

Builders FirstSource, Inc.
Form SC 13D/A
August 26, 2013

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13D
Under the Securities and Exchange Act of 1934

(Amendment No. 2)*

Builders FirstSource, Inc.
(Name of Issuer)

Common Stock, Par Value \$0.01

(Title of Class of Securities)

12008R 10 7
(CUSIP Number)

Robert Robotti
c/o Robotti & Company, Incorporated
6 East 43rd Street, 23rd Floor
New York, New York 10017
212-986-4800
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

September 28, 2011
(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 Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box. o

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See 13d-7 for other parties to whom copies are to be sent.

(Page 1 of 20 Pages)

*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).

Schedule 13D

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1. Names of Reporting Persons

Robert E. Robotti

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

(a) (b)

3. SEC Use Only

4. Source of Funds (See Instructions)

AF, OO

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

United States

Number of 7. Sole Voting Power: 49,994

Shares

Beneficially 8. Shared Voting Power: 4,175,923

Owned by

Each 9. Sole Dispositive Power: 49,994

Reporting

Person With 10. Shared Dispositive Power: 4,175,923

Aggregate

Amount

Beneficially

11. Owned by

Each

Reporting

Person

4,225,917

Check if the

Aggregate

Amount in

Row (11)

12. Excludes

Certain

Shares (See

Instructions)

13. Percent of

Class

Represented

by Amount

in Row (11)
4.4%

14. Type of
Reporting
Person (See
Instructions)
IN, HC

Schedule 13D

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1. Names of Reporting Persons

Robotti & Company, Incorporated

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

(a) (b)

3. SEC Use Only

4. Source of Funds (See Instructions)

OO

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

New York

Number of 7. Sole Voting Power: -0-

Shares

Beneficially 8. Shared Voting Power: 4,145,923

Owned by

Each 9. Sole Dispositive Power: -0-

Reporting

Person With 10. Shared Dispositive Power: 4,145,923

Aggregate

Amount

Beneficially

11. Owned by

Each

Reporting

Person

4,145,923

Check if the

Aggregate

Amount in

Row (11)

12. Excludes

Certain

Shares (See

Instructions)

Percent of

Class

13. Represented

by Amount

in Row (11)

4.3%

14. Type of
Reporting
Person (See
Instructions)
CO, HC

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1. Names of Reporting Persons

Robotti & Company, LLC

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

(a) (b)

3. SEC Use Only

4. Source of Funds (See Instructions)

OO

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

New York

Number of 7. Sole Voting Power: -0-

Shares

Beneficially 8. Shared Voting Power: 57,850

Owned by

Each 9. Sole Dispositive Power: -0-

Reporting

Person With 10. Shared Dispositive Power: 57,850

Aggregate

Amount

Beneficially

11. Owned by

Each

Reporting

Person

57,850

Check if the

Aggregate

Amount in

Row (11)

12. Excludes

Certain

Shares (See

Instructions)

Percent of

Class

13. Represented

by Amount

in Row (11)

Less than 1%

14. Type of
Reporting
Person (See
Instructions)
OO, BD

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1. Names of Reporting Persons

Robotti & Company Advisors, LLC

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

(a) (b)

3. SEC Use Only

4. Source of Funds (See Instructions)

OO

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

New York

Number of 7. Sole Voting Power: -0-
Shares

Beneficially 8. Shared Voting Power: 4,072,723

Owned by

Each 9. Sole Dispositive Power: -0-

Reporting

Person With 10. Shared Dispositive Power: 4,072,723

Aggregate

Amount

Beneficially

11. Owned by

Each

Reporting

Person

4,072,723

Check if the

Aggregate

Amount in

Row (11)

12. Excludes

Certain

Shares (See

Instructions)

Percent of

Class

13. Represented

by Amount

in Row (11)

4.2%

14. Type of
Reporting
Person (See
Instructions)
OO, IA

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1. Names of Reporting Persons

Suzanne Robotti

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

(a) (b)

3. SEC Use Only

4. Source of Funds (See Instructions)

PF

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

United States

Number of 7. Sole Voting Power: 30,000

Shares

Beneficially 8. Shared Voting Power: -0-

Owned by

Each 9. Sole Dispositive Power: 30,000

Reporting

Person With 10. Shared Dispositive Power: -0-

Aggregate

Amount

Beneficially

11. Owned by

Each

Reporting

Person

30,000

Check if the

Aggregate

Amount in

Row (11)

12. Excludes

Certain

Shares (See

Instructions)

Percent of

Class

13. Represented

by Amount

in Row (11)

Less than 1%

14. Type of
Reporting
Person (See
Instructions)
IN

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1. Names of Reporting Persons

Kenneth R. Wasiak

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

(a) (b)

3. SEC Use Only

4. Source of Funds (See Instructions)

AF

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

United States

Number of 7. Sole Voting Power: -0-

Shares

Beneficially 8. Shared Voting Power: 1,283,465

Owned by

Each 9. Sole Dispositive Power: -0-

Reporting

Person With 10. Shared Dispositive Power: 1,283,465

Aggregate

Amount

Beneficially

11. Owned by

Each

Reporting

Person

1,283,465

Check if the

Aggregate

Amount in

Row (11)

12. Excludes

Certain

Shares (See

Instructions)

Percent of

Class

13. Represented

by Amount

in Row (11)

1.3%

14. Type of
Reporting
Person (See
Instructions)
IN, HC

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1. Names of Reporting Persons

Ravenswood Management Company, L.L.C.

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

(a) (b)

3. SEC Use Only

4. Source of Funds (See Instructions)

AF

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

New York

Number of 7. Sole Voting Power: -0-
Shares

Beneficially 8. Shared Voting Power: 1,283,465
Owned by

Each 9. Sole Dispositive Power: -0-
Reporting

Person With 10. Shared Dispositive Power: 1,283,465

Aggregate
Amount
Beneficially

11. Owned by
Each
Reporting
Person
1,283,465

Check if the
Aggregate
Amount in
Row (11)

12. Excludes
Certain
Shares (See
Instructions)

Percent of
Class

13. Represented
by Amount
in Row (11)

1.3%

14. Type of
Reporting
Person (See
Instructions)
OO

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1. Names of Reporting Persons

The Ravenswood Investment Company, L.P.

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

(a) (b)

3. SEC Use Only

4. Source of Funds (See Instructions)

WC

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

Delaware

Number of 7. Sole Voting Power: -0-
Shares

Beneficially 8. Shared Voting Power: 859,499
Owned by

Each 9. Sole Dispositive Power: -0-
Reporting

Person With 10. Shared Dispositive Power: 859,499

Aggregate
Amount
Beneficially

11. Owned by
Each
Reporting
Person
859,499

Check if the
Aggregate
Amount in
Row (11)

12. Excludes
Certain
Shares (See
Instructions)

Percent of
Class

13. Represented
by Amount
in Row (11)

Less than 1%

14. Type of
Reporting
Person (See
Instructions)
PN

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1. Names of Reporting Persons

Ravenswood Investments III, L.P.

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

(a) (b)

3. SEC Use Only

4. Source of Funds (See Instructions)

WC

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

New York

Number of 7. Sole Voting Power: -0-
Shares

Beneficially 8. Shared Voting Power: 423,966
Owned by

Each 9. Sole Dispositive Power: -0-
Reporting

Person With 10. Shared Dispositive Power: 423,966

Aggregate
Amount
Beneficially

11. Owned by
Each
Reporting
Person
423,966

Check if the
Aggregate
Amount in
Row (11)

12. Excludes
Certain
Shares (See
Instructions)

Percent of
Class

13. Represented
by Amount
in Row (11)

Less than 1%

14. Type of
Reporting
Person (See
Instructions)
PN

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This Statement on Schedule 13D Amendment No. 2 (this "Statement") is filed on behalf of the Reporting Persons with the Securities and Exchange Commission (the "Commission"). This Statement amends the Statement of Beneficial Ownership on Schedule 13D relating to shares of the Common Stock, par value \$0.01 per share (the "Common Stock"), of Builders FirstSource, Inc. (the "Issuer"), filed on February 9, 2010 with the Commission as amended by Amendment No. 1 thereto filed on January 31, 2011 (the "Amended Statement"), as specifically set forth herein. Capitalized terms used herein and not otherwise defined herein shall have the same meanings ascribed to them in the Initial Statement.

