capital Partners, L.P. (2)
Common Stock	6/18/2014		С		1076	A	(3)	2958	I	Held by Reservoir Capital Partners, L.P. (2)
Common Stock	6/18/2014		С		510	A	(10)	3468	I	Held by Reservoir Capital Partners, L.P. (2)
Common Stock	6/18/2014		C		12	A	(4)	3480	I	Held by Reservoir Capital Partners, L.P. (2)
Common Stock	6/18/2014		С		22635	A	(4)	26115	I	Held by Reservoir Capital Partners, L.P. (2)
Common Stock	6/18/2014		С		9355	A	(4)	35470	I	Held by Reservoir Capital Partners, L.P. (2)
Common Stock	6/18/2014		P		779720	A	\$6.875 ⁽¹¹⁾	815190	I	Held by Reservoir Capital Partners, L.P. (2)
Common Stock	6/18/2014		P		319451	A	\$6.875 ⁽¹²⁾	1134641	I	Held by Reservoir Capital Partners, L.P. (2)
Common Stock	6/18/2014		P		283557	A	\$6.875 ⁽¹³⁾	1418198	I	Held by Reservoir Capital

		Table 1	I - Non-	Deriv	ati	ve Secu	rities A	A c	quired	, Di	isposed	of,	or B	eneficially	y Owned				
1.Title of Security (Instr. 3)				2. Trans. Date		2A. Deemed Execution Date, if	3. Tran Code (Instr. 8		(A) or Disp		sed of (D) ad 5)		Follow	ount of Securing Reported and 4)		cially Owned	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
						,	Code	V	Amount	or (D)							(I) (Instr. 4)	Partners,	
												_						L.P. ⁽²⁾ Held by	
Common Stock				6/18/2	014		P		585779	A	\$6.875	(14)		20	03977		I	Reservoir Capital Partners, L.P. (2)	
Common Stock				6/18/2	014		P		161326	A	\$6.875	(15)		21	65303		I	Held by Reservoir Capital Partners, L.P. (2)	
Common Stock	Common Stock				014		P		455027 A \$11.00)	2620330				I	Held by Reservoir Capital Partners, L.P. (2)		
Common Stock														,	7727		D		
Tab	ole II - De	rivative	Securiti	ies Be	ene	ficially (Owned	l (<i>e.g.</i> , p	uts	, calls, v	war	rants	s, options	, convert	ible secur	rities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans.	3A. Deemed Execution Date, if any	4. Trans	s.	5. Number Derivative Acquired (Disposed of (Instr. 3, 4	of Securitie A) or of (D)	٦	6. Date E	xerc	isable	7. T Secu Deri	Citle and Amount of urities Underlying ivative Security (Instr. 3 and 4) 8. Price of 9. Number Derivative of Security (Instr. 5) 8. Price of 9. Number derivative of Security (Instr. 5)			9. Number of derivative Securities Beneficially Owned	10. Ownership Form of Derivative Security: Direct (D)	(Instr. 4)	
				Code	v	(A)	(D)		Date Exercisab	le [Expiration Date	Title	e	Amount or Number of Shares		Following Reported Transaction (s) (Instr. 4)	or Indirect (I) (Instr. 4)		
Series A Preferred Stock	(1)	6/18/2014		С			77481		8/14/2009	•	(16)		mmon ock	123 (1)	(1)	0	I	Held by Reservoir Capital Master Fund, L.P. (2)	
Series A Preferred Stock	(1)	6/18/2014		С			522243		8/14/2009)	(16)		mmon ock	831 (1)	(1)	0	I	Held by Reservoir Capital Partners, L.P. (2)	
Series A Preferred Stock	(3)	6/18/2014		С			91141		9/14/2009	,	(16)		mmon ock	144 (3)	(3)	0	I	Held by Reservoir Capital Master Fund, L.P. (2)	
Series A Preferred Stock	(3)	6/18/2014		С			679933		9/14/2009)	(16)		mmon ock	1076 (3)	(3)	0	I	Held by Reservoir Capital Partners, L.P. (2)	
Series B Preferred Stock	(10)	6/18/2014		С			280909		9/22/2010)	(16)		mmon ock	510 (10)	(10)	0	I	Held by Reservoir Capital Partners, L.P. (2)	
Series C Preferred Stock	(4)	6/18/2014		С			10000		5/9/2013		(16)		mmon ock	12 (4)	(4)	0	I	Held by Reservoir Capital Partners, L.P. (2)	
Warrant to Purchase Series C Preferred Stock	\$0.0001	6/18/2014		X			165874	1	3/28/2013	3	3/28/2023	Pre	ries C ferred ock	1658741 (17)	\$0.00 (17)	0	I	Held by Reservoir Capital Master Fund,	

