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

SCHEDULE 13D

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO § 240.13d-2(a)

(Amendment No. 1)1

Red Robin Gourmet Burgers, Inc. (Name of Issuer)

Common Stock, \$0.001 par value (Title of Class of Securities)

> <u>75689M101</u> (CUSIP Number)

ERIC SINGER VIEX CAPITAL ADVISORS, LLC 745 Boylston Street, 3rd Floor Boston, Massachusetts 02116

STEVE WOLOSKY, ESQ. ELIZABETH GONZALEZ-SUSSMAN, ESQ. OLSHAN FROME WOLOSKY LLP 1325 Avenue of the Americas New York, New York 10019 (212) 451-2300 (Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

January 13, 2020 (Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, *see* the *Notes*).

1	NAME OF REPORTING PERSON						
	VIEX Oppo	rtunities Fund, LP – Series One*					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) (b) (c)						
3	SEC USE ONLY						
4	SOURCE OF FUNDS						
	WC						
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)						
6	CITIZENSHIP OR PLACE OF ORGANIZATION						
NUMBER OF	DELAWAR						
SHARES	7 SOLE VOTING POWER						
BENEFICIALLY		- 0 -					
OWNED BY EACH	8 SHARED VOTING POWER						
REPORTING	101,384						
PERSON WITH	9	SOLE DISPOSITIVE POWER					
		- 0 -					
	10	SHARED DISPOSITIVE POWER					
		101,384					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
	101,384						
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES						
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
	Less than 19	V					
14	TYPE OF REPORT						
* •							
	PN						

* This Series One is part of a series of VIEX Opportunities Fund, LP, a series limited partnership.

1	NAME OF REPOR	RTING PERSON					
	VIEX Speci	al Apportunities Fund II I P					
2	VIEX Special Opportunities Fund II, LP CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)						
3	SEC USE ONLY						
4	SOURCE OF FUN	SOURCE OF FUNDS					
	WC						
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)						
6	CITIZENSHIP OR PLACE OF ORGANIZATION						
	DELAWAR	E					
NUMBER OF	7	SOLE VOTING POWER					
SHARES BENEFICIALLY							
OWNED BY	- 0 - 8 SHARED VOTING POWER						
EACH							
REPORTING PERSON WITH							
PERSON WITH	9	SOLE DISPOSITIVE POWER					
		- 0 -					
	10	SHARED DISPOSITIVE POWER					
		581,374*					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
	591 274*						
12	581,374* CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES						
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
	4.5%						
14	TYPE OF REPORT	TING PERSON					
	PN						

*Includes 12,000 shares of Common Stock underlying call options currently exercisable as further described in Item 6.

3 SEC USE ONLY 4 SOURCE OF FUNDS wc	1	NAME OF REPOR	RTING PERSON					
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [3 SEC USE ONLY (b) [4 SOURCE OF FUNDS (b) [6 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) [6 CTTIZENSHIP OR PLACE OF ORGANIZATION [[0 DELAWARE -0 - [[0 WC -0 - [[[0 WIMBER OF SOLE VOTING POWER [-0 - [<td></td> <td colspan="5">VIEV Special Opportunities Fund III I D</td>		VIEV Special Opportunities Fund III I D						
3 SEC USE ONLY 4 SOURCE OF FUNDS WC WC 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) Image: Comparison of the second secon								
4 SOURCE OF FUNDS WC - 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) □ 6 CITIZENSHIP OR PLACE OF ORGANIZATION □ 6 CITIZENSHIP OR PLACE OF ORGANIZATION □ 9 SOLE VOTING POWER -0- 9 SOLE VOTING POWER -0- 9 SHARED VOTING POWER -0- 10 SHARED VOTING POWER -0- 10 SHARED VOTING POWER -0- 10 SHARED DISPOSITIVE POWER -0- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 376,968* 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 136,968* 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES □ 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.9%	2	CHECK THE AT	KOTKIATE BOATT A MEMBER OF A OROOT	(a) □ (b) □				
WC 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) □ 6 CITIZENSHIP OR PLACE OF ORGANIZATION 0 DELAWARE NUMBER OF SHARES 5 BENEFICIALLY -0- OWNED BY EACH REPORTING 9 SOLE VOTING POWER -0- -0 -0- 0WITH 9 SOLE DISPOSITIVE POWER -0- -0- -0- 10 SHARED DISPOSITIVE POWER -10 SHARED DISPOSITIVE POWER -11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 376,968* -11 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 112 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	3	SEC USE ONLY						
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DELAWARE NUMBER OF 3 SOLE VOTING POWER SHARES - 0 - BENEFICIALLY - 0 - OWNED BY 8 SHARED VOTING POWER EACH 376,968* PERSON WITH 9 SOLE DISPOSITIVE POWER -0- -0- 10 SHARED DISPOSITIVE POWER -10 SHARED DISPOSITIVE POWER -10 SHARED DISPOSITIVE POWER -11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 376,968* - 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 376,968* - 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	6							
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-0- 10 SHARED DISPOSITIVE POWER 376,968* 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 376,968* 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.9%	REPORTING	376,968*						
10 SHARED DISPOSITIVE POWER 376,968* 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 376,968* 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.9%	PERSON WITH	9	SOLE DISPOSITIVE POWER					
10 SHARED DISPOSITIVE POWER 376,968* 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 376,968* 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.9%			0					
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376,968* 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.9%								
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES □ 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.9%	11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES □ 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.9%		376.968*						
2.9%	12							
2.9%								
	13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
		2.9%						
14 If the OF REPORTING PERSON	14	TYPE OF REPOR	TING PERSON	-				
PN		PN						