Item 2. Identity and Background.

Item 2 of the Amended Statement is hereby amended and restated to read as follows:

(a), (b), (c) and (f). This Statement is filed on behalf of Robert E. Robotti ("Robotti"), Robotti & Company, Incorporated ("ROBT"), Robotti & Company, LLC ("Robotti & Company"), Robotti & Company Advisors, LLC ("Robotti Advisors"), Suzanne Robotti, Kenneth R. Wasiak ("Wasiak"), Ravenswood Management Company, L.L.C. ("RMC"), The Ravenswood Investment Company, L.P. ("RIC"), and Ravenswood Investments III, L.P. ("RI," and together with Robotti, ROBT, Robotti & Company, Robotti Advisors, Suzanne Robotti, Wasiak, RMC and RIC, the "Reporting Persons").

Mr. Robotti is a United States citizen whose principal occupation is serving as the president and treasurer of ROBT. ROBT, a New York corporation, is the parent holding company of Robotti & Company and Robotti Advisors. Robotti & Company, a New York limited liability company, is a broker-dealer registered under Section 15 of the Securities Exchange Act of 1934, as amended ("Exchange Act"). Robotti Advisors, a New York limited liability company, is an investment advisor registered under the Investment Advisers Act of 1940, as amended.

Suzanne Robotti is a United States citizen and the wife of Mr. Robotti.

Mr. Wasiak is a United States citizen whose principal occupation is serving as a consultant in the accounting firm of Grassi & Co. Each of Messrs. Robotti and Wasiak are Managing Member of RMC. RMC, a New York limited liability company, is the general partner of RIC and RI. RIC, a Delaware limited partnership, and RI, a New York limited partnership, are private investment partnerships engaged in the purchase and sale of securities for their own accounts.

The address of each of the Reporting Persons other than Mr. Wasiak, RMC, RIC, and RI is 6 East 43rd Street, 23rd Floor, New York, NY, 10017. RMC's, RIC's, and RI's address is 104 Gloucester Road, Massapequa, New York 11758. Mr. Wasiak's business address is 488 Madison Avenue, New York, New York 10022.

Executive Officers and Directors:

In accordance with the provisions of General Instruction C to Schedule 13D information concerning executive officers and directors of ROBT, Robotti & Company, and Robotti Advisors included in Schedule A hereto and is incorporated by reference herein.

(d) and (e). None of the Reporting Persons, and to the best knowledge of the Reporting Persons, none of the persons set forth on Schedule A, has during the last five years, been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction, and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or

finding any violation with respect to such laws.

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

Item 3 of the Amended Statement is hereby amended and restated to read as follows:

The aggregate purchase price of the 15,350 shares of Common Stock held by ROBT is \$51,698.47 (including brokerage fees and expenses). All of the shares of Common Stock beneficially held by ROBT were paid for using its working capital.

The aggregate purchase price of the 57,850 shares of Common Stock held by Robotti & Company is \$161,994.31 (including brokerage fees and expenses). All of the shares of Common Stock beneficially held by Robotti & Company were paid for using the personal funds of its discretionary customers.

The aggregate purchase price of the 2,789,258 shares of Common Stock held by Robotti Advisors is \$8,485,237.66 (including brokerage fees and expenses). All of the shares of Common Stock beneficially held by Robotti Advisors were paid for using the personal funds of its advisory clients.

