SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

OMB APPROVAL

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

		4								
Sta		2. Date of Event Requiring Statement (Month/Day/Year								
(Last) (Firs	.ast) (First) (Middle) 50 EAST 58TH STREET)5/01/2024		4. Relationship of Reporting Person (Check all applicable) X Director Officer (give title below)	s) to Issuer 10% Owner Other (specif below)	ŀ	(Month/Day/Year) 6. Individual or Joint/ Applicable Line)	ndividual or Joint/Group Filing (Check	
(Street) NEW YORK NY	10155		_					X Form filed by More than One Reporting Person		
(City) (Sta	ate) (Zip)		Table I - No	n-Derivat	ive Securities Beneficially (Owned				
1. Title of Security (Instr. 4) Series A Preferred Stock ⁽¹⁾			2. Bi	. Amount of Securities teneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)					
				150,000	I	B	y HPC III Kaizen	LP ⁽²⁾⁽³⁾		
		(e.	- Table II g., puts, ca	Derivativ alls, warra	e Securities Beneficially Ov ints, options, convertible se	wned ecurities)				
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Derivative Security (Instr. 4)	Underlying	4. Convers or Exerc	ise (D) or	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivativ Security	ve (Instr. 5)			
Warrants to Purchase	e Common Stock ⁽¹⁾		05/01/2024	05/01/2034	Common Stock	1,786,582	0.01	I	By HPC III Kaizen LP ⁽²⁾⁽³⁾	
Warrants to Purchase	e Common Stock ⁽¹⁾		05/01/2024	05/01/2034	Common Stock Common Stock	1,786,582 1,000,000	0.01	I	By HPC III Kaizen LP ⁽²⁾⁽³⁾ By HPC III Kaizen LP ⁽²⁾⁽³⁾	
Warrants to Purchase	e Common Stock ⁽¹⁾ Reporting Person	(Middle)							LP ⁽²⁾⁽³⁾ By HPC III Kaizen	
1. Name and Address of <u>ROSS SCOTT I</u> (Last) 150 EAST 58TH ST	e Common Stock ⁽¹⁾ Reporting Person	(Middle) 10155							LP ⁽²⁾⁽³⁾ By HPC III Kaizen	
Warrants to Purchase 1. Name and Address of ROSS SCOTT I (Last) 150 EAST 58TH ST 33RD FLOOR (Street)	e Common Stock ⁽¹⁾ Reporting Person* (First) TREET								LP ⁽²⁾⁽³⁾ By HPC III Kaizen	
Warrants to Purchase 1. Name and Address of ROSS SCOTT I (Last) 150 EAST 58TH ST 33RD FLOOR (Street) NEW YORK (City) 1. Name and Address of	e Common Stock ⁽¹⁾ Reporting Person* (First) REET NY (State) Reporting Person*	10155							LP ⁽²⁾⁽³⁾ By HPC III Kaizen	
Warrants to Purchase 1. Name and Address of ROSS SCOTT I (Last) 150 EAST 58TH ST 33RD FLOOR (Street) NEW YORK (City) 1. Name and Address of	e Common Stock ⁽¹⁾ Reporting Person* (First) REET NY (State) Reporting Person* LP (First)	10155							LP ⁽²⁾⁽³⁾ By HPC III Kaizen	
Warrants to Purchase 1. Name and Address of ROSS SCOTT I (Last) 150 EAST 58TH ST 33RD FLOOR (Street) NEW YORK (City) 1. Name and Address of HPC III Kaizen (Last) 150 EAST 58TH ST	e Common Stock ⁽¹⁾ Reporting Person* (First) REET NY (State) Reporting Person* LP (First)	10155 (Zip)							LP ⁽²⁾⁽³⁾ By HPC III Kaizen	