*Includes 292,300 shares of Common Stock underlying call options currently exercisable as further described in Item 6.

4

1	NAME OF REPOR	TING PERSON					
	VIEX GP, L	LC					
2		ROPRIATE BOX IF A MEMBER OF A GROUP	(a) □ (b) □				
3	SEC USE ONLY						
4	SOURCE OF FUN	DS					
	AF						
5	AF CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)						
6	CITIZENSHIP OR	CITIZENSHIP OR PLACE OF ORGANIZATION					
	DELAWAR	DELAWARE					
NUMBER OF	7	SOLE VOTING POWER					
SHARES BENEFICIALLY		- 0 -					
OWNED BY	8 SHARED VOTING POWER						
EACH		101.294					
REPORTING PERSON WITH	9	101,384 SOLE DISPOSITIVE POWER					
	,						
	10						
	10	SHARED DISPOSITIVE POWER					
		101,384					
11	AGGREGATE AM	IOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	101,384						
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES						
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
	Less than 1%	Less than 1%					
14	TYPE OF REPORT	TING PERSON					
	00						

VIEX Special Opportunities GP II, LLC 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP 3 SEC USE ONLY 4 SOURCE OF FUNDS 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION 0 DELAWARE NUMBER OF 7 SOLE VOTING POWER BENEFICIALLY -0 - 0 Starse 10 SHARED VOTING POWER -0 -0 10 SHARED DISPOSITIVE POWER -10 SHARED DISPOSITIVE POWER -11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 581,374* 11 112 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP 3 SEC USE ONLY 4 SOURCE OF FUNDS 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION 0 DELAWARE NUMBER OF SHARES 7 SOLE VOTING POWER 0 SHARED VOTING POWER 8 SHARED VOTING POWER 6 SHARED SOLE USPOSITIVE POWER 0 SOLE DISPOSITIVE POWER 0- -0- 10 SHARED DISPOSITIVE POWER -0- 10 SHARED DISPOSITIVE POWER -10 SHARED DISPOSITIVE POWER -11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 581,374* 11 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
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4 SOURCE OF FUNDS AF AF 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION 0 DELAWARE NUMBER OF 7 SHARES SOLE VOTING POWER BENEFICIALLY -0- OWNED BY 8 REPORTING SHARED VOTING POWER 6 SH,374* 9 SOLE DISPOSITIVE POWER -0- -0- 10 SHARED DISPOSITIVE POWER -10 SHARED DISPOSITIVE POWER -11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 581,374* -11 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 581,374* -12	$\begin{array}{c} \text{(a)} \square \\ \text{(b)} \square \end{array}$				
AF 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION 0 DELAWARE NUMBER OF SHARES 7 SOLE VOTING POWER -0- OWNED BY 8 EACH REPORTING 9 SOLE DISPOSITIVE POWER -0- 10 SHARED DISPOSITIVE POWER -10 SHARED DISPOSITIVE POWER -10 SHARED DISPOSITIVE POWER 581,374* -10 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 581,374* -11 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	SEC USE ONLY				
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DELAWARE NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 9 SOLE DISPOSITIVE POWER -0- 0- 0- 0 SHARED VOTING POWER -0- 0 SOLE DISPOSITIVE POWER -0- 10 SHARED DISPOSITIVE POWER -0- 10 SHARED DISPOSITIVE POWER -10 SHARED DISPOSITIVE POWER -10 SHARED DISPOSITIVE POWER -11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 581,374* 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
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BENEFICIALLY OWNED BY EACH REPORTING - 0 - FACH REPORTING 581,374* 9 SOLE DISPOSITIVE POWER -0 - -0 - 10 SHARED DISPOSITIVE POWER 581,374* -0 - 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
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EACH REPORTING PERSON WITH 9 SOLE DISPOSITIVE POWER -0- 10 SHARED DISPOSITIVE POWER 581,374* 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 581,374* 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
PERSON WITH 9 SOLE DISPOSITIVE POWER -0- -0- 10 SHARED DISPOSITIVE POWER 581,374* 581,374* 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 581,374* 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
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10 SHARED DISPOSITIVE POWER 581,374* 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 581,374* 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
581,374* 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 581,374* 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
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12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	_				
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
4.5%					
14 TYPE OF REPORTING PERSON					
00					

