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| **FORM 5** | **UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549** | OMB APPROVAL |
| 🞏 **Check box if no longer subject to Section 16. Form 4 or Form 5 obli-gations may continue. *See* Instruc-tion 1(b).** | **ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES** | OMB Number:           3235-0362Expires:            June 30, 2020Estimated average burdenhours per response. . . . . . . 1.0 |
| 🞏 **Form 3 Holdings Reported** |  |  |
| 🞏 **Form 4 Transactions Reported** | Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public UtilityHolding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 |  |

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| 1. Name and Address of Reporting Person\* | 2. Issuer Name **and** Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give Other (specify title below) below)  |
|  (Last) (First) (Middle) | 3. Statement for Issuer’s Fiscal Year Ended (Month/Day/Year) |
| (Street) | 4. If Amendment, Date Original Filed (Month/Day/Year) | 6. Individual or Joint Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person |
|  (City) (State) (Zip) | **Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned** |
| 1. Title of Security  (Instr. 3) | 2. Trans- action Date (Month/ Day/ Year) | 2A. Deemed Execu- tion Date, if any (Month/ Day/ | 3. Trans- action Code (Instr. 8) 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Ben- eficially Owned at End of Issuer’s Fiscal Year (Instr. 3 and 4) | 6. Owner- ship Form: Di- rect (D)  or Indi- rect (I) (Instr. 4) | 7. Nature of  Indirect Beneficial Ownership (Instr. 4) |
|  |   |  Year) |  | Amount | (A) or(D) | Price |  |  |  |
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 **FORM 5 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**

 **(*e.g.,* puts, calls, warrants, options, convertible securities)**

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| 1. Title of Derivative Security (Instr. 3) | 2. Conver- sion or Exercise Price of Deriva- tive  Security | 3.Trans-action Date(Month/ Day/Day/Year) | 3A.DeemedExecu-tionDate, ifany(Month/Day/Year) | 4. Trans- action  Code (Instr. 8) | 5. Number of Deriv-ative Securities Ac- quired (A) or Dis- posed of (D)  (Instr. 3, 4 and 5) | 6. Date Exer- cisable and  Expiration Date (Month/Day/ Year) | 7. Title and Amount ofUnderlying Securities (Instr. 3 and 4) | 8. Price of Deriv- ative Secur-ity (Instr. 5) | 9. Number of Deriv-ative Secur-ities Bene-ficiallyOwned at End of Issuer’sFiscal | 10. Owner-shipForm ofDeriva-tive Security:Direct (D)or Indirect (I)(Instr. 4) | 11. Natureof Indirect Benefi-cial Owner-ship(Instr. 4) |
|  |  |  |  |  | (A) | (D) | Date Exer-cisable | Expira-tion Date | Title | Amount or Number of Shares |  |  Year(Instr. 4) |  |  |
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 Explanation of Responses: