

INTERFACE INC
Form 4
December 12, 2016

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 Responses)

1. Name and Address of Reporting Person *
LYNCH PATRICK C

(Last) (First) (Middle)

2859 PACES FERRY ROAD, OVERLOOK III, SUITE 2000

(Street)

ATLANTA, GA 30339

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INTERFACE INC [TILE]

3. Date of Earliest Transaction (Month/Day/Year)
12/08/2016

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. Vice President & CFO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock	12/08/2016		S ⁽¹⁾	1,500 D \$ 18	166,825 ⁽²⁾	D	

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

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SEC 1474 (9-02)

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

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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. 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 Owned Following Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships				Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	Director	10% Owner	Officer	Other				
LYNCH PATRICK C 2859 PACES FERRY ROAD OVERLOOK III, SUITE 2000 ATLANTA, GA 30339			Sr. Vice President & CFO					

Signatures

David B. Foshee, Attorney
in Fact 12/09/2016

**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).
- (1) The shares were sold pursuant to a Rule 10b5-1(c) trading plan adopted by the reporting person on March 14, 2016.
- (2) A substantial number of such shares are restricted shares subject to a risk of forfeiture under certain circumstances.

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. /P>

6.6%

12

Type of Reporting Person (See Instructions)

PN

1 Names of Reporting Persons

Endeavour Capital Advisors Inc.

2 Check the Appropriate Box If a Member of a Group (See Instructions)

a. b.

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

Number of

Shares 0
6 Shared Voting Power

Beneficially

Owned By 430,351
Each **7** Sole Dispositive Power

Reporting

Person 0
8 Shared Dispositive Power

With

430,351

9 Aggregate Amount Beneficially Owned by Each Reporting Person

430,351

10 Check Box If the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

Explanation of Responses:

11 Percent of Class Represented By Amount in Row (9)

7.1%

12 Type of Reporting Person (See Instructions)

IA

1 Names of Reporting Persons

Laurence M. Austin

2 Check the Appropriate Box If a Member of a Group (See Instructions)

a. b.

3 SEC Use Only

4 Citizenship or Place of Organization

United States of America

5 Sole Voting Power

Number of

Shares 0
6 Shared Voting Power

Beneficially

Owned By 430,351
Each **7** Sole Dispositive Power

Reporting

Person 0
8 Shared Dispositive Power

With

430,351

9 Aggregate Amount Beneficially Owned by Each Reporting Person

430,351

10 Check Box If the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

Explanation of Responses:

11 Percent of Class Represented By Amount in Row (9)

7.1%

12 Type of Reporting Person (See Instructions)

IN, HC

1 Names of Reporting Persons

Mitchell J. Katz

2 Check the Appropriate Box If a Member of a Group (See Instructions)

a. b.

3 SEC Use Only

4 Citizenship or Place of Organization

United States of America

5 Sole Voting Power

Number of

Shares 0
6 Shared Voting Power

Beneficially

Owned By 430,351
Each **7** Sole Dispositive Power

Reporting

Person 0
8 Shared Dispositive Power

With

430,351

9 Aggregate Amount Beneficially Owned by Each Reporting Person

430,351

10 Check Box If the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

Explanation of Responses:

11 Percent of Class Represented By Amount in Row (9)

7.1%

12 Type of Reporting Person (See Instructions)

IN, HC

Item 1(a) Name of Issuer: Hawthorn Bancshares, Inc. (the Issuer)

1(b) Address of the Issuer s Principal Executive Offices:
132 East High Street, Box 688, Jefferson City, Missouri, 65102

Item 2(a) Name of Person Filing:

This Schedule 13G is being jointly filed by each of the following persons pursuant to Rule 13d-1(k)(1) promulgated by the Securities and Exchange Commission pursuant to Section 13 of the Act: (i) Endeavour Regional Bank Opportunities Fund II L.P. (Endeavour Regional Fund), (ii) Endeavour Capital Advisors Inc. (Endeavour), (iii) Laurence M. Austin and (iv) Mitchell J. Katz.

2(b) Principal Business Address or, if none, Residence:
Endeavour Capital Advisors Inc.

410 Greenwich Avenue

Greenwich, CT 06830

2(c) Citizenship of Person Filing:
Endeavour Regional Fund is a Delaware limited partnership, Endeavour is a Delaware corporation and Messrs. Austin and Katz are citizens of the United States of America.

2(d) Title of Class of Securities: Common Stock, par value \$1.00 per share

2(e) CUSIP Number: 420476103

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b), or (c), check whether the person filing is a

(a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).

(b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).

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- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C.1813);

- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);
- (k) Group, in accordance with §240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution:

Item 4. Ownership:

The information in items 1 and 5 through 11 on the cover pages (pp. 2-5) of this Schedule 13G is hereby incorporated by reference.

Item 5. Ownership of Five Percent or Less of a Class:

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:

Not applicable.

Item 8. Identification and Classification of Members of the Group:

Not applicable.

Item 9. Notice of Dissolution of Group:

Not applicable.

Item 10. Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the

Explanation of Responses:

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effect of changing or influencing the control of the Issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURES

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

Dated: February 14, 2019

**ENDEAVOUR REGIONAL BANK
OPPORTUNITIES FUND II L.P.***

By: Endeavour Capital Management, L.L.C.,
its General Partner

By: /s/ Laurence Austin
Name: Laurence Austin
Title: Authorized Signatory

**ENDEAVOUR CAPITAL ADVISORS INC.

By: /s/ Glenn Hofsess
Name: Glenn Hofsess
Title: Chief Financial Officer

LAURENCE M. AUSTIN*

By: /s/ Laurence M. Austin

MITCHELL J. KATZ*

By: /s/ Mitchell J. Katz

* **The Reporting Persons disclaim beneficial ownership in the shares reported herein except to the extent of their pecuniary interest therein, and this report shall not otherwise be deemed an admission that any of them is the beneficial owner of such securities for purposes of Section 13(d) or Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purposes.**

EXHIBIT 1

AGREEMENT OF JOINT FILING

Endeavour Regional Bank Opportunities Fund II L.P., Endeavour Capital Advisors Inc., Laurence M. Austin and Mitchell J. Katz hereby agree that the Statement on Schedule 13G to which this agreement is attached as an exhibit as well as all future amendments to such Statement, shall be filed jointly on behalf of each of them. This agreement is intended to satisfy the requirements of Rule 13d-1(k)(1)(iii) under the Securities Exchange Act of 1934, as amended.

Dated: February 14, 2019

**ENDEAVOUR REGIONAL BANK
OPPORTUNITIES FUND II L.P.***

By: Endeavour Capital Management, L.L.C.,
its General Partner

By: /s/ Laurence Austin
Name: Laurence Austin
Title: Authorized Signatory

ENDEAVOUR CAPITAL ADVISORS INC.

By: /s/ Glenn Hofsess
Name: Glenn Hofsess
Title: Chief Financial Officer

LAURENCE M. AUSTIN

By: /s/ Laurence M. Austin

MITCHELL J. KATZ

By: /s/ Mitchell J. Katz