*Includes 12,000 shares of Common Stock underlying call options currently exercisable as further described in Item 6.

6

1	NAME OF REPOR	RTING PERSON				
	VIEV Speed	ial Opportunities GD III. LLC				
2	VIEX Special Opportunities GP III, LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □					
_		$\begin{array}{c} \text{(a)} \square \\ \text{(b)} \square \end{array}$				
3	SEC USE ONLY					
4	SOURCE OF FUNDS					
	AF					
5		CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)				
6	CITIZENSHIP OR PLACE OF ORGANIZATION					
	DELAWAR	RE				
NUMBER OF	7	SOLE VOTING POWER				
SHARES BENEFICIALLY						
OWNED BY	- 0 - 8 SHARED VOTING POWER					
EACH						
REPORTING		376,968*	-			
PERSON WITH	9	SOLE DISPOSITIVE POWER				
		- 0 -				
	10	SHARED DISPOSITIVE POWER				
		376,968*				
11	AGGREGATE AM	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	276.069*					
12	376,968* CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
			—			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
	2.9%					
14	TYPE OF REPORT	TING PERSON				
	00					
1 1 000 000 1		erlying call ontions currently exercisable as further described in Item 6				

*Includes 292,300 shares of Common Stock underlying call options currently exercisable as further described in Item 6.

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1	NAME OF REPOR	RTING PERSON				
	VIEWO					
2	VIEX Capital Advisors, LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □					
2	CHECK THE ATT	KOI KIATE BOA IF A MEMBER OF A OROUT	(a) □ (b) □			
3	SEC USE ONLY					
4	SOURCE OF FUN	DS				
	AF					
5	CHECK BOX IF D	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)				
6	CITIZENSHIP OR	PLACE OF ORGANIZATION				
	DELAWAR					
NUMBER OF	7	SOLE VOTING POWER				
SHARES BENEFICIALLY		- 0 -				
OWNED BY	8 SHARED VOTING POWER					
EACH						
REPORTING						
PERSON WITH	9	SOLE DISPOSITIVE POWER				
		- 0 -				
	10	SHARED DISPOSITIVE POWER				
		1.059,726*				
11	AGGREGATE AM	IOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	1,059,726*					
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
	8.2%					
14	TYPE OF REPORT	TING PERSON				
	IA					
		erlying call options currently exercicable as further described in Item 6				

* Includes 304,300 shares of Common Stock underlying call options currently exercisable as further described in Item 6.

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1	NAME OF REPORTING PERSON					
	Eric Singer					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) (b) (c)					
3	SEC USE ONLY	SEC USE ONLY				
4	SOURCE OF FUNDS					
	AF					
5	CHECK BOX IF D	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)				
6	CITIZENSHIP OR PLACE OF ORGANIZATION USA					
NUMBER OF SHARES BENEFICIALLY	7	SOLE VOTING POWER				
OWNED BY EACH REPORTING	8	SHARED VOTING POWER 1,059,726*				
PERSON WITH	9	SOLE DISPOSITIVE POWER				
	10	SHARED DISPOSITIVE POWER				
		1,059,726*				
11	AGGREGATE AM	1,005,720 IOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	1,059,726*					
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
	8.2%					
14	TYPE OF REPORT	TING PERSON				
	IN					

* Includes 304,300 shares of Common Stock underlying call options currently exercisable as further described in Item 6.

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The following constitutes Amendment No. 1 to the Schedule 13D filed by the undersigned (the "Amendment No. 1"). This Amendment No. 1 amends the Schedule 13D as specifically set forth herein.

Item 3. Source and Amount of Funds or Other Consideration.