The aggregate purchase price of the 30,000 shares of Common Stock held by Suzanne Robotti is \$101,273.00 (including brokerage fees and expenses). All of the shares of Common Stock beneficially held by Suzanne Robotti were paid for using her personal funds.

The aggregate purchase price of the 909,493 shares of Common Stock previously held by RIC is \$3,166,159.08 (including brokerage fees and expenses). All of these shares of Common Stock were paid for using RIC's working capital. On January 2, 2013, 49,994 shares of the 909,493 shares of Common Stock previously held by RIC were distributed from RIC to Robert Robotti.

The aggregate purchase price of the 423,966 shares of Common Stock held by RI is \$1,440,546.54 (including brokerage fees and expenses). All of the shares of Common Stock beneficially held by RI were paid for using its working capital.

Item 5. Interest in Securities of the Issuer.

Item 5 of the Amended Statement is hereby amended and restated to read as follows:

(a)-(b) As of August 20, 2013, the aggregate number of shares of Common Stock and percentage of the outstanding Common Stock of the Issuer beneficially owned (i) by each of the Reporting Persons, and (ii) to the knowledge of the Reporting Persons, by each other person who may be deemed to be a member of a group, is as follows:

Reporting Person

Aggregate Number of Shares of Common Stock

Number of Shares of Common Stock: Sole Power to Vote or Dispose

Number of Shares of Common Stock: Shared Power to Vote or Dispose

Approximate Percentage*

| | Number | Number of |
|-----------|-----------|-----------|
| Aggregate | of Shares | Shares of |
| Number of | of | Common |

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| Reporting Person | Shares of Common Stock | Common Stock: Sole Power to Vote or Dispose | Stock: Shared Power to Vote or Dispose | Approximate Percentage* | |
|-------------------------------|------------------------------|--|--|----------------------------|----|
| Robotti (1)(2)(3)(4)(6)(7)(8) | 4,225,917 | 49,994 | 4,175,923 | 4.35 | % |
| ROBT (1)(2)(3)(4) | 4,145,923 | 0 | 4,145,923 | 4.27 | % |
| Robotti & Company (1)(3) | 57,850 | 0 | 57,850 | | ** |
| Robotti Advisors(1)(4)(7)(8) | 4,072,723 | 0 | 4,072,723 | 4.19 | % |

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| | | | | |
|--------------------------|-----------|--------|-----------|-------|
| Suzanne Robotti(1)(5)(6) | 30,000 | 30,000 | 0 | ** |
| Wasiak (1)(7)(8) | 1,283,465 | 0 | 1,283,465 | 1.32% |
| RMC (1)(7)(8) | 1,283,465 | 0 | 1,283,465 | 1.32% |
| RIC (1)(7) | 859,499 | 0 | 859,499 | ** |
| RI (1)(8) | 423,966 | 0 | 423,966 | ** |

*Based on 97,193,947 shares of Common Stock, par value \$0.01 per share outstanding as of July 31, 2013 as disclosed in the Issuer's Quarterly Report on Form 10-Q, for period ended June 30, 2013.

**Less than one percent.

(1) Each of the Reporting Persons disclaims beneficial ownership of the securities held by the other Reporting Persons except to the extent of such Reporting Person's pecuniary interest therein, if any.

(2) Mr. Robotti shares with ROBT the power to vote or direct the vote of, and shares the power to dispose or direct the disposition of, 15,350 shares of the Common Stock owned by ROBT.

(3) Each of Mr. Robotti and ROBT share with Robotti & Company the power to vote or direct the vote of, and shares the power to dispose or direct the disposition of, 57,850 shares of Common Stock owned by the discretionary customers of Robotti & Company.

(4) Each of Mr. Robotti and ROBT share with Robotti Advisors the power to vote or direct the vote of, and shares the power to dispose or direct the disposition of, 4,072,723 shares of Common Stock owned by the advisory clients of Robotti Advisors.

