

HomeTrust Bancshares, Inc.
Form SC 13G/A
February 14, 2019

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

HomeTrust Bancshares, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

437872104

(CUSIP Number)

December 31, 2018

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☒ Rule 13d-1(b)

☐ Rule 13d-1(c)

o Rule 13d-1(d)

*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 the disclosures provided in a prior cover page.

The information required in 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).

CUSIP No. 437872104

SCHEDULE 13G/A

Page 2 of 8 Pages

NAME OF REPORTING PERSONS

1

Paradice Investment Management LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) ☐

(b) ☐

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

SOLE VOTING POWER

5

0

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON

6

SHARED VOTING POWER

844,315

SOLE DISPOSITIVE POWER

7

0

WITH

SHARED DISPOSITIVE POWER

8

963,194

9

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

963,194

10

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

☐

11

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.2%

12

TYPE OF REPORTING PERSON

IA

CUSIP No. 437872104

SCHEDULE 13G/A

Page 3 of 8 Pages

NAME OF REPORTING PERSONS

1

Paradice Investment Management Pty Ltd

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) ☐

(b) ☐

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Australia

SOLE VOTING POWER

5

0

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON

6

SHARED VOTING POWER

844,315

SOLE DISPOSITIVE POWER

7

0

WITH

SHARED DISPOSITIVE POWER

8

963,194

9

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

963,194

10

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

☐

11

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.2%

12

TYPE OF REPORTING PERSON

HC

CUSIP No. 437872104

SCHEDULE 13G/A

Page 4 of 8 Pages

Item 1. (a) Name of Issuer

HomeTrust Bancshares, Inc.

(b) Address of Issuer's Principal Executive Offices

10 Woodfin Street, Asheville, North Carolina 28801

Item 2.

(a) Name of Person Filing

Paradice Investment Management LLC

Paradice Investment Management Pty Ltd

(b) Address of Principal Business Office, or, if none, Residence

Paradice Investment Management LLC

257 Fillmore Street, Suite 200

Denver, Colorado 80206

Paradice Investment Management Pty Ltd

Level 27

The Chifley Tower

2 Chifley Square

Sydney NSW 2000

Australia

(c) Citizenship

Paradice Investment Management LLC - Delaware

Paradice Investment Management Pty Ltd - Australia

(d) Title of Class of Securities

Common Stock

(e) CUSIP No.:

437872104

CUSIP No. 437872104

SCHEDULE 13G/A

Page 5 of 8 Pages

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);
- (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 associations 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);

CUSIP No. 437872104

SCHEDULE 13G/A

Page 6 of 8 Pages

Item 4. Ownership

The information as of the filing date required by Items 4(a)-(c) is set forth in Rows 5-11 of the cover page for each Reporting Person hereto and is incorporated herein by reference for each such Reporting Person.

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 or Control Person

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 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.

CUSIP No. 437872104

SCHEDULE 13G/A

Page 7 of 8 Pages

SIGNATURE

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

Dated: February 14, 2019

Paradice Investment Management
LLC

By: Lucinda Hill
Name: Lucinda Hill
Title: Chief Compliance Officer

Paradice Investment Management
Pty Ltd

By: Peter Manley
Name: Peter Manley
Title: Chief Operating Officer

CUSIP No. 437872104

SCHEDULE 13G/A

Page 8 of 8 Pages

JOINT FILING AGREEMENT

PURSUANT TO RULE 13d-1(k)

The undersigned hereby agree that the Statement on this Schedule 13G/A, dated February 14, 2019, (the "Schedule 13G/A"), with respect to the Common Stock of HomeTrust Bancshares, Inc. is filed, and all amendments thereto will be filed, on behalf of each of us pursuant to and in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, and that this Agreement shall be included as an Exhibit to the Schedule 13G/A. Each of the undersigned agrees to be responsible for the timely filing of the Schedule 13G/A, and for the completeness and accuracy of the information concerning itself contained therein. This Agreement may be executed in any number of counterparts, all of which taken together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the 14th day of February 2019.

Paradice Investment Management
LLC

By: Lucinda Hill
Name: Lucinda Hill
Title: Chief Compliance Officer

Paradice Investment Management
Pty Ltd

By: Peter Manley
Name: Peter Manley
Title: Chief Operating Officer

:0in;">Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

5.

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Sole Voting Power

0

6.

Shared Voting Power

4,053,638 shares of Common Stock

7.

Sole Dispositive Power

0

8.

Shared Dispositive Power

4,053,638 shares of Common Stock

9.

Aggregate Amount Beneficially Owned by Each Reporting Person

4,053,638 shares of Common Stock

10.

Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) ☐

11.

Percent of Class Represented by Amount in Row (9)

Approximately 6.3% as of the date of this filing (based on 63,902,866 shares of Common Stock issued and outstanding as of March 10, 2005)

12.

