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

## **SCHEDULE 13D**

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO § 240.13d-2(a)

(Amendment No. 1)1

<u>Itron, Inc.</u> (Name of Issuer)

<u>Common Stock, no par value per share</u> (Title of Class of Securities)

> 465741106 (CUSIP Number)

JEROME J. LANDE COPPERSMITH CAPITAL MANAGEMENT, LLC 1 World Trade Center, 85<sup>th</sup> Floor New York, New York 10007 (212) 804-8001

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Park Avenue Tower
65 East 55th Street
New York, New York 10022
(212) 451-2300
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

<u>September 28, 2015</u> (Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box  $\Box$ .

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

The information required on 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*).

<sup>&</sup>lt;sup>1</sup> 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 disclosures provided in a prior cover page.

1	NAME OF REPORT	TING PERSON		
		LUE PARTNERS II, LP		
2	CHECK THE APPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) x		
3	SEC USE ONLY		(b) o	
3	SEC OSE ONE!			
4	SOURCE OF FUND	os .		
	WC			
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM		
	2(d) OR 2(e)			
6	CITIZENSHIP OR I	PLACE OF ORGANIZATION		
	CITIZENSIIII OKT	ENCE OF OROTHVENHOW		
	DELAWARE			
NUMBER OF	7	SOLE VOTING POWER		
SHARES				
BENEFICIALLY		160,000		
OWNED BY EACH REPORTING	8	SHARED VOTING POWER		
PERSON WITH		- 0 -		
	9	SOLE DISPOSITIVE POWER		
		160,000		
	10	SHARED DISPOSITIVE POWER		
		-0-		
11	ACCRECATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
11	AGGREGATE AIVIC	OTT BEITE IGHEET OWNED BY ENGINEE ORTHOGEROOM		
	160,000			
12	CHECK BOX IF TH	IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	0	
13	PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)		
	Less than 1%*			
14	TYPE OF REPORT	NG PERSON		
17		101210011		
	PN			

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

1	NAME OF REPORT	TING PERSON	
		APITAL PARTNERS, LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) x		
			(b) o
3	SEC USE ONLY		
	COLID CE OE ELIND		
4	SOURCE OF FUND	85	
	AF		
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM	П
	2(d) OR 2(e)	SCHOOLE OF BEOME PROCEEDINGS IS REQUIRED FOR SCHOOL TO THEM	
	(-)		
6	CITIZENSHIP OR P	PLACE OF ORGANIZATION	
	DELAWARE		
NUMBER OF	7	SOLE VOTING POWER	
SHARES		100,000	
BENEFICIALLY OWNED BY EACH	8	160,000 SHARED VOTING POWER	
REPORTING	0	SHARED VOTING POWER	
PERSON WITH		-0-	
	9	SOLE DISPOSITIVE POWER	
		160,000	
	10	SHARED DISPOSITIVE POWER	
44	A CODEC ATTE AND	-0-	
11	AGGREGATE AMC	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	160,000		
12		IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	0
1-	2.1201.20111111		-
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
	Less than 1%*		
14	TYPE OF REPORTI	NG PERSON	
	00		
	00		

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

1	NAME OF REPORT	TING PERSON	
		DITAL MANAGEMENT LLG	
		APITAL MANAGEMENT, LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) x		
3	SEC USE ONLY		(b) o
3	SEC USE ONLY		
4	SOURCE OF FUND	20	
7	SOCIOL OF FOIL		
	AF, OO		
5	CHECK BOX IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM	
	2(d) OR 2(e)		
6	CITIZENSHIP OR I	PLACE OF ORGANIZATION	
	DELAWARE		
NUMBER OF	DELAWARE 7	SOLE VOTING POWER	
SHARES	/	SOLE VOTINGTOWER	
BENEFICIALLY		920,259	
OWNED BY EACH	8	SHARED VOTING POWER	
REPORTING			
PERSON WITH		-0-	
	9	SOLE DISPOSITIVE POWER	
		000.050	
	10	920,259 SHARED DISPOSITIVE POWER	
	10	SHARED DISPOSITIVE POWER	
		-0-	
11	AGGREGATE AMO	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	920,259		
12	CHECK BOX IF TH	IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	0
12	DED CENTE OF CLA	CO DEDDECEMBED DV AMOUNT IN DOLL (44)	
13	PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)	
	2.4%*		
14	TYPE OF REPORT	ING PERSON	
1.			
	00		

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

1	NAME OF REPORT	TING PERSON		
	JEROME J. LANDE			
2	CHECK THE APPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) x		
	CECTICE ONLY		(b) o	
3	SEC USE ONLY			
4	SOURCE OF FUND	OC CONTRACTOR OF THE CONTRACTO		
4	SOURCE OF FUND	5		
	AF			
5	CHECK BOX IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM		
	2(d) OR 2(e)	·		
6	CITIZENSHIP OR F	PLACE OF ORGANIZATION		
	T.C.A			
NUMBER OF	USA 7	SOLE VOTING POWER		
SHARES	/	SOLE VOTING POWER		
BENEFICIALLY		-0-		
OWNED BY EACH	8	SHARED VOTING POWER		
REPORTING				
PERSON WITH		920,259		
	9	SOLE DISPOSITIVE POWER		
	10	-0-		
	10	SHARED DISPOSITIVE POWER		
		920,259		
11	AGGREGATE AMO	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
11				
	920,259			
12	CHECK BOX IF TH	IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	0	
13	PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)		
	D 40/*			
14	2.4%* TYPE OF REPORTI	NC DEDSON		
14	I I PE OF KEPOKII	MOCETOOM		
	IN			
11				

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

1	NAME OF REPORT	TING PERSON		
	CRAIG ROSENBLU			
2	CHECK THE APPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) x		
	CEC LICE ONLY		(b) o	
3	SEC USE ONLY			
4	SOURCE OF FUND	20		
7	SOURCE OF FUIL			
	AF			
5	CHECK BOX IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM		
	2(d) OR 2(e)			
6	CITIZENSHIP OR I	PLACE OF ORGANIZATION		
	USA			
NUMBER OF	7	SOLE VOTING POWER		
SHARES	,	SOLE VOIMOTOWER		
BENEFICIALLY		-0-		
OWNED BY EACH	8	SHARED VOTING POWER		
REPORTING				
PERSON WITH		920,259		
	9	SOLE DISPOSITIVE POWER		
		-0-		
	10	SHARED DISPOSITIVE POWER		
		920,259		
11	AGGREGATE AMO	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	000 050			
12	920,259	TE A CODEC ATE A MOUNT IN DOM (44) EVOLUDES CEDITAIN ON A DES		
12	CHECK BOX IF IF	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	0	
13	PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)		
	2.4%*			
14	TYPE OF REPORT	NG PERSON		
	IN			

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

1	NAME OF REPORT	TING PERSON	
	SCOPIA LONG LLC		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) x		
			(b) o
3	SEC USE ONLY		
4	SOURCE OF FUND	S	
	WC		
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM	
	2(d) OR 2(e)		
C	CITIZENCIUD OD D	N. A.C.E. O.E. O.D.C. A.N.I.Z. A.T.I.O.N.	
6	CITIZENSHIP OR P	PLACE OF ORGANIZATION	
	DELAWARE		
NUMBER OF	7	SOLE VOTING POWER	
SHARES	,	SOLE VOTING FOWER	
BENEFICIALLY		18,506	
OWNED BY EACH	8	SHARED VOTING POWER	
REPORTING	Ü		
PERSON WITH		- 0 -	
	9	SOLE DISPOSITIVE POWER	
		18,506	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMO	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	10.505		
12	18,506	A CORPORTE A MOUNTE BY BOLL (44) BY COUNTE CORPORT OF THE CORPORT	
12	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	0
13	DEDCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	-
15	PERCENT OF CLAS	33 KERKEJENTED DI AMOUNT IN KOW (II)	
	Less than 1%*		
14	TYPE OF REPORTI	NG PERSON	
1	1112 Of Ital Olli		
	00		

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

1	NAME OF REPORT	TING PERSON		
	SCOPIA LB LLC			
2	CHECK THE APPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) x		
			(b) o	
3	SEC USE ONLY			
	COLUD CE OE ELIND			
4	SOURCE OF FUND	25		
	WC			
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM	П	
3	2(d) OR 2(e)	octoocke of Legite (Rochedings is Regulard Forconivi To Helm		
	=(a) 311 =(c)			
6	CITIZENSHIP OR F	PLACE OF ORGANIZATION		
	DELAWARE			
NUMBER OF	7	SOLE VOTING POWER		
SHARES				
BENEFICIALLY	_	26,702		
OWNED BY EACH REPORTING	8	SHARED VOTING POWER		
PERSON WITH		-0-		
TERSON WITH	9	SOLE DISPOSITIVE POWER		
	9	SOLE DISFOSITIVE FOWER		
		26,702		
	10	SHARED DISPOSITIVE POWER		
		-0-		
11	AGGREGATE AMO	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
1.5	26,702			
12	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	0	
13	DEDCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)		
13	I ENCENT OF CLA	SO REI RESENTED DI AMIOUNI IN ROM (II)		
	Less than 1%*			
14	TYPE OF REPORTI	NG PERSON		
	00			

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

I-	<b>.</b>		
1	NAME OF REPORT	TING PERSON	
	SCOPIA PX LLC		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) x		
	and 110n 011111		(b) o
3	SEC USE ONLY		
4	SOURCE OF FUND	AC .	
4	SOURCE OF FUNL	75	
	WC		
5	* * =	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM	П
J	2(d) OR 2(e)		_
	(-) - (-)		
6	CITIZENSHIP OR I	PLACE OF ORGANIZATION	
	DELAWARE		
NUMBER OF	7	SOLE VOTING POWER	
SHARES		F40 F04	
BENEFICIALLY		516,581	
OWNED BY EACH REPORTING	8	SHARED VOTING POWER	
PERSON WITH		-0-	
TEROOT WITH	9	SOLE DISPOSITIVE POWER	
	J	SOLE DISTOSITIVE TOWER	
		516,581	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMO	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	E46 E04		
12	516,581	TE A CODEC ATE A MOLINITIAN DOME (44) PRICE VIDEO CEDITA IN CITA DEC	
12	CHECK BOX IF TH	IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	0
13	PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)	
15	I LICEIVI OI CLA	oo kerkeeliile or miooni mikon (11)	
	1.4%*		
14	TYPE OF REPORTI	ING PERSON	
	00		

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

NAME OF REPORT	TING PERSON	
		(b) o
SEC USE ONLY		
SOLIDCE OF FLIND	2	
SOURCE OF FUND	5	
WC		
CHECK BOX IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM	
2(d) OR 2(e)	·	
CITIZENSHIP OR P	PLACE OF ORGANIZATION	
	COLE MOTING DOMES	
/	SOLE VOTING POWER	
	15 306	
8	,	
-		
	-0-	
9	SOLE DISPOSITIVE POWER	
10		
10	SHARED DISPOSITIVE POWER	
	_	
AGGREGATE AMO	-	
15,306		
CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	0
` '		
PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
I acc than 10/*		
	NC DERSON	
TIFE OF REPORTI	NO I EKJON	
	SCOPIA PARTNER: CHECK THE APPR SEC USE ONLY SOURCE OF FUND WC CHECK BOX IF DIS 2(d) OR 2(e) CITIZENSHIP OR F DELAWARE 7  8  9  10  AGGREGATE AMC 15,306 CHECK BOX IF TH PERCENT OF CLASS Less than 1%*	SOURCE OF FUNDS  WC CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)  CITIZENSHIP OR PLACE OF ORGANIZATION  DELAWARE  7 SOLE VOTING POWER  15,306  8 SHARED VOTING POWER  - 0 -  9 SOLE DISPOSITIVE POWER  15,306  10 SHARED DISPOSITIVE POWER  - 0 -  AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  15,306  CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

1	NAME OF REPORT	TING PERSON	
	SCOPIA WINDMIL		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) x		
			(b) o
3	SEC USE ONLY		
4	SOURCE OF FUND	AC .	
4	SOURCE OF FUNL	15	
	WC		
5	CHECK BOX IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM	
	2(d) OR 2(e)	·	
6	CITIZENSHIP OR I	PLACE OF ORGANIZATION	
NUMBER OF	DELAWARE	COLE MOTING POLITE	
NUMBER OF SHARES	7	SOLE VOTING POWER	
BENEFICIALLY		349,957	
OWNED BY EACH	8	SHARED VOTING POWER	
REPORTING	Ü	SIMILED VOING TOWER	
PERSON WITH		-0-	
	9	SOLE DISPOSITIVE POWER	
		349,957	
	10	SHARED DISPOSITIVE POWER	
		-0-	
11	ACCRECATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	AUGULLOTTE AIVIC	JOINT DESTRUCTED OF THE DIT ESTATES ORTHOGENOON	
	349,957		
12	CHECK BOX IF TH	IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	0
13	PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)	
	T .1 40/st		
14	Less than 1%* TYPE OF REPORT	INC DEDCON	
14	I I PE OF REPORT	ING PERSOIN	
	PN		
ii .			

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

1	NAME OF REPORT	TING PERSON	
		TIONAL MASTER FUND LP	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) x		
3	SEC USE ONLY		(b) o
3	SEC USE UNLY		
4	SOURCE OF FUND	os s	
	0001102 01 1 01 12		
	WC		
5	CHECK BOX IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM	
	2(d) OR 2(e)		
	CIMIZENCIUS CS	N. A.C.E. O.E. O.D.C. A.N.I.Z. ATTION	
6	CITIZENSHIP OR I	PLACE OF ORGANIZATION	
	BERMUDA		
NUMBER OF	7	SOLE VOTING POWER	
SHARES	-		
BENEFICIALLY		99,035	
OWNED BY EACH	8	SHARED VOTING POWER	
REPORTING			
PERSON WITH		-0-	
	9	SOLE DISPOSITIVE POWER	
		99,035	
	10	SHARED DISPOSITIVE POWER	
	10	Similar Piot Control Towner	
		-0-	
11	AGGREGATE AMO	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
12	99,035	TE A CODECATE A MOUNTE IN DOLL (44) EVOLUDES CEDEA IN SIXABES	
12	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	0
13	PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)	
		21 12.000 (12)	
	Less than 1%*		
14	TYPE OF REPORTI	NG PERSON	
	PN		

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

1	NAME OF REPORT	TING PERSON	
	CCODIA DV INTERD	MARKONAL MA CRED FUND LD	
		NATIONAL MASTER FUND LP	( )
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) x		
3	SEC USE ONLY		(b) o
3	SEC USE ONLI		
4	SOURCE OF FUND	os estados esta	
	WC		
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM	
	2(d) OR 2(e)		
6	CITIZENCIID OD I	PLACE OF ORGANIZATION	
O O	CITIZENSHIP OR I	PLACE OF ORGANIZATION	
	BERMUDA		
NUMBER OF	7	SOLE VOTING POWER	
SHARES			
BENEFICIALLY		687,239	
OWNED BY EACH	8	SHARED VOTING POWER	
REPORTING			
PERSON WITH	9	- 0 -	
	9	SOLE DISPOSITIVE POWER	
		687,239	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMO	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	687,239		
12		IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	0
12	CHECK DOA IF IE	IL AGGREGATE AMOUNT IN ROW (II) EXCLUDES CERTAIN SHARES	U
13	PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)	
		` '	
	1.8%*		
14	TYPE OF REPORT	ING PERSON	
	DNI		
	PN		

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

1	NAME OF REPORTING PERSON		
	COONA LE INTERNATIONAL MACTER PUND LE		
	SCOPIA LB INTERNATIONAL MASTER FUND LP		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) x		
3	SEC USE ONLY		(b) o
3	SEC OSE OIVET		
4	SOURCE OF FUND	oS .	
	WC		
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM	
	2(d) OR 2(e)		
6	CITIZENSUID OD I	PLACE OF ORGANIZATION	
U	CITIZENSHIP OK F	LACE OF ORGANIZATION	
	BERMUDA		
NUMBER OF	7	SOLE VOTING POWER	
SHARES			
BENEFICIALLY		55,558	
OWNED BY EACH	8	SHARED VOTING POWER	
REPORTING PERSON WITH		-0-	
FERSON WITH	9	SOLE DISPOSITIVE POWER	
	J	SOLE DISTOSITIVE TOWER	
		55,558	
	10	SHARED DISPOSITIVE POWER	
	A CODECATE AND	-0-	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	55,558		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0		
			-
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
1.4	Less than 1%*		
14	TYPE OF REPORTI	NG PERSUN	
	PN		
II .	'		

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

1	NAME OF REPORTING PERSON				
	SCOPIA LONG INTERNATIONAL MASTER FUND LP				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) x				
			(b) o		
3	SEC USE ONLY				
4	SOURCE OF FUND	05			
	WC				
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM	П		
J	2(d) OR 2(e)	SCLOSURE OF LEGAL FROCEEDINGS IS REQUIRED FORSOANT TO ITEM			
	2(a) OR 2(c)				
6	CITIZENSHIP OR P	PLACE OF ORGANIZATION			
	BERMUDA				
NUMBER OF	7	SOLE VOTING POWER			
SHARES					
BENEFICIALLY		77,516			
OWNED BY EACH	8	SHARED VOTING POWER			
REPORTING PERSON WITH					
PERSON WITH	9	- 0 - SOLE DISPOSITIVE POWER			
	9	SOLE DISPOSITIVE POWER			
		77,516			
	10	SHARED DISPOSITIVE POWER			
		-0-			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	77,516				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0				
12	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
13	PERCENT OF CLAS	22 KELKEZEIJED RA VIMOONI IN KOM (11)			
	Less than 1%*				
14	TYPE OF REPORTING PERSON				
1.					
	PN				
l—————————————————————————————————————					

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

NAME OF REPORTING PERSON		
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) x		
		(b) o
SEC USE ONLY		
SOLIDCE OF ELIND	ę.	
SOURCE OF FUND	3	
AF		
CHECK BOX IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM	
2(d) OR 2(e)	•	
CITIZENSHIP OR P	LACE OF ORGANIZATION	
	COLE VOTING DOMED	
/	SOLE VOTING POWER	
	1 846 400	
8		
Ü		
	- 0 -	
9	SOLE DISPOSITIVE POWER	
10	SHARED DISPOSITIVE POWER	
	- 0 -	
AGGREGATE AMO	•	
AGGREGITE AMOUNT BENEFICIALET OWNED BY EACH REFORTING LEAGON		
1,846,400		
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0		
···		
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
4.00/*		
TIFE OF KEPUKII	NO I ERSON	
00		
	SCOPIA CAPITAL OF CHECK THE APPROPRIATE OF REPORTI	SCOPIA CAPITAL GP LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  SEC USE ONLY  SOURCE OF FUNDS  AF CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)  CITIZENSHIP OR PLACE OF ORGANIZATION  DELAWARE  7 SOLE VOTING POWER  1,846,400  8 SHARED VOTING POWER  -0- 9 SOLE DISPOSITIVE POWER  1,846,400  10 SHARED DISPOSITIVE POWER  -0- AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  1,846,400  CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  4.8%* TYPE OF REPORTING PERSON

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

1	NAME OF REPORTING PERSON				
	SCOPIA CAPITAL MANAGEMENT LP				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) x				
			(b) o		
3	SEC USE ONLY				
	COLIDOR OF FUND				
4	SOURCE OF FUND	5			
	AF, OO				
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM	П		
	2(d) OR 2(e)	SCHOOL OF PROTECTION OF THE PR			
	_(0)				
6	CITIZENSHIP OR P	LACE OF ORGANIZATION			
	DELAWARE				
NUMBER OF	7	SOLE VOTING POWER			
SHARES					
BENEFICIALLY OWNED BY EACH	8	1,893,911			
REPORTING	8	SHARED VOTING POWER			
PERSON WITH		- 0 -			
	9	SOLE DISPOSITIVE POWER			
		3022 2101 301111 2 1 3 11 2 N			
		1,893,911			
	10	SHARED DISPOSITIVE POWER			
		- 0 -			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	1 903 011				
12	1,893,911 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0				
12	CHECK DOA IF IT	LE AGGREGATE AMOUNT IN ROW (11) EACLODES CERTAIN SHARES	U		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	5.0%*				
14	TYPE OF REPORTING PERSON				
	PN				

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

1	NAME OF REPORTING PERSON				
	SCOPIA MANAGEMENT, INC.				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) x				
			(b) o		
3	SEC USE ONLY				
	COLIDOR OF FUND				
4	SOURCE OF FUND	5			
	AF				
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM	П		
	2(d) OR 2(e)	SCHOOL OF PROTECTION OF THE PR			
	(-)				
6	CITIZENSHIP OR P	LACE OF ORGANIZATION			
	NEW YORK				
NUMBER OF	7	SOLE VOTING POWER			
SHARES					
BENEFICIALLY OWNED BY EACH	0	1,893,911			
REPORTING	0	8 SHARED VOTING POWER			
PERSON WITH		-0-			
	9	SOLE DISPOSITIVE POWER			
		1,893,911			
	10	SHARED DISPOSITIVE POWER			
44	A CODECATE AND	-0-			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	1,893,911				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0				
	22011.2011.111		-		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	5.0%*				
14	TYPE OF REPORTING PERSON				
	60				
	CO				

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

1	NAME OF REPORTING PERSON		
	MATTHEW SIROVICH		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) x		
			(b) o
3	SEC USE ONLY		
	COLIDOR OF FUND		
4	SOURCE OF FUND	8	
	AF		
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM	П
3	2(d) OR 2(e)	SCEOSORE OF EEGAL PROCEEDINGS IS REQUIRED FORSOMY TO FIEM	
	2(a) 511 2(c)		
6	CITIZENSHIP OR P	LACE OF ORGANIZATION	
	USA		
NUMBER OF	7	SOLE VOTING POWER	
SHARES			
BENEFICIALLY		- 0 -	
OWNED BY EACH	8	SHARED VOTING POWER	
REPORTING PERSON WITH		1 002 011	
PERSON WITH	9	1,893,911 SOLE DISPOSITIVE POWER	
	9	SOLE DISPOSITIVE POWER	
		- 0 -	
	10	SHARED DISPOSITIVE POWER	
		1,893,911	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,893,911		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0		
12			
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
	5.0%*		
14	TYPE OF REPORTING PERSON		
		1.0 1 11.001.	
	IN		
ļ <del></del>			

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

1	NAME OF REPORTING PERSON		
	JEREMY MINDICH		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) x		
			(b) o
3	SEC USE ONLY		
4	SOURCE OF FUND	OS Control of the con	
	AF		
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM	
5	2(d) OR 2(e)	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUAINT TO ITEM	
	2(u) OR 2(e)		
6	CITIZENSHIP OR F	PLACE OF ORGANIZATION	-
	<b>0111</b>	<del> </del>	
	USA		
NUMBER OF	7	SOLE VOTING POWER	
SHARES			
BENEFICIALLY		- 0 -	
OWNED BY EACH	8	SHARED VOTING POWER	
REPORTING		4 000 044	
PERSON WITH		1,893,911	
	9	SOLE DISPOSITIVE POWER	
		-0-	
	10	SHARED DISPOSITIVE POWER	
	10	SHAKED DISI OSHTIVE I OWEK	
		1,893,911	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,893,911		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0		
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
	F 00/ <b>*</b>		
1.4	5.0%*	NC DEDCON	
14	TYPE OF REPORTING PERSON		
	IN		
14	TYPE OF REPORTING PERSON		

<sup>\*</sup> An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D. See Item 5 for further detail.

The following constitutes Amendment No. 1 to the Schedule 13D filed by the undersigned ("Amendment No. 1"). This Amendment No. 1 amends the Schedule 13D as specifically set forth herein. An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D.

#### Item 3. Source and Amount of Funds or Other Consideration.

Item 3 is hereby amended and restated to read as follows:

The Shares purchased by Coppersmith Value II and held in the Coppersmith Accounts were purchased with working capital (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business) in open market purchases, except as otherwise noted. The aggregate purchase price of the 160,000 Shares beneficially owned by Coppersmith Value II is approximately \$4,760,874, including brokerage commissions. The aggregate purchase price of the 760,259 Shares held in the Coppersmith Accounts is approximately \$24,999,999, including brokerage commissions.

The Shares purchased by each of Scopia Long, Scopia LB, Scopia PX, Scopia Partners, Scopia Windmill, Scopia International, Scopia PX International, Scopia LB International, Scopia Long International and held in the Managed Account were purchased with working capital (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business) in open market purchases, except as otherwise noted, as set forth in Schedule A, which is incorporated by reference herein.

The aggregate purchase price of the 18,506 Shares beneficially owned by Scopia Long is approximately \$587,648, excluding brokerage commissions.

The aggregate purchase price of the 26,702 Shares beneficially owned by Scopia LB is approximately \$842,640, excluding brokerage commissions.

The aggregate purchase price of the 516,581 Shares beneficially owned by Scopia PX is approximately \$16,265,022, excluding brokerage commissions.

The aggregate purchase price of the 15,306 Shares beneficially owned by Scopia Partners is approximately \$482,521, excluding brokerage commissions.

The aggregate purchase price of the 349,957 Shares beneficially owned by Scopia Windmill is approximately \$11,028,796, excluding brokerage commissions.

The aggregate purchase price of the 99,035 Shares beneficially owned by Scopia International is approximately \$3,121,720, excluding brokerage commissions.

The aggregate purchase price of the 687,239 Shares beneficially owned by Scopia PX International is approximately \$21,648,850, excluding brokerage commissions.

The aggregate purchase price of the 55,558 Shares beneficially owned by Scopia LB International is approximately \$1,714,696, excluding brokerage commissions.

The aggregate purchase price of the 77,516 Shares beneficially owned by Scopia Long International is approximately \$2,460,395, excluding brokerage commissions.

The aggregate purchase price of the 47,511 Shares held in the Managed Account is approximately \$1,497,206, excluding brokerage commissions.

## Item 5. <u>Interest in Securities of the Issuer.</u>

Items 5(a) - (c) are hereby amended and restated to read as follows:

The aggregate percentage of Shares reported owned by each person named herein is based upon 38,138,896 Shares outstanding as of July 31, 2015, which is the total number of Shares outstanding as reported in the Issuer's quarterly report on Form 10-Q, filed with the Securities and Exchange Commission on August 6, 2015.

#### A. Coppersmith Value II

(a) As of the close of business on September 29, 2015, Coppersmith Value II beneficially owned 160,000 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 160,000
  - 2. Shared power to vote or direct vote: 0
  - 3. Sole power to dispose or direct the disposition: 160,000
  - 4. Shared power to dispose or direct the disposition: 0
- (c) Coppersmith Value II has not entered into any transactions in the Shares since the filing of the Schedule 13D.

## B. Coppersmith Partners

(a) Coppersmith Partners, as the general partner of Coppersmith Value II, may be deemed the beneficial owner of the 160,000 Shares owned by Coppersmith Value II.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 160,000
  - 2. Shared power to vote or direct vote: 0
  - 3. Sole power to dispose or direct the disposition: 160,000
  - 4. Shared power to dispose or direct the disposition: 0
- (c) Coppersmith Partners has not entered into any transactions in the Shares since the filing of the Schedule 13D.

## C. Coppersmith Capital

(a) As of the close of business on September 29, 2015, 760,259 Shares were held in the Coppersmith Accounts. Coppersmith Capital, as the Investment Manager of Coppersmith Value II and the Coppersmith Accounts, may be deemed the beneficial owner of the (i) 160,000 Shares owned by Coppersmith Value II and (ii) 760,259 Shares held in the Coppersmith Accounts.

Percentage: Approximately 2.4%

- (b) 1. Sole power to vote or direct vote: 920,259
  - 2. Shared power to vote or direct vote: 0
  - 3. Sole power to dispose or direct the disposition: 920,259
  - 4. Shared power to dispose or direct the disposition: 0
- (c) Coppersmith Capital has not entered into any transactions in the Shares since the filing of the Schedule 13D.

#### D. Mr. Lande

(a) Mr. Lande, as the Managing Member of each of Coppersmith Partners and Coppersmith Capital, may be deemed the beneficial owner of the (i) 160,000 Shares owned by Coppersmith Value II and (ii) 760,259 Shares held in the Coppersmith Accounts.

Percentage: Approximately 2.4%

- (b) 1. Sole power to vote or direct vote: 0
  - 2. Shared power to vote or direct vote: 920,259
  - 3. Sole power to dispose or direct the disposition: 0
  - 4. Shared power to dispose or direct the disposition: 920,259
- (c) Mr. Lande has not entered into any transactions in the Shares since the filing of the Schedule 13D.

## E. Mr. Rosenblum

(a) Mr. Rosenblum, as a Member of each of Coppersmith Partners and Coppersmith Capital, may be deemed the beneficial owner of the (i) 160,000 Shares owned by Coppersmith Value II and (ii) 760,259 Shares held in the Coppersmith Accounts.

Percentage: Approximately 2.4%

- (b) 1. Sole power to vote or direct vote: 0
  - 2. Shared power to vote or direct vote: 920,259
  - 3. Sole power to dispose or direct the disposition: 0
  - 4. Shared power to dispose or direct the disposition: 920,259
- (c) Mr. Rosenblum has not entered into any transactions in the Shares since the filing of the Schedule 13D.

## F. Scopia Long

(a) As of the close of business on September 29, 2015, Scopia Long beneficially owned 18,506 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 18,506
  - 2. Shared power to vote or direct vote: 0
  - 3. Sole power to dispose or direct the disposition: 18,506
  - 4. Shared power to dispose or direct the disposition: 0

(c) The transactions in the Shares by Scopia Long since the filing of the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

## G. Scopia LB

(a) As of the close of business on September 29, 2015, Scopia LB beneficially owned 26,702 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 26,702
  - 2. Shared power to vote or direct vote: 0
  - 3. Sole power to dispose or direct the disposition: 26,702
  - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Scopia LB since the filing of the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

## H. Scopia PX

(a) As of the close of business on September 29, 2015, Scopia PX beneficially owned 516,581 Shares.

Percentage: Approximately 1.4%

- (b) 1. Sole power to vote or direct vote: 516,581
  - 2. Shared power to vote or direct vote: 0
  - 3. Sole power to dispose or direct the disposition: 516,581
  - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Scopia PX since the filing of the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

## I. Scopia Partners

(a) As of the close of business on September 29, 2015, Scopia Partners beneficially owned 15,306 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 15,306
  - 2. Shared power to vote or direct vote: 0
  - 3. Sole power to dispose or direct the disposition: 15,306
  - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Scopia Partners since the filing of the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

## J. Scopia Windmill

(a) As of the close of business on September 29, 2015, Scopia Windmill beneficially owned 349,957 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 349,957
  - 2. Shared power to vote or direct vote: 0
  - 3. Sole power to dispose or direct the disposition: 349,957
  - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Scopia Windmill since the filing of the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

## K. Scopia International

(a) As of the close of business on September 29, 2015, Scopia International beneficially owned 99,035 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 99,035
  - 2. Shared power to vote or direct vote: 0
  - 3. Sole power to dispose or direct the disposition: 99,035
  - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Scopia International since the filing of the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

## L. Scopia PX International

(a) As of the close of business on September 29, 2015, Scopia PX International beneficially owned 687,239 Shares.

Percentage: Approximately 1.8%

- (b) 1. Sole power to vote or direct vote: 687,239
  - 2. Shared power to vote or direct vote: 0
  - 3. Sole power to dispose or direct the disposition: 687,239
  - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Scopia PX International since the filing of the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

## M. Scopia LB International

(a) As of the close of business on September 29, 2015, Scopia LB International beneficially owned 55,558 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 55,558
  - 2. Shared power to vote or direct vote: 0
  - 3. Sole power to dispose or direct the disposition: 55,558
  - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Scopia LB International since the filing of the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

#### N. Scopia Long International

(a) As of the close of business on September 29, 2015, Scopia Long International beneficially owned 77,516 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 77,516
  - 2. Shared power to vote or direct vote: 0
  - 3. Sole power to dispose or direct the disposition: 77,516
  - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Scopia Long International since the filing of the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

## O. Scopia Capital

(a) Scopia Capital, as the Managing Member of each of Scopia Long, Scopia LB, Scopia PX and Scopia Partners, and the general partner of each of Scopia Windmill, Scopia International, Scopia PX International, Scopia LB International and Scopia Long International, may be deemed the beneficial owner of the: (i) 18,506 Shares owned by Scopia Long; (ii) 26,702 Shares owned by Scopia LB; (iii) 516,581 Shares owned by Scopia PX; (iv) 15,306 Shares owned by Scopia Partners; (v) 349,957 Shares owned by Scopia Windmill; (vi) 99,035 Shares owned by Scopia International; (vii) 687,239 Shares owned by Scopia PX International; (viii) 55,558 Shares owned by Scopia LB International; and (ix) 77,516 Shares owned by Scopia Long International.

Percentage: Approximately 4.8%

- (b) 1. Sole power to vote or direct vote: 1,846,400
  - 2. Shared power to vote or direct vote: 0
  - 3. Sole power to dispose or direct the disposition: 1,846,400
  - 4. Shared power to dispose or direct the disposition: 0
- (c) Scopia Capital has not entered into any transactions in the Shares since the filing of the Schedule 13D. The transactions in the Shares on behalf of each of Scopia Long, Scopia LB, Scopia PX, Scopia Partners, Scopia Windmill, Scopia International, Scopia PX International, Scopia LB International and Scopia Long International since the filing of the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

## P. Scopia Management

(a) As of the close of business on September 29, 2015, 47,511 Shares were held in the Managed Account. Scopia Management, as the Investment Manager of each of Scopia Long, Scopia LB, Scopia PX, Scopia Partners, Scopia Windmill, Scopia International, Scopia PX International, Scopia LB International, Scopia Long International and the Managed Account, may be deemed the beneficial owner of the: (i) 18,506 Shares owned by Scopia Long; (ii) 26,702 Shares owned by Scopia LB; (iii) 516,581 Shares owned by Scopia PX; (iv) 15,306 Shares owned by Scopia Partners; (v) 349,957 Shares owned by Scopia Windmill; (vi) 99,035 Shares owned by Scopia International; (vii) 687,239 Shares owned by Scopia PX International; (viii) 55,558 Shares owned by Scopia LB International; (ix) 77,516 Shares owned by Scopia Long International; and (x) 47,511 Shares held in the Managed Account.

Percentage: Approximately 5.0%

- (b) 1. Sole power to vote or direct vote: 1,893,911
  - 2. Shared power to vote or direct vote: 0
  - 3. Sole power to dispose or direct the disposition: 1,893,911
  - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Scopia Management through the Managed Account and on behalf of each of Scopia Long, Scopia LB, Scopia PX, Scopia Partners, Scopia Windmill, Scopia International, Scopia PX International, Scopia LB International and Scopia Long International since the filing of the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

#### Q. Scopia Inc.

(a) Scopia Inc., as the general partner of Scopia Management, may be deemed the beneficial owner of the: (i) 18,506 Shares owned by Scopia Long; (ii) 26,702 Shares owned by Scopia LB; (iii) 516,581 Shares owned by Scopia PX; (iv) 15,306 Shares owned by Scopia Partners; (v) 349,957 Shares owned by Scopia Windmill; (vi) 99,035 Shares owned by Scopia International; (vii) 687,239 Shares owned by Scopia PX International; (viii) 55,558 Shares owned by Scopia LB International; (ix) 77,516 Shares owned by Scopia Long International; and (x) 47,511 Shares held in the Managed Account.

Percentage: Approximately 5.0%

- (b) 1. Sole power to vote or direct vote: 1,893,911
  - 2. Shared power to vote or direct vote: 0
  - 3. Sole power to dispose or direct the disposition: 1,893,911
  - 4. Shared power to dispose or direct the disposition: 0
- (c) Scopia Inc. has not entered into any transactions in the Shares since the filing of the Schedule 13D. The transactions in the Shares on behalf of each of Scopia Long, Scopia LB, Scopia PX, Scopia Partners, Scopia Windmill, Scopia International, Scopia PX International, Scopia LB International, Scopia Long International and through the Managed Account since the filing of the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

#### R. Mr. Sirovich

(a) Mr. Sirovich, as a Managing Member of Scopia Capital and Managing Director of Scopia Inc., may be deemed the beneficial owner of the: (i) 18,506 Shares owned by Scopia Long; (ii) 26,702 Shares owned by Scopia LB; (iii) 516,581 Shares owned by Scopia PX; (iv) 15,306 Shares owned by Scopia Partners; (v) 349,957 Shares owned by Scopia Windmill; (vi) 99,035 Shares owned by Scopia International; (vii) 687,239 Shares owned by Scopia PX International; (viii) 55,558 Shares owned by Scopia LB International; (ix) 77,516 Shares owned by Scopia Long International; and (x) 47,511 Shares held in the Managed Account.

Percentage: Approximately 5.0%

- (b) 1. Sole power to vote or direct vote: 0
  - 2. Shared power to vote or direct vote: 1,893,911
  - 3. Sole power to dispose or direct the disposition: 0
  - 4. Shared power to dispose or direct the disposition: 1,893,911
- (c) Mr. Sirovich has not entered into any transactions in the Shares since the filing of the Schedule 13D. The transactions in the Shares on behalf of each of Scopia Long, Scopia LB, Scopia PX, Scopia Partners, Scopia Windmill, Scopia International, Scopia PX International, Scopia LB International, Scopia Long International and through the Managed Account since the filing of the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

#### S. Mr. Mindich

(a) Mr. Mindich, as a Managing Member of Scopia Capital and Managing Director of Scopia Inc., may be deemed the beneficial owner of the:
(i) 18,506 Shares owned by Scopia Long; (ii) 26,702 Shares owned by Scopia LB; (iii) 516,581 Shares owned by Scopia PX; (iv) 15,306
Shares owned by Scopia Partners; (v) 349,957 Shares owned by Scopia Windmill; (vi) 99,035 Shares owned by Scopia International; (vii)
687,239 Shares owned by Scopia PX International; (viii) 55,558 Shares owned by Scopia LB International; (ix) 77,516 Shares owned by
Scopia Long International; and (x) 47,511 Shares held in the Managed Account.

Percentage: Approximately 5.0%

- (b) 1. Sole power to vote or direct vote: 0
  - 2. Shared power to vote or direct vote: 1,893,911
  - 3. Sole power to dispose or direct the disposition: 0
  - 4. Shared power to dispose or direct the disposition: 1,893,911
- (c) Mr. Mindich has not entered into any transactions in the Shares since the filing of the Schedule 13D. The transactions in the Shares on behalf of each of Scopia Long, Scopia LB, Scopia PX, Scopia Partners, Scopia Windmill, Scopia International, Scopia PX International, Scopia LB International, Scopia Long International and through the Managed Account since the filing of the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

An aggregate of 2,814,170 Shares, constituting approximately 7.4% of the Shares outstanding, are reported in this Amendment No. 1 to the Schedule 13D.

