

# FORM 5

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

| OMB APPROVAL                                |                |
|---|----------------|
| OMB Number                                  | 3235-0362      |
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## ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

- Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported
- Form 4 Transactions Reported

|  |   |   |   |
|--|---|---|---|
| <b>1. Name and Address of Reporting Person*</b><br><br>(Last) (First) (Middle)<br><br>(Street)<br><br>(City) (State) (Zip) | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><br><b>3. Statement for Issuer's Fiscal Year Ended</b><br>(Month//Day/Year) | <b>4. If Amendment, Date Original Filed</b><br>(Month/Day/Year) | <b>5. Relationship of Reporting Person(s) to Issuer</b><br>(Check all applicable)<br><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)<br><br><b>6. Individual or Joint/Group Reporting</b><br>(check applicable line)<br><input type="checkbox"/> Form Filed by One Reporting Person<br><input type="checkbox"/> Form Filed by More than One Reporting Person |
|--|---|---|---|

**Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if any<br>(Month/Day/Year) | 3. Transaction Code<br>(Instr. 8) | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |            |       | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|------------------------------------|---|---|-----------------------------------|--|------------|-------|---|---|--|
|                                    |   |   |                                   | Amount   | (A) or (D) | Price |   |   |  |
|                                    |   |   |                                   |  |            |       |   |   |  |
|                                    |   |   |                                   |  |            |       |   |   |  |
|                                    |   |   |                                   |  |            |       |   |   |  |
|                                    |   |   |                                   |  |            |       |   |   |  |
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|                                    |   |   |                                   |  |            |       |   |   |  |
|                                    |   |   |                                   |  |            |       |   |   |  |
|                                    |   |   |                                   |  |            |       |   |   |  |

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).

**Potential persons who are to 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.**

**Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
*(e.g., puts, calls, warrants, options, convertible securities)*

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Demand Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |     | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |                            | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned at End of Issuer's Fiscal Year (Instr. 4) | 10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|-----|--|-----------------|---|----------------------------|--|---|--|--|
|  |  |                                      |  |                                | (A)   | (D) | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |  |   |  |  |
|  |  |                                      |  |                                |   |     |  |                 |   |                            |  |   |  |  |
|  |  |                                      |  |                                |   |     |  |                 |   |                            |  |   |  |  |
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|  |  |                                      |  |                                |   |     |  |                 |   |                            |  |   |  |  |
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|  |  |                                      |  |                                |   |     |  |                 |   |                            |  |   |  |  |
|  |  |                                      |  |                                |   |     |  |                 |   |                            |  |   |  |  |
|  |  |                                      |  |                                |   |     |  |                 |   |                            |  |   |  |  |

Explanation of Responses:

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
 See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

\_\_\_\_\_  
 \*\* Signature of Reporting Person

\_\_\_\_\_  
 Date

Note: File three copies of this Form, one of which must be manually signed.  
 If space provided is insufficient, see Instruction 6 for procedure.

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