#### Edgar Filing: Oaktree Capital Group Holdings GP, LLC - Form 4

Oaktree Capital Group Holdings GP, LLC Form 4 December 18, 2017

											PROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									OMB Number:	3235-02	87		
Check thi if no long	ter.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Expires:	January 3		
subject to Section 1 Form 4 or	6. <b>SIAII</b>									Estimated a burden hour response	rs per	0.5	
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940													
(Print or Type F	Responses)												
Oaktree Huntington Investment Fund <sub>Symbol</sub>									5. Relationship of Reporting Person(s) to Issuer				
ounopu				ta Inc. [STKL]					(Check all applicable)				
MANAGEM	<sup>(First)</sup> REE CAPITAI IENT, L.P., 33 VENUE, 28TH	33 SOUTH	3. Date of (Month/D 12/15/20	-	ransacti	ion			Director Officer (give below)	title $\underline{X}_{0}$ 10% below)	6 Owner er (specify		
				mendment, Date Original Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person				
LOS ANGE	LES, CA 9007	71							Form filed by N _X_ Form filed by N Person				
(City)	(State)	(Zip)	Tabl	e I - Non-D	Derivati	ive Se	curiti	es Acqu	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Yea	ar) Execution any	ned n Date, if Day/Year)	3. Transactic Code (Instr. 8) Code V	on(A) on (Instr	curities r Disp : 3, 4 a	osed o	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common Stock	12/15/2017			Р	644,	540	A	\$ 7.5	1,358,565	$     \begin{array}{c}       D \\                             $			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

 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. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Unde Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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# **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationships					
	Director	10% Owner	Officer	Other			
Oaktree Huntington Investment Fund II, L.P. C/O OAKTREE CAPITAL MANAGEMENT 333 SOUTH GRAND AVENUE, 28TH FLOO LOS ANGELES, CA 90071	·	Х					
Oaktree Capital Group, LLC C/O OAKTREE CAPITAL MANAGEMENT 333 SOUTH GRAND AVENUE, 28TH FLOO LOS ANGELES, CA 90071		Х					
Oaktree Capital Group Holdings GP, LLC C/O OAKTREE CAPITAL MANAGEMENT 333 SOUTH GRAND AVENUE, 28TH FLOO LOS ANGELES, CA 90071		Х					
Signatures							
See signatures included in Exhibit 99.1	2/15/2017						

## \*\*Signature of Reporting Person

#### Date

## **Explanation of Responses:**

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).

This Form 4 is also being filed by: (i) Oaktree Huntington Investment Fund II GP, L.P., a Delaware limited partnership ("OHIF II GP"), in its capacity as general partner of Oaktree Huntington Investment Fund II, L.P. ("OHIF II"); (ii) Oaktree Fund GP, LLC, a Delaware limited liability company ("GP LLC"), in its capacity as general partner of OHIF II GP; (iii) Oaktree Fund GP I, L.P., a Delaware limited

(1) partnership ("GP I"), in its capacity as managing member of GP LLC; (iv) Oaktree Capital I, L.P., a Delaware limited partnership ("Capital I"), in its capacity as general partner of GP I; (v) OCM Holdings I, LLC, a Delaware limited liability company ("Holdings I"), in its capacity as general partner of Capital I; (vi) Oaktree Holdings, LLC, a Delaware limited liability company ("Holdings"), in its capacity as managing member of Holdings I; (continued in footnote 2);

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(Continued from footnote 1) (vii) Oaktree Capital Management, L.P., a Delaware limited partnership and a registered investment adviser under the Investment Advisers Act of 1940, as amended ("Management"), in its capacity as investment manager of OHIF II; (viii) Oaktree Holdings, Inc., a Delaware corporation ("Holdings, Inc."), in its capacity as general partner of Management; (ix) Oaktree Capital Group, LLC, a Delaware limited liability company ("OCG"), in its capacity as the sole shareholder of Holdings, Inc. and managing member of Holdings; and (x) Oaktree Capital Group Holdings GP, LLC, a Delaware limited liability company ("OCGH GP" and together with OHIF II, OHIF II GP, GP LLC, GP I, Capital I, Holdings I, Holdings, Management, Holdings, Inc. and OCG, collectively, the "Reporting Persons"), in its capacity as the duly elected manager of OCG.

Each Reporting Person disclaims beneficial ownership of the Common Stock reported herein except to the extent of its respective(3) pecuniary interest therein, and the filing of this Form 4 shall not be construed as an admission that any such Reporting Person is the beneficial owner of the Common Stock covered by this Form 4.

OCGH GP is managed by an executive committee consisting of Howard S. Marks, Bruce A. Karsh, Sheldon M. Stone, John B. Frank, and Jay S. Wintrob (the "OCGH GP Members"). In such capacity, the OCGH GP Members may be deemed to have indirect beneficial

(4) ownership of the Common Stock reported herein. Each OCGH GP Member expressly disclaims beneficial ownership of the Common Stock reported herein, except to the extent of his respective pecuniary interest therein, and the filing of this Form 4 shall not be construed as an admission that any such person is the beneficial owner of the Common Stock covered by this Form 4.

#### **Remarks:**

This Form 4 is being filed in two parts due to the number of Reporting Persons. Both Filings relate to the same holdings described

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