1. Name and Address of Reporting Person [•] Hill Path Capital Partners III GP LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person [•] Hill Path Investment Holdings III LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person [•] Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) (State) (Zip) 1. Name and Address of Reporting Person [•] Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person [•] Hill Path Holdings LLC			
(Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person Hill Path Investment Holdings III LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NP 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person Hill Path Holdings ISO EAST 58TH STREET 33RD FLOOR (Siteet) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR Sign J FLOOR	1. Name and Address	of Reporting Person*	
(Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person Hill Path Investment Holdings III LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Zip) 1. Name and Address of Reporting Person Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle)	Hill Path Capi	tal Partners III (<u>GP LLC</u>
ISO EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Investment Holdings III LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR	·		
33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Investment Holdings III LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155	(Last)	(First)	(Middle)
(Street) NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Investment Holdings III LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET	150 EAST 58TH	STREET	
NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Investment Holdings III LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY Name and Address of Reporting Person* (Middle) 1.0 Kast (State) (Zip) 1. Name and Address of Reporting Person* HIII Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* HIII Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NY 10155	33RD FLOOR		
NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Investment Holdings III LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY Name and Address of Reporting Person* (Middle) 1.0 Kast (State) (Zip) 1. Name and Address of Reporting Person* HIII Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* HIII Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NY 10155	,		
(City) (State) (Zip) 1. Name and Address of Reporting Person [*] Hill Path Investment Holdings III LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person [*] Hill Path Capital LP (Last) (First) (Middle) 1. Name and Address of Reporting Person [*] Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person [*] Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NY 10155 (Street) NY 10155 NEW YORK NY 10155	(Street)		
1. Name and Address of Reporting Person* Hill Path Investment Holdings III LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NY 10155 NEW YORK NY 10155	NEW YORK	NY	10155
1. Name and Address of Reporting Person* Hill Path Investment Holdings III LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NY 10155 NEW YORK NY 10155	(O:L.)	(01-1-)	
Hill Path Investment Holdings III LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person [*] Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person [*] Hill Path Holdings (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Zip) (Last) (State) (Zip) 1. Name and Address of Reporting Person [*] Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (Street) NEW YORK NY 10155	(City)	(State)	(ZIP)
(Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person [*] Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person [*] Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NY 10155 NEW YORK NY 10155	1. Name and Address	of Reporting Person*	
150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR	Hill Path Inves	stment Holdings	<u>s III LLC</u>
33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Holdings (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Holdings (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY NEW YORK NY 10155	(Last)	(First)	(Middle)
(Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155	150 EAST 58TH	STREET	
NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1 (State) 1. Name and Address of Reporting Person* Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY NEW YORK NY 10155	33RD FLOOR		
NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1 (State) 1. Name and Address of Reporting Person* Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY NEW YORK NY 10155	(Street)		
1. Name and Address of Reporting Person* Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) (Sitreet) NW YORK NEW YORK NY 10155	. ,	NY	10155
1. Name and Address of Reporting Person* Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) (Sitreet) NW YORK NEW YORK NY 10155			
Hill Path Capital LP (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY NEW YORK NY 10155	(City)	(State)	(Zip)
(Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Holdings LLC (Last) (First) (Last) (First) (Street) NEW YORK NY 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155	1. Name and Address	of Reporting Person*	
150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person [*] <u>Hill Path Holdings LLC</u> (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155	Hill Path Capi	<u>tal LP</u>	
150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person [*] <u>Hill Path Holdings LLC</u> (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155			
33RD FLOOR (Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person* Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155	(Last)	(First)	(Middle)
(Street) NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person [*] Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155	150 EAST 58TH	STREET	
NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person [*] Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY	33RD FLOOR		
NEW YORK NY 10155 (City) (State) (Zip) 1. Name and Address of Reporting Person [*] Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY	(Street)		
1. Name and Address of Reporting Person* Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155		NY	10155
1. Name and Address of Reporting Person* Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155	,		
Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155	(City)	(State)	(Zip)
Hill Path Holdings LLC (Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY	1. Name and Address	of Reporting Person*	
(Last) (First) (Middle) 150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155			
150 EAST 58TH STREET 33RD FLOOR (Street) NEW YORK NY 10155			
33RD FLOOR (Street) NEW YORK NY 10155	(Last)	(First)	(Middle)
33RD FLOOR (Street) NEW YORK NY 10155			
NEW YORK NY 10155	33RD FLOOR		
NEW YORK NY 10155	(Street)		
(City) (State) (Zip)	, ,	NY	10155
(City) (State) (Zip)			
	(City)	(State)	(Zip)

Explanation of Responses:

1. This Form 3 is filed jointly by HPC III Kaizen LP ("HPC III Kaizen"), Hill Path Capital Partners III GP LLC ("Hill Path III GP"), Hill Path Investment Holdings III LLC ("Hill Path Investment Holdings III"), Hill Path Capital LP ("Hill Path"), Hill Path Holdings LLC ("Hill Path Holdings") and Scott Ross ("Mr. Ross," and collectively with the aforementioned entities, the "Reporting Persons"). Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein except to the extent of his or its pecuniary interest therein, and this report shall not be deemed to be an admission that any Reporting Person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

2. Securities owned directly by HPC III Kaizen. Hill Path III GP, as the general partner of HPC III Kaizen, may be deemed to beneficially own the securities owned directly by HPC III Kaizen. Hill Path Investment Holdings III, as the managing member of Hill Path III GP, may be deemed to beneficially own the securities owned directly by HPC III Kaizen.

3. Hill Path, as the investment manager of HPC III Kaizen, may be deemed to beneficially own the securities owned directly by HPC III Kaizen. Hill Path Holdings, as the general partner of Hill Path, may be deemed to beneficially own the securities owned directly by HPC III Kaizen. Hill Path Holdings, may be deemed to beneficially own the securities owned here to be exercise owned to be exercised owned to b owned directly by HPC III Kaizen.

Remarks:

HPC III Kaizen, Hill Path III GP, Hill Path Investment Holdings III, Hill Path and Hill Path Holdings may be deemed to be directors by deputization for purposes of Section 16 under the Securities Exchange Act of 1934 by virtue of the fact that Mr. Ross and James Chambers, a partner of Hill Path, currently serve on the board of directors of the Issuer.

HPC III Kaizen LP, By: Hill Path Capital LP, By: /s/ Scott Ross, Managing Partner	05/08/2024
Hill Path Capital Partners III GP LLC, By: Hill Path Investment Holdings III LLC, By: /s/ Scott Ross, Managing Partner	05/08/2024
Hill Path Investment Holdings III LLC, By: /s/ Scott Ross,	05/08/2024

Managing Partner

Hill Path Capital LP, By; Hill Path
Holdings LLC, By; /s/ Scott Ross,
Managing Partner5/08/2024Hill Path Holdings LLC, By; /s/
Scott Ross, Managing Partner05/08/2024/s/ Scott Ross05/08/2024's Signature of Reporting PersonDate

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 5 (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).

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

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 Number.