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date			3A. Deemed Execution Date, if any	4. Trans Code (Instr 8)		5. Number Derivative Acquired (Disposed of (Instr. 3, 4	Securities (A) or of (D)	6. Date Exe and Expirati			Underlying Security	(Instr. 5)	of derivative Securities Beneficially Owned	Security: Direct (D)	Beneficial
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Following Reported Transaction (s) (Instr. 4)	Ily Security: Direct (D) or Indirect (I) (Instr. 4) I I I I I I I I I I I I I			
(right to buy)															L.P. ⁽²⁾		
Series C Preferred Stock	(4)	6/18/2014		X		1658741		6/18/2014	(16)	Common Stock	2011	\$0.00 ⁽⁴⁾	1658741		Held by Reservoir Capital Master Fund, L.P. (2)		
Series C Preferred Stock	(4)	6/18/2014		S (17)			12437	6/18/2014	(16)	Common Stock	15	\$0.0133 (17)	1646304	I	Held by Reservoir Capital Master Fund, L.P. (2)		
Series C Preferred Stock	(4)	6/18/2014		С			1646304	6/18/2014	(16)	Common Stock	1996 (4)	(4)	0		Held by Reservoir Capital Master Fund, L.P. (2)		
Warrant to Purchase Series C Preferred Stock (right to buy)	\$0.0001	6/18/2014		X			18808882	3/28/2013	3/28/2023	Series C Preferred Stock	18808882	\$0.00 (18)	0		Held by Reservoir Capital Partners, L.P. (2)		
Series C Preferred Stock	(4)	6/18/2014		X		18808882		6/18/2014	(16)	Common Stock	22806	\$0.00 (4)	18808882	I	Held by Reservoir Capital Partners, L.P. (2)		
Series C Preferred Stock	(4)	6/18/2014		S (18)			141023	6/18/2014	(16)	Common Stock	171	\$0.0133 (18)	18667859		Held by Reservoir Capital Partners, L.P. (2)		
Series C Preferred Stock	(4)	6/18/2014		С			18667859	6/18/2014	(16)	Common Stock	22635 (4)	(4)	0	1	Held by Reservoir Capital Partners, L.P. (2)		
Warrant to Purchase Series C Preferred Stock (right to buy)	\$0.0001	6/18/2014		X			915383	5/6/2013	3/28/2023	Series C Preferred Stock	915383	\$0.00 (19)	0	I	Held by Reservoir Capital Master Fund, L.P. (2)		
Series C Preferred Stock	(4)	6/18/2014		X		915383		6/18/2014	(16)	Common Stock	1110	\$0.00 (4)	915383	I	Held by Reservoir Capital Master Fund, L.P. (2)		
Series C Preferred Stock	(4)	6/18/2014		S (19)			6864	6/18/2014	(16)	Common Stock	8	\$0.0133 (19)	908519	I	Held by Reservoir Capital Master Fund, L.P. (2)		
Series C Preferred Stock	(4)	6/18/2014		С			908519	6/18/2014	(16)	Common Stock	1102 (4)	(4)	0	I	Held by Reservoir Capital Master Fund, L.P. (2)		

Tab	ole II - Dei	rivative	Securiti	es Be	ene	ficially	Owned ((<i>e.g.</i> , put	ts, calls,	warrants	s, options	, convert	ible secur	ities)	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number Derivative Acquired (Disposed of (Instr. 3, 4	Securities (A) or of (D)	6. Date Exe and Expirat		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	of derivative Securities Beneficially Owned	Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Following Reported Transaction (s) (Instr. 4)	or Indirect (I) (Instr. 4)	
Warrant to Purchase Series C Preferred Stock (right to buy)	\$0.0001	6/18/2014		X			7773556	5/6/2013	3/28/2023	Series C Preferred Stock	7773556	\$0.00 (20)	0	I	Held by Reservoir Capital Partners, L.P. (2)
Series C Preferred Stock	(4)	6/18/2014		X		7773556		6/18/2014	(16)	Common Stock	9425	\$0.00 (4)	7773556	I	Held by Reservoir Capital Partners, L.P. (2)
Series C Preferred Stock	(4)	6/18/2014		S (20)			58284	6/18/2014	(16)	Common Stock	71	\$0.0133 (20)	7715272	I	Held by Reservoir Capital Partners, L.P. (2)
Series C Preferred Stock	(4)	6/18/2014		С			7715272	6/18/2014	(16)	Common Stock	9355 (4)	(4)	0	I	Held by Reservoir Capital Partners, L.P. (2)

