### Edgar Filing: TONTINE CAPITAL MANAGEMENT LLC - Form 4

TONTINE Form 4 March 18,	CAPITAL MAN	AGEMEN	T LLC									
FOR	ЛЛ									OMB AF	PROVAL	
	VI – UNITED	STATES				AND EXC 1, D.C. 2054		GE CO	OMMISSION	OMB Number:	3235-0287	
Check if no lo	this box			C						Expires:	January 31,	
subject Section Form 4	to <b>SIAIE</b> 116.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF									2005 verage rs per 0.5	
Form 5 obligat may co <i>See</i> Ins 1(b).	ions Section 17	(a) of the l	Public I	Utility H	lol		bany A	Act of 1	Act of 1934, 935 or Section			
(Print or Type	e Responses)											
	Address of Reporting L JEFFREY L ET		Symbol	l		d Ticker or Tr OLOGIES	-	]	5. Relationship of I ssuer			
(Last)	(First)	(Middle)	3. Date	of Earlies	t T	Transaction			(Check	all applicable	)	
				Month/Day/Year) 3/16/2010					Director Officer (give ti below)	Officer (give title Other (specify		
	(Street)		4. If An	nendment,	, D	ate Original		(	5. Individual or Joi	nt/Group Filin	g(Check	
GREENW	VICH, CT 06830		Filed(M	Ionth/Day/Y	Yea	ar)		-	Applicable Line) Form filed by On _X_ Form filed by M Person			
(City)	(State)	(Zip)	Ta	ble I - No	<b>n-</b> ]	Derivative Se	ecuriti		ired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Day	d Date, if	3.	io	4. Securities A Disposed of ( (Instr. 3, 4 and	Acquir D)	-	r 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
_				Code V	7	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock, \$0.01 par value per share	03/16/2010			S		48,219 <u>(3)</u>	D	\$ 5.9 (3)	23,656,914 (3)	Ι	See Footnotes (1) (2) (5) (6) (7) (8) (9)	
Common Stock, \$0.01 par value per share	03/16/2010			S		10,225 ( <u>3)</u>	D	\$ 5.9 (3)	23,646,689 ( <u>3)</u>	Ι	See Footnotes (1) (2) (5) (6) (7) (8) (9)	
Common Stock,	03/16/2010			S		34,937 <u>(3)</u>	D	\$ 5.9 (3)	23,611,752 (3)	Ι	See Footnotes	

\$0.01 par value per share								$\frac{(1)}{(7)} \frac{(2)}{(8)} \frac{(5)}{(9)} \frac{(6)}{(9)}$
Common Stock, \$0.01 par value per share	03/16/2010	S	10,790 <u>(3)</u>	D	\$ 5.9 (3)	23,600,962 (3)	I	See Footnotes (1) (2) (5) (6) (7) (8) (9)
Common Stock, \$0.01 par value per share	03/16/2010	S	5,329 <u>(3)</u>	D	\$ 5.9 ( <u>3</u> )	23,595,633 ( <u>3)</u>	Ι	See Footnotes (1) (2) (5) (6) (7) (8) (9)
Common Stock, \$0.01 par value per share	03/17/2010	S	1,258,183 (4)	D	\$ 5.7063 (4)	22,337,450 (4)	I	See Footnotes (1) (2) (5) (6) (7) (8) (9)
Common Stock, \$0.01 par value per share	03/17/2010	S	266,808 (4)	D	\$ 5.7063 ( <u>4)</u>	22,070,642 ( <u>4)</u>	I	See Footnotes (1) (2) (5) (6) (7) (8) (9)
Common Stock, \$0.01 par value per share	03/17/2010	S	911,629 (4)	D	\$ 5.7063 ( <u>4)</u>	21,159,013 (4)	I	See Footnotes (1) (2) (5) (6) (7) (8) (9)
Common Stock, \$0.01 par value per share	03/17/2010	S	281,552 ( <u>4)</u>	D	\$ 5.7063 (4)	20,877,461 ( <u>4)</u>	I	See Footnotes (1) (2) (5) (6) (7) (8) (9)
Common Stock, \$0.01 par value per share	03/17/2010	S	139,062 (4)	D	\$ 5.7063 (4)	20,738,399 (4) (5)	I	See Footnotes (1) (2) (5) (6) (7) (8) (9)

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)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Under Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
GENDELL JEFFREY L ET AL 55 RAILROAD AVENUE GREENWICH, CT 06830		Х				
TONTINE CAPITAL PARTNERS L P 55 RAILROAD AVENUE GREENWICH, CT 06830		Х				
TONTINE CAPITAL MANAGEMENT LLC 55 RAILROAD AVENUE GREENWICH, CT 06830		Х				
Tontine Capital Overseas Master Fund, L.P. 55 RAILROAD AVENUE GREENWICH, CT 06830		Х				
Tontine Capital Overseas GP, LLC 55 RAILROAD AVENUE GREENWICH, CT 06830		Х				
TONTINE PARTNERS L P 55 RAILROAD AVENUE GREENWICH, CT 06830		Х				
TONTINE MANAGEMENT LLC 55 RAILROAD AVENUE GREENWICH, CT 06830		Х				
TONTINE OVERSEAS ASSOCIATES LLC 55 RAILROAD AVENUE GREENWICH, CT 06830		Х				
Tontine 25 Overseas Master Fund, L.P. 55 RAILROAD AVENUE		Х				

#### GREENWICH, CT 06830

## **Signatures**

Tontine Capital Partners, L.P., By: its General Partner, Tontine Capital Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell						
**Signature of Reporting Person	Date					
Tontine Capital Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell						
**Signature of Reporting Person	Date					
Tontine Capital Overseas Master Fund, L.P. By: its General Partner, Tontine Capital Overseas GP, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell	03/18/2010					
**Signature of Reporting Person	Date					
Tontine Capital Overseas GP, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell	03/18/2010					
**Signature of Reporting Person	Date					
Tontine Partners, L.P., By: its General Partner, Tontine Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell						
**Signature of Reporting Person	Date					
Tontine Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell	03/18/2010					
**Signature of Reporting Person	Date					
Tontine Overseas Associates, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell	03/18/2010					
**Signature of Reporting Person	Date					
Tontine 25 Overseas Master Fund, L.P., By: its General Partner, Tontine Capital Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell						
**Signature of Reporting Person	Date					
/s/ Jeffrey L. Gendell	03/18/2010					
<u>**</u> 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 report is filed jointly by Tontine Capital Partners, L.P., a Delaware limited partnership ("TCP"), Tontine Capital Management, L.L.C., a Delaware limited liability company ("TCM"), Tontine Capital Overseas GP, L.L.C., a Delaware limited liability company ("TCO"), Tontine Capital Overseas Master Fund, L.P., a Cayman Islands limited partnership ("TMF"), Tontine Partners, L.P., a Delaware

 limited partnership ("TP"), Tontine Management, L.L.C., a Delaware limited liability company ("TM"), Tontine 25 Overseas Master Fund, L.P., a Cayman Islands limited partnership ("T25"), Tontine Overseas Associates, L.L.C., a Delaware limited liability company ("TOA"), Tontine Capital Overseas Master Fund II, L.P., a Cayman Islands limited partnership ("TCP 2"), Tontine Asset Associates, L.L.C., a Delaware limited liability company ("TAA") and Jeffrey L. Gendell ("Mr. Gendell").

Mr. Gendell is the managing member of: (a) TCM, the general partner of TCP and T25; (b) TCO, the general partner of TMF; (c) TM, the
(2) general partner of TP; (d) TOA, the investment advisor of Tontine Overseas Fund, Ltd., a Cayman Islands exempted company ("TOF"); and (e) TAA, the general partner of TCP 2.

- On March 16, 2010, TCP sold 48,219 shares of Common Stock, TMF sold 10,225 shares of Common Stock, TP sold 34,937 shares of
  (3) Common Stock, TOF sold 10,790 shares of Common Stock and T25 sold 5,329 shares of Common Stock. All sales on March 16, 2010 occurred at a price of \$5.90 per share.
- (4) On March 17, 2010, TCP sold 1,258,183 shares of Common Stock, TMF sold 266,808 shares of Common Stock, TP sold 911,629 shares of Common Stock, TOF sold 281,552 shares of Common Stock and T25 sold 139,062 shares of Common Stock. For each of TCP, TMF, TP, TOF and T25, all sales on March 17, 2010 occurred at a weighted average price of \$5.7063 per share, at prices ranging from \$5.70 to \$5.87 per share. The filing parties undertake to provide to the staff of the Securities and Exchange Commission, the Issuer or any security

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holder of the Issuer, upon request, full information regarding the number of shares purchased or sold at each separate price within the ranges described in this footnote.

Mr. Gendell, TCM, TCO, TM, TOA and TAA directly own 0 shares of Common Stock, TCP directly owns 8,525,327 shares of Common Stock, TMF directly owns 1,807,905 shares of Common Stock, TP directly owns 6,177,215 shares of Common Stock, TOF directly owns

(5) Stock, TMT uncerty owns 1,807,905 shares of Common Stock, TT uncerty owns 0,177,215 shares of Common Stock, TOT uncerty owns 1,907,746 shares of Common Stock, T25 directly owns 942,277 shares of Common Stock and TCP 2 directly owns 1,263,830 shares of Common Stock.

All of the foregoing securities may be deemed to be beneficially owned by Mr. Gendell. The foregoing securities held by TCP and T25 may be deemed to be beneficially owned by TCM. The foregoing securities held by TMF may be deemed to be beneficially owned by TCM.

(6) TCO. The foregoing securities held by TP may be deemed to be beneficially owned by TM. The foregoing securities held by TOF may be deemed to be beneficially owned by TOA. All of the foregoing securities held by TCP 2 may be deemed to be beneficially owned by TAA.

Mr. Gendell disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by Mr. Gendell or representing Mr. Gendell's pro rata interest in, and interest in the profits of, TCM, TCP, TCO, TMF, TP, TM, TOA, TOF, T25, TCP 2 and TAA. TCM disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as

(7) beheftetin ownership of the issuer's securities reported herein for purposes of security of 1954, as amended, or otherwise, except as to securities directly owned by TCM or representing TCM's pro rata interest in, and interest in the profits of, TCP and T25. TCO disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TCO or representing TCO's pro rata interest in, and interest in the profits of, TMF.

TM disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TM or representing TM's pro rata interest in, and interest in the profits of, TP. TOA disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the

- (8) Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TOA or representing TOA's pro rata interest in, and interest in the profits of, TOF. TAA disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TAA or representing TAA's pro rata interest in, and interest in the profits of, TCP 2.
- (9) This Form 4 relates to the same transaction disclosed on the Form 4 filed on the date hereof by TCP 2 and TAA, both of which are joint filers with TCP, TCM, TMF, TCO, TP, TM, TOA, T25 and Mr. Gendell with respect to the Issuer's Common Stock.

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.