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Type of Reporting Person (See Instructions)

CO

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)
Jeffrey L. Gates
2. Check the Appropriate Box if a Member of a Group (See Instructions)
 - (a) ☒ y
 - (b) ☐ o
3. SEC Use Only
4. Citizenship or Place of Organization
United States Citizen
5. Sole Voting Power
0
6. Shared Voting Power
4,053,638 shares of Common Stock
7. Sole Dispositive Power
0
8. Shared Dispositive Power
4,053,638 shares of Common Stock
9. Aggregate Amount Beneficially Owned by Each Reporting Person
4,053,638 shares of Common Stock
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) ☐ o
11. Percent of Class Represented by Amount in Row (9)
Approximately 6.3% as of the date of this filing (based on 63,902,866 shares of Common Stock issued and outstanding as of March 10, 2005)
12. Type of Reporting Person (See Instructions)
IN; HC

Item 1.

- (a) Name of Issuer
Darling International Inc.
- (b) Address of Issuer's Principal Executive Offices
251 O'Connor Ridge Blvd., Suite 300, Irving, TX 75038

Item 2.

- (a) Name of Person Filing
- (b) Address of Principal Business Office or, if none, Residence
- (c) Citizenship

Gates Capital Management, Inc.

1177 Ave. of the Americas, 32nd Floor

New York, New York 10036

Delaware corporation
Gates Capital Partners, L.P.

1177 Ave. of the Americas, 32nd Floor

New York, New York 10036

Delaware limited partnership
ECF Value Fund, L.P.

c/o Gates Capital Management, Inc.

1177 Ave. of the Americas, 32nd Floor

New York, New York 10036

Delaware limited partnership
ECF Value Fund II, L.P.

c/o Gates Capital Management, Inc.

1177 Ave. of the Americas, 32nd Floor

New York, New York 10036

Delaware limited partnership
ECF Value Fund International, Ltd.

c/o Trident Fund Services (B.V.I) Limited

Trident Chambers, Wickhams Cay

P.O. Box 146

Road Town, Tortola

British Virgin Islands

British Virgin Islands company

Jeffrey L. Gates

c/o Gates Capital Management, Inc.

1177 Ave. of the Americas, 32nd Floor

New York, New York 10036

United States citizen

- (d) Title of Class of Securities
Common Stock, \$0.01 par value
- (e) CUSIP Number
237266101

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) | o | Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o). |
| (b) | o | Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c). |
| (c) | o | Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c). |
| (d) | o | Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8). |
| (e) | o | An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E); |
| (f) | o | An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F); |
| (g) | o | A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G); |
| (h) | o | A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813); |
| (i) | o | 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) | o | Group, in accordance with §240.13d-1(b)(1)(ii)(J). |

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

Gates Capital Management, Inc.

Gates Capital Partners, L.P.

ECF Value Fund, L.P.

ECF Value Fund II, L.P.

ECF Value Fund International, Ltd.

Jeffrey L. Gates

- | | |
|-----|--|
| (a) | Amount beneficially owned: |
| | 4,053,638 shares of Common Stock |
| (b) | Percent of class: |
| | Approximately 6.3% as of the date of this filing (based on 63,902,866 shares of Common Stock issued and outstanding as of March 10, 2005). |
| (c) | Number of shares as to which the person has: |
| | (i) Sole power to vote or to direct the vote |
| | 0 |
| | (ii) Shared power to vote or to direct the vote |
| | 4,053,638 shares of Common Stock |
| | (iii) Sole power to dispose or to direct the disposition of |
| | 0 |
| | (iv) Shared power to dispose or to direct the disposition of |
| | 4,053,638 shares of Common Stock |

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

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following ☐.

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

NA

Item 7.

Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person

NA

Item 8.

Identification and Classification of Members of the Group

NA

Item 9.

Notice of Dissolution of Group

NA

Item 10.

Certification

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

Signature

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

Date: April 6, 2005

GATES CAPITAL MANAGEMENT, INC.

By: /s/ Jeffrey L. Gates
Jeffrey L. Gates, President

GATES CAPITAL PARTNERS, L.P.

By: Gates Capital Management, Inc.
Its Investment Manager

By: /s/ Jeffrey L. Gates
Jeffrey L. Gates, President

ECF VALUE FUND, L.P.

By: Gates Capital Partners, L.P.
Its General Partner

By: Gates Capital Management, Inc.
Its Investment Manager

By: /s/ Jeffrey L. Gates
Jeffrey L. Gates, President

ECF VALUE FUND II, L.P.

By: Gates Capital Partners, L.P.
Its General Partner

By: Gates Capital Management, Inc.
Its Investment Manager

By: /s/ Jeffrey L. Gates
Jeffrey L. Gates, President

ECF VALUE FUND INTERNATIONAL, LTD.

By: Gates Capital Management, Inc.
Its Investment Manager

By: /s/ Jeffrey L. Gates
Jeffrey L. Gates, President

JEFFREY L. GATES

By: /s/ Jeffrey L. Gates
Jeffrey L. Gates