Item 3 is hereby amended and restated to read as follows:

The Shares purchased by Series One were purchased with working capital (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business) in open market purchases, except as otherwise noted, as set forth in Schedule A, which is incorporated by reference herein. The aggregate purchase price of the 101,384 Shares beneficially owned by Series One is approximately \$3,285,595, including brokerage commissions.

The Shares purchased by VSO II were purchased with working capital (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business) in open market purchases, except as otherwise noted, as set forth in Schedule A, which is incorporated by reference herein. The aggregate purchase price of the 569,374 Shares beneficially owned by VSO II is approximately \$17,435,930, including brokerage commissions. The aggregate purchase price of the 12,000 Shares underlying certain call options which are currently exercisable and may be deemed to be beneficially owned by VSO II is approximately \$13,890, including brokerage commissions.

The Shares purchased by VSO III were purchased with working capital (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business) in open market purchases, except as otherwise noted, as set forth in Schedule A, which is incorporated by reference herein. The aggregate purchase price of the 84,668 Shares beneficially owned by VSO III is approximately \$2,544,973, including brokerage commissions. The aggregate purchase price of the 292,300 Shares underlying certain call options which are currently exercisable and may be deemed to be beneficially owned by VSO III is approximately \$2,946,268, including brokerage commissions.

Item 5. Interest in Securities of the Issuer.

Items 5(a)-(c) are hereby amended and restated to read as follows:

The aggregate percentage of Shares reported owned by each Reporting Person is based upon 12,939,670 Shares outstanding, which is the total number of Shares outstanding as of November 4, 2019 as reported in the Issuer's Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on November 5, 2019.

A. Series One

(a) As of the close of business on January 13, 2020, Series One beneficially owned 101,384 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 0
 - 2. Shared power to vote or direct vote: 101,384
 - 3. Sole power to dispose or direct the disposition: 0
 - 4. Shared power to dispose or direct the disposition: 101,384
- (c) Series One has not entered into any transactions in the securities of the Issuer since the filing of the Schedule 13D.

B. VSO II

(a) As of the close of business on January 13, 2020, VSO II beneficially owned 581,374 Shares, including 12,000 Shares underlying call options currently exercisable.

Percentage: Approximately 4.5%

- (b) 1. Sole power to vote or direct vote: 0
 - 2. Shared power to vote or direct vote: 581,374
 - 3. Sole power to dispose or direct the disposition: 0
 - 4. Shared power to dispose or direct the disposition: 581,374
- (c) VSO II has not entered into any transactions in the securities of the Issuer since the filing of the Schedule 13D.

C. VSO III

(a) As of the close of business on January 13, 2020, VSO III beneficially owned 376,968 Shares, including 292,300 Shares underlying call options currently exercisable.

Percentage: Approximately 2.9%

- (b) 1. Sole power to vote or direct vote: 0
 - 2. Shared power to vote or direct vote: 376,968
 - 3. Sole power to dispose or direct the disposition: 0
 - 4. Shared power to dispose or direct the disposition: 376,968
- (c) The transactions in the securities of the Issuer by VSO III since the filing of the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

D. VIEX GP

(a) VIEX GP, as the general partner of Series One, may be deemed the beneficial owner of the 101,384 Shares beneficially owned by Series One.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 0
 - 2. Shared power to vote or direct vote: 101,384
 - 3. Sole power to dispose or direct the disposition: 0
 - 4. Shared power to dispose or direct the disposition: 101,384
- (c) VIEX GP has not entered into any transactions in the securities of the Issuer since the filing of the Schedule 13D.

E. VSO GP II

(a) VSO GP II, as the general partner of VSO II, may be deemed the beneficial owner of the 581,374 Shares beneficially owned by VSO II, including 12,000 Shares underlying call options currently exercisable.

Percentage: Approximately 4.5%

- (b) 1. Sole power to vote or direct vote: 0
 - 2. Shared power to vote or direct vote: 581,374
 - 3. Sole power to dispose or direct the disposition: 0
 - 4. Shared power to dispose or direct the disposition: 581,374
- (c) VSO GP II has not entered into any transactions in the securities of the Issuer since the filing of the Schedule 13D.

F. VSO GP III

(a) VSO GP III, as the general partner of VSO III, may be deemed the beneficial owner of the 376,968 Shares beneficially owned by VSO III, including 292,300 Shares underlying call options currently exercisable.