Explanation of Responses:

- (1) The Series A Preferred Stock automatically converted into Common Stock upon the closing of the Issuer's initial public offering pursuant to the Issuer's Restated Certificate of Incorporation, as amended, based on the conversion rate in effect at the time of conversion. The Series A Preferred Stock issued on August 14, 2009 converted to Common Stock on a 0.00159191-for-1 basis.
- (2) The securities held by Reservoir Capital Partners, L.P. ("RCP") or Reservoir Capital Master Fund, L.P. ("RCMF") may be deemed to be beneficially owned by Craig A. Huff and Daniel Stern, who are the senior managing members (the "Reservoir Members") of RCGM, LLC ("RCGM"). RCGM is the managing member of Reservoir Capital Group, L.L.C. ("RCG"), which is the general partner of Reservoir Capital Partners (Cayman), L.P. ("RCP Cayman"), which is the sole member of RCP GP, LLC ("RCP GP"), and which is the general partner of RCP. RCG is the general partner of RCMF. Each of the Reservoir Members, RCGM, RCG, RCP Cayman and RCP GP disclaims beneficial ownership of the reported securities except to the extent of his or its pecuniary interest therein.
- (3) The Series A Preferred Stock automatically converted into Common Stock upon the closing of the Issuer's initial public offering pursuant to the Issuer's Restated Certificate of Incorporation, as amended, based on the conversion rate in effect at the time of conversion. The Series A Preferred Stock issued on September 14, 2009 converted to Common Stock on a 0.00158300-for-1 basis.
- (4) The Series C Preferred Stock automatically converted into Common Stock upon the closing of the Issuer's initial public offering pursuant to the Issuer's Restated Certificate of Incorporation, as amended, based on the conversion rate in effect at the time of conversion. The Series C Preferred Stock converted to Common Stock on a 0.00121250-for-1 basis.
- (5) Upon the closing of the Issuer's initial public offering on June 18, 2014, the reporting person was issued shares of common stock upon the automatic conversion of the principal amount of \$428,895 plus accrued and unpaid interest on the Senior Subordinated Convertible Note issued to the reporting person on March 28, 2013, which was automatically convertible at 62.5% of the Issuer's initial public offering price pursuant to the terms of the note. The Issuer's initial public offering price was \$11.00 per share, so the conversion price was \$6.875 per share.
- (6) Upon the closing of the Issuer's initial public offering on June 18, 2014, the reporting person was issued shares of common stock upon the automatic conversion of the principal amount of \$236,688 plus accrued and unpaid interest on the Senior Subordinated Convertible Note issued to the reporting person on May 6, 2013, which was automatically convertible at 62.5% of the Issuer's initial public offering price pursuant to the terms of the note. The Issuer's initial public offering price was \$11.00 per share, so the conversion price was \$6.875 per share.
- (7) Upon the closing of the Issuer's initial public offering on June 18, 2014, the reporting person was issued shares of common stock upon the automatic conversion of the principal amount of \$199,505 plus accrued and unpaid interest on the Subordinated Convertible Promissory Note issued to the reporting person on June 11, 2012, which was automatically convertible at 62.5% of the Issuer's initial public offering price pursuant to the terms of the note. The Issuer's initial public offering price was \$11.00 per share, so the conversion price was \$6.875 per share.
- (8) Upon the closing of the Issuer's initial public offering on June 18, 2014, the reporting person was issued shares of common stock upon the automatic conversion of the principal amount of \$249,301 plus accrued and unpaid interest on the Subordinated Convertible Promissory Note issued to the reporting person on September 26, 2012, which was automatically convertible at 62.5% of the Issuer's initial public offering price pursuant to the terms of the note. The Issuer's initial public offering price was \$11.00 per share, so the

conversion price was \$6.875 per share.

