## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

1. Name and Address of Reporting Person\* JCF Associates III Ltd.

(First)

(Middle)

(Last)

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden er response: 0.5

Footnotes(1)(2)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

	ons may contingion 1(b).	ue. See		Fil							curities Exchan Company Act		of 1934			hours per	respons	e:	0
1		Reporting Person*  Holdings L.P.									ing Symbol ROUP INC	<u>C</u> [ EC	PG ]	5. Relations (Check all a			`	s) to Iss	
(Last) (First) (Middle) C/O J.C. FLOWERS & CO. LLC				3. Date of Earliest Transaction (Month/Day/Year) 03/19/2019									ficer (give low)			Other (specify below)			
767 FIFT	ΓΗ AVENU	E, 23RD FLOO	R		4.	If Amen	dment, D	ate of	Origin	al f	Filed (Month/Da	ay/Year)		6. Individua	l or Joint	/Group Fi	ling (Ch	eck Ap	plicable
(Street) NEW YO			1015	3	_									v Fo		by One R by More t		•	
(City)	(S:		(Zip)							_									
1. Title of S	Security (Ins		ie i -	2. Transaction Date (Month/Day/	on	2A. Dec Executi		3. Trai	nsactions (Inst	n	4. Securities A Disposed Of (I	cquired	(A) or	5. Amou Securition Benefici Owned I	int of es ally Following		Direct Indirect	Indire Bene Owne	ficial ership
								Cod	de V		Amount	(A) or (D)	Price	Reporte Transac (Instr. 3	tion(s)			(Instr	. 4)
Common	Stock			03/19/20	19			S			1,500,000	D	\$30.1	.7 2,82	7,644		I	See Foot	tnotes <sup>(1</sup>
		Ta	able								sposed of, s, convertib				ed				
1. Title of Derivative Security (Instr. 3)  2. Convers or Exerc Price of Derivativ Security		Date (Month/Day/Year) if	Exec if an	Deemed cution Date, y nth/Day/Year)		action (Instr.	5. Numl of Derivati Securiti Acquire (A) or Dispose of (D) (Instr. 3 and 5)	ive (ies	Expiration e (Month/Da s			7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		8. Price of Derivative Security (Instr. 5)	e deriva Secur Benet Owne Follov Repor	rities ficially ed wing rted saction(s)	10. Owner Form: Direct or Indi (I) (Ins	(D) irect	11. Natu of Indire Benefici Ownersh (Instr. 4)
					Code	v	(A) (		Date Exercis	ab	Expiration le Date	Title	Amoun or Numbe of Shares	r					
		Reporting Person*  Holdings L.P.																	
(Last) C/O J.C.	FLOWERS	(First)  S & CO. LLC  E, 23RD FLOO		(Middle)															
(Street) NEW Y	ORK	NY		10153															
(City)		(State)		(Zip)															
	nd Address of Sociates	Reporting Person*																	
		(First) 5 & CO. LLC E, 23RD FLOO		(Middle)															
(Street) NEW YO	ORK	NY		10153		- $ $													
(City)		(State)		(Zip)		_													

C/O J.C. FLOWERS & CO. LLC 767 FIFTH AVENUE, 23RD FLOOR								
(Street) NEW YORK	NY	10153						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person*  Flowers J. Christopher								
	(Last) (First) (Middle) C/O J.C. FLOWERS & CO. LLC 767 FIFTH AVENUE, 23RD FLOOR							
(Street) NEW YORK	NY	10153						
(City)	(State)	(Zip)						

## **Explanation of Responses:**

- 1. Represents securities held directly by JCF III Europe Holdings L.P. JCF Associates III L.P. is the general partner of JCF III Europe Holdings L.P. JCF Associates III Ltd. is the general partner of JCF Associates III Ltd. is the general partner of JCF Associates III Ltd., and thus may be deemed to control JCF Associates III Ltd. and each entity directly or indirectly controlled by JCF Associates III Ltd., including JCF III Europe Holdings L.P.
- 2. The Reporting Persons disclaim beneficial ownership of the securities reported on this Form 4, except to the extent of their pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of these securities for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purpose.

JCF III EUROPE HOLDINGS L.P., By: JCF Associates III L.P., its general partner, By: JCF Associates III Ltd., its 03/21/2019 general partner, By: /s/ J. Christopher Flowers, Name: J. **Christopher Flowers**, Title: JCF ASSOCIATES III L.P., By: JCF Associates III Ltd., its general partner, By: /s/ J. 03/21/2019 Christopher Flowers, Name: J. **Christopher Flowers, Title:** JCF ASSOCIATES III LTD., By: /s/ J. Christopher Flowers, 03/21/2019 Name: J. Christopher Flowers, Title: Director /s/ J. Christopher Flowers 03/21/2019 \*\* Signature of Reporting Person

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.