Percentage: Approximately 2.9%

- (b) 1. Sole power to vote or direct vote: 0
 - 2. Shared power to vote or direct vote: 376,968
 - 3. Sole power to dispose or direct the disposition: 0
 - 4. Shared power to dispose or direct the disposition: 376,968
- (c) VSO GP III has not entered into any transactions in the securities of the Issuer since the filing of the Schedule 13D. The transactions in the securities of the Issuer on behalf of VSO III since the filing of the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

G. VIEX Capital

(a) VIEX Capital, as the investment manager to Series One, VSO II and VSO III, may be deemed the beneficial owner of the (i) 101,384 Shares beneficially owned by Series One, (ii) 581,374 Shares beneficially owned by VSO II, including 12,000 Shares underlying call options currently exercisable and (iii) 376,968 Shares beneficially owned by VSO III, including 292,300 Shares underlying call options currently exercisable.

Percentage: Approximately 8.2%

- (b) 1. Sole power to vote or direct vote: 0
 - 2. Shared power to vote or direct vote: 1,059,726
 - 3. Sole power to dispose or direct the disposition: 0
 - 4. Shared power to dispose or direct the disposition: 1,059,726
- (c) VIEX Capital has not entered into any transactions in the securities of the Issuer since the filing of the Schedule 13D. The transactions in the securities of the Issuer on behalf of VSO III since the filing of the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.



- H. Eric Singer
 - (a) Mr. Singer, as the managing member of each of VIEX GP, VSO GP II, VSO GP III and VIEX Capital, may be deemed the beneficial owner of the (i) 101,384 Shares beneficially owned by Series One, (ii) 581,374 Shares beneficially owned by VSO II, including 12,000 Shares underlying call options currently exercisable and (iii) 376,968 Shares beneficially owned by VSO III, including 292,300 Shares underlying call options currently exercisable.

Percentage: Approximately 8.2%

- (b) 1. Sole power to vote or direct vote: 0
 - 2. Shared power to vote or direct vote: 1,059,726
 - 3. Sole power to dispose or direct the disposition: 0
 - 4. Shared power to dispose or direct the disposition: 1,059,726
- (c) Mr. Singer has not entered into any transactions in the securities of the Issuer since the filing of the Schedule 13D. The transactions in the securities of the Issuer on behalf of VSO III since the filing of the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

The filing of this Schedule 13D shall not be deemed an admission that the Reporting Persons are, for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, the beneficial owners of any securities of the Issuer that he or it does not directly own. Each of the Reporting Persons specifically disclaims beneficial ownership of the securities reported herein that he or it does not directly own.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.

Item 6 is hereby amended to add the following:

VSO III has purchased in the over-the-counter market American-style call options referencing an aggregate of, 175,900 Shares, which have an exercise price of \$25.00 and expire on June 19, 2020, as further detailed on Schedule A hereto, which is incorporated by reference herein.

SIGNATURES

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

and correct.

Dated: January 14, 2020

VIEX Opportunities Fund, LP - Series One

- By: VIEX GP, LLC General Partner
- By: /s/ Eric Singer
 - Name:Eric SingerTitle:Managing Member

VIEX GP, LLC

By: /s/ Eric Singer Name: Eric Singer Title: Managing Member

VIEX Special Opportunities Fund II, LP

- By: VIEX Special Opportunities GP II, LLC General Partner
- By: /s/ Eric Singer Name: Eric Singer Title: Managing Member

VIEX Special Opportunities GP II, LLC

By: /s/ Eric Singer Name: Eric Singer Title: Managing Member

VIEX Special Opportunities Fund III, LP

- By: VIEX Special Opportunities GP III, LLC General Partner
- By: /s/ Eric Singer Name: Eric Singer Title: Managing Member

VIEX Special Opportunities GP III, LLC

By:	/s/ Eric Sin Name:	Eric Singer	
	Title:	Managing Member	
VIEX	Capital Advis	sors, LLC	
By:	/s/ Eric Sin	nger	
	Name:	Eric Singer	
	Title:	Managing Member	
/s/ Fri	c Singer		
Eric S	- U		
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SCHEDULE A

Transactions in the Securities of the Issuer Since the Filing of the Schedule 13D

Nature of the Transaction	Securities Purchased/(Sold)	Price Per Security(\$)	Date of <u>Purchase / Sale</u>
	VIEX SPECIAL OPPORT	<u>'UNITIES FUND III, LP</u>	
Purchase of June 2020 Call Option (\$30.00 Strike Price) [*]	16,400	6.7000	01/13/2020
Purchase of June 2020 Call Option (\$25.00 Strike Price) [*]	175,900	10.9175	01/13/2020

* Represents Shares underlying American-style call options purchased in the over-the-counter market. These call options expire on June 19, 2020.