- (9) Upon the closing of the Issuer's initial public offering on June 18, 2014, the reporting person was issued shares of common stock upon the automatic conversion of the principal amount of \$108,829 plus accrued and unpaid interest on the Subordinated Convertible Promissory Note issued to the reporting person on December 6, 2011, which was automatically convertible at 62.5% of the Issuer's initial public offering price pursuant to the terms of the note. The Issuer's initial public offering price was \$11.00 per share, so the conversion price was \$6.875 per share.
- (10) The Series B Preferred Stock automatically converted into Common Stock upon the closing of the Issuer's initial public offering pursuant to the Issuer's Restated Certificate of Incorporation, as amended, based on the conversion rate in effect at the time of conversion. The Series B Preferred Stock issued on September 22, 2010 converted to Common Stock on a 0.00181579-for-1 basis.
- (11) Upon the closing of the Issuer's initial public offering on June 18, 2014, the reporting person was issued shares of common stock upon the automatic conversion of the principal amount of \$4,865,936 plus accrued and unpaid interest on the Senior Subordinated Convertible Note issued to the reporting person on March 28, 2013, which was automatically convertible at 62.5% of the Issuer's initial public offering price pursuant to the terms of the note. The Issuer's initial public offering price was \$11.00 per share, so the conversion price was \$6.875 per share.
- (12) Upon the closing of the Issuer's initial public offering on June 18, 2014, the reporting person was issued shares of common stock upon the automatic conversion of the principal amount of \$2,009,983 plus accrued and unpaid interest on the Senior Subordinated Convertible Note issued to the reporting person on May 6, 2013, which was automatically convertible at 62.5% of the Issuer's initial public offering price pursuant to the terms of the note. The Issuer's initial public offering price was \$11.00 per share, so the conversion price was \$6.875 per share.
- (13) Upon the closing of the Issuer's initial public offering on June 18, 2014, the reporting person was issued shares of common stock upon the automatic conversion of the principal amount of \$1,662,913 plus accrued and unpaid interest on the Subordinated Convertible Promissory Note issued to the reporting person on June 11, 2012, which was automatically convertible at 62.5% of the Issuer's initial public offering price pursuant to the terms of the note. The Issuer's initial public offering price was \$11.00 per share, so the conversion price was \$6.875 per share.
- (14) Upon the closing of the Issuer's initial public offering on June 18, 2014, the reporting person was issued shares of common stock upon the automatic conversion of the principal amount of \$3,515,260 plus accrued and unpaid interest on the Subordinated Convertible Promissory Note issued to the reporting person on September 26, 2012, which was automatically convertible at 62.5% of the Issuer's initial public offering price pursuant to the terms of the note. The Issuer's initial public offering price was \$11.00 per share, so the conversion price was \$6.875 per share.
- (15) Upon the closing of the Issuer's initial public offering on June 18, 2014, the reporting person was issued shares of common stock upon the automatic conversion of the principal amount of \$909,350 plus accrued and unpaid interest on the Subordinated Convertible Promissory Note issued to the reporting person on December 6, 2011, which was automatically convertible at 62.5% of the Issuer's initial public offering price pursuant to the terms of the note. The Issuer's initial public offering price was \$11.00 per share, so the conversion price was \$6.875 per share.
- (16) Not applicable.
- (17) Immediately prior to the consummation of the Issuer's initial public offering, the warrants to purchase Series C preferred stock were automatically exercised on a cashless basis for shares of Series C preferred stock, resulting in the Issuer's withholding of 12,437 shares of Series C preferred stock to pay the exercise price and issuing to the reporting person the remaining 1,646,304 shares of Series C preferred stock. The Issuer's withholding of Series C preferred stock was at a price per share of Series C preferred stock equivalent to the initial public offering price of \$11.00 per share of common stock.
- (18) Immediately prior to the consummation of the Issuer's initial public offering, the warrants to purchase Series C preferred stock were automatically exercised on a cashless basis for shares of Series C preferred stock, resulting in the Issuer's withholding of 141,023 shares of Series C preferred stock to pay the exercise price and issuing to the reporting person the remaining 18,667,859 shares of Series C preferred stock. The Issuer's withholding of Series C preferred stock was at a price per share of Series C preferred stock equivalent to the initial public offering price of \$11.00 per share of common stock.
- (19) Immediately prior to the consummation of the Issuer's initial public offering, the warrants to purchase Series C preferred stock were automatically exercised on a cashless basis for shares of Series C preferred stock, resulting in the Issuer's withholding of 6,864 shares of Series C preferred stock to pay the exercise price and issuing to the reporting person the remaining 908,519 shares of Series C preferred stock. The Issuer's withholding of Series C preferred stock was at a price per share of Series C preferred stock equivalent to the initial public offering price of \$11.00 per share of common stock.
- (20) Immediately prior to the consummation of the Issuer's initial public offering, the warrants to purchase Series C preferred stock were automatically exercised on a cashless basis for shares of Series C preferred stock, resulting in the Issuer's withholding of 58,284 shares of Series C preferred stock to pay the exercise price and issuing to the reporting person the remaining 7,715,272 shares of Series C preferred stock. The Issuer's withholding of Series C preferred stock was at a price per share of Series C preferred stock equivalent to the initial public offering price of \$11.00 per share of common stock.

Remarks:

Due to the disposition of shares of Series C preferred stock convertible into an aggregate of 265 shares of common stock upon the automatic net exercise of the warrants to purchase Series C preferred stock at the equivalent of the initial public offering price of \$11.00 in connection with the Issuer's initial public offering and the acquisition of shares of common stock upon automatic conversion of the convertible notes into shares of common stock at 62.5% of

the initial public offering price, the reporting persons have agreed to disgorge the profits of \$1,093 with respect to such transactions.

Reporting Owners

Reporting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
HUFF CRAIG A C/O RESERVOIR CAPITAL GROUP, L.L.C. 767 FIFTH AVENUE, 16TH FLOOR NEW YORK, NY 10153	X	X						
RESERVOIR CAPITAL PARTNERS LP C/O RESERVOIR CAPITAL GROUP, L.L.C. 767 FIFTH AVENUE, 16TH FLOOR NEW YORK, NY 10153		X						
RESERVOIR CAPITAL MASTER FUND LP C/O RESERVOIR CAPITAL GROUP, L.L.C. 767 FIFTH AVENUE, 16TH FLOOR NEW YORK, NY 10153		X						
STERN DANIEL H C/O RESERVOIR CAPITAL GROUP, L.L.C. 767 FIFTH AVENUE, 16TH FLOOR NEW YORK, NY 10153		X						
RCGM LLC C/O RESERVOIR CAPITAL GROUP, L.L.C. 767 FIFTH AVENUE, 16TH FLOOR NEW YORK, NY 10153		X						
RESERVOIR CAPITAL GROUP LLC C/O RESERVOIR CAPITAL GROUP, L.L.C. 767 FIFTH AVENUE, 16TH FLOOR NEW YORK, NY 10153		X						
RESERVOIR CAPITAL PARTNERS CAYMAN LP C/O RESERVOIR CAPITAL GROUP, L.L.C. 767 FIFTH AVENUE, 16TH FLOOR NEW YORK, NY 10153		X						
RCP GP, LLC C/O RESERVOIR CAPITAL GROUP, L.L.C. 767 FIFTH AVENUE, 16TH FLOOR NEW YORK, NY 10153		X						

Signatures

/s/ John P. Condon, Attorney-in-fact for Craig A. Huff	6/20/2014
** Signature of Reporting Person	Date
/s/ John P. Condon, Attorney-in-fact for Reservoir Capital Partners, L.P.	6/20/2014
** Signature of Reporting Person	Date
/s/ John P. Condon, Attorney-in-fact for Reservoir Capital Master Fund, L.P.	6/20/2014
** Signature of Reporting Person	Date
/s/ John P. Condon, Attorney-in-fact for Daniel Stern	6/20/2014
** Signature of Reporting Person	Date
/s/ John P. Condon, Attorney-in-fact for RCGM, LLC	6/20/2014
** Signature of Reporting Person	Date
/s/ John P. Condon, Attorney-in-fact for Reservoir Capital Group, L.L.C.	6/20/2014
** Signature of Reporting Person	Date
/s/ John P. Condon, Attorney-in-fact for Reservoir Capital Partners (Cayman), L.P.	6/20/2014
** Signature of Reporting Person	Date
/s/ John P. Condon, Attorney-in-fact for RCP GP, LLC	6/20/2014
** 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 control number.