The Reporting Persons, as members of a "group" for the purposes of Section 13(d)(3) of the Securities Exchange Act of 1934, as amended, may be deemed the beneficial owner of the Shares directly owned by the other Reporting Person. Each Reporting Person disclaims beneficial ownership of such Shares except to the extent of his or its pecuniary interest therein.

## **SIGNATURES**

After reasonable inquiry and to the best of his knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: September 30, 2015

## COPPERSMITH VALUE PARTNERS II, LP

By: Coppersmith Capital Partners, LLC

General Partner

By: /s/ Jerome J. Lande

Name: Jerome J. Lande Title: Managing Member

## COPPERSMITH CAPITAL PARTNERS, LLC

By: /s/ Jerome J. Lande

Name: Jerome J. Lande Title: Managing Member

## COPPERSMITH CAPITAL MANAGEMENT, LLC

By: /s/ Jerome J. Lande

Name: Jerome J. Lande Title: Managing Member

## /s/ Jerome J. Lande

JEROME J. LANDE

## /s/ Craig Rosenblum

**CRAIG ROSENBLUM** 

SCOPIA LONG LLC SCOPIA WINDMILL FUND LP

SCOPIA LB LLC SCOPIA INTERNATIONAL MASTER FUND LP

SCOPIA PX LLC SCOPIA PX INTERNATIONAL MASTER FUND LP

SCOPIA PARTNERS LLC SCOPIA LB INTERNATIONAL MASTER FUND LP

SCOPIA LONG INTERNATIONAL MASTER FUND LP

By: Scopia Capital Management LP

Investment Manager

By: Scopia Management, Inc.

General Partner

By: /s/ Matthew Sirovich

Name: Matthew Sirovich Title: Managing Director

SCOPIA CAPITAL MANAGEMENT LP

By: Scopia Management, Inc.

General Partner

By: /s/ Matthew Sirovich

Name: Matthew Sirovich
Title: Managing Director

SCOPIA CAPITAL GP LLC SCOPIA MANAGEMENT, INC.

By: /s/ Matthew Sirovich By: /s/ Matthew Sirovich

Name:Matthew SirovichName:Matthew SirovichTitle:Managing MemberTitle:Managing Director

/s/ Matthew Sirovich

MATTHEW SIROVICH

/s/ Jeremy Mindich

JEREMY MINDICH

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# SCHEDULE A

# <u>Transactions in the Shares Since the Filing of the Schedule 13D</u>

Shares of Common Stock <u>Purchased/(Sold)</u>	Price Per <u>Share</u> (\$)	Date of <u>Purchase / Sale</u>		
SCOPIA LONG LLC				
877	30.9984	09/22/2015		
742	31.3274	09/23/2015		
421	31.2904	09/24/2015		
1,111	32.2459	09/25/2015		
888	31.9131	09/28/2015		
432	31.2851	09/29/2015		
	SCOPIA LB LLC			
1,252	30.9984	09/22/2015		
1,059	31.3274	09/23/2015		
601	31.2904	09/24/2015		
1,585	32.2459	09/25/2015		
1,333	31.9131	09/28/2015		
648	31.2851	09/29/2015		
	SCOPIA PX LLC			
24,051	30.9984	09/22/2015		
20,336	31.3274	09/23/2015		
11,537	31.2904	09/24/2015		
30,443	32.2459	09/25/2015		
27,423	31.9131	09/28/2015		
13,330	31.2851	09/29/2015		
	SCOPIA PARTNERS LLC			
713	30.9984	09/22/2015		
603	31.3274	09/23/2015		
342	31.2904	09/24/2015		
902	32.2459	09/25/2015		
812	31.9131	09/28/2015		
395	31.2851	09/29/2015		
	SCOPIA WINDMILL FUND LP			
16,706	30.9984	09/22/2015		
14,126	31.3274	09/23/2015		
8,014	31.2904	09/24/2015		
21,146	32.2459	09/25/2015		
18,791	31.9131	09/28/2015		
9,134	31.2851	09/29/2015		

# SCOPIA INTERNATIONAL MASTER FUND LP

4,611	30.9984	09/22/2015			
3,898	31.3274	09/23/2015			
2,212	31.2904	09/24/2015			
5,836	32.2459	09/25/2015			
5,257	31.9131	09/28/2015			
2,555	31.2851	09/29/2015			
<u>S0</u>	COPIA PX INTERNATIONAL MASTER FUND	<u>LP</u>			
31,997	30.9984	09/22/2015			
27,054	31.3274	09/23/2015			
15,349	31.2904	09/24/2015			
40,501	32,2459	09/25/2015			
36,476	31.9131	09/28/2015			
17,728	31,2851	09/29/2015			
17,720	31,2031	03/23/2013			
SO	COPIA LB INTERNATIONAL MASTER FUND 1	LP			
_					
2,607	30.9984	09/22/2015			
2,205	31.3274	09/23/2015			
1,251	31.2904	09/24/2015			
3,300	32.2459	09/25/2015			
2,773	31.9131	09/28/2015			
1,348	31.2851	09/29/2015			
SCC	OPIA LONG INTERNATIONAL MASTER FUNI	<u>O LP</u>			
3,674	30.9984	09/22/2015			
3,107	31.3274	09/23/2015			
1,762	31.2904	09/24/2015			
4,650	32.2459	09/25/2015			
3,717	31.9131	09/28/2015			
1,807	31.2851	09/29/2015			
SCOPIA CAPITAL MANAGEMENT LP					
	(Through the Managed Account)				
2,212	30.9984	09/22/2015			
1,870	31.3274	09/23/2015			
1,061	31.2904	09/24/2015			
2,800	32.2459	09/25/2015			
2,530	31.9131	09/28/2015			
1,230	31,2851	09/29/2015			
1,200	01,2001	03, 23, 2013			