(5) Suzanne Robotti has the sole power to vote or direct the vote of, and has the sole power to dispose or direct the disposition of, 30,000 shares of Common Stock.

(6) Mr. Robotti may be deemed to be the beneficial owner of the shares of Common Stock set forth in footnote (5) above, through his marriage to Suzanne Robotti.

(7) Each of Messrs. Robotti and Wasiak, Robotti Advisors and RMC share with RIC the power to vote or direct the vote of, and shares the power to dispose or direct the disposition of, 859,499 shares of Common Stock owned by RIC.

(8) Each of Messrs. Robotti and Wasiak, Robotti Advisors and RMC share with RI the power to vote or direct the vote of, and shares the power to dispose or direct the disposition of, 423,966 shares of Common Stock owned by RI.

(c) Except as otherwise set forth in this Statement, the table below lists all the transactions in the Issuer's Common Stock from July 30, 2011, sixty days prior to the event. All such transactions were made by Robotti & Company, Robotti Advisors, RIC and RI in the open market.

Transactions in Shares Since July 30, 2011

| Party | Date of Purchase/Sale | Number of Common Stock | Buy/Sell | Price Per Unit |
|------------------------------------|-----------------------|------------------------|----------|----------------|
| Robotti Advisors' Advisory Clients | 08/11/2011 | 46,684 | BUY | \$1.7211 |
| Robotti Advisors' Advisory Clients | 08/11/2011 | 115,145 | BUY | \$1.7142 |
| Robotti Advisors' Advisory Clients | 08/12/2011 | 31,998 | BUY | \$1.7168 |
| Robotti Advisors' Advisory Clients | 08/12/2011 | 90,583 | BUY | \$1.7145 |
| Robotti Advisors' Advisory Clients | 08/15/2011 | 78 | BUY | \$1.75 |
| Robotti Advisors' Advisory Clients | 08/15/2011 | 122 | BUY | \$1.75 |
| Robotti Advisors' Advisory Clients | 08/18/2011 | 18,032 | BUY | \$1.7454 |
| Robotti Advisors' Advisory Clients | 08/18/2011 | 24,500 | BUY | \$1.7470 |

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| | | | | |
|------------------------------------|------------|--------|-----|----------|
| Robotti Advisors' Advisory Clients | 08/19/2011 | 6,755 | BUY | \$1.7432 |
| Robotti Advisors' Advisory Clients | 08/19/2011 | 16,500 | BUY | \$1.7426 |
| Robotti Advisors' Advisory Clients | 08/22/2011 | 2,400 | BUY | \$1.7498 |

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| | | | | |
|---|------------|----------|------|----------|
| Robotti Advisors' Advisory Clients | 08/22/2011 | 7,322 | BUY | \$1.7498 |
| Robotti Advisors' Advisory Clients | 08/23/2011 | 1,002 | BUY | \$1.75 |
| Robotti Advisors' Advisory Clients | 09/01/2011 | 918 | BUY | \$1.75 |
| Robotti Advisors' Advisory Clients | 09/02/2011 | 15,374 | BUY | \$1.7158 |
| Robotti Advisors' Advisory Clients | 09/02/2011 | 22,908 | BUY | \$1.7439 |
| Robotti Advisors' Advisory Clients | 09/06/2011 | 18,815 | BUY | \$1.7061 |
| Robotti Advisors' Advisory Clients | 09/08/2011 | 15,650 | BUY | \$1.7191 |
| Robotti Advisors' Advisory Clients | 09/09/2011 | 50,636 | BUY | \$1.6978 |
| Robotti Advisors' Advisory Clients | 09/12/2011 | 29,448 | BUY | \$1.6949 |
| Robotti Advisors' Advisory Clients | 09/13/2011 | 27,442 | BUY | \$1.7023 |
| Robotti Advisors' Advisory Clients | 09/14/2011 | 57,044 | BUY | \$1.6525 |
| Robotti Advisors' Advisory Clients | 09/15/2011 | 15,523 | BUY | \$1.7432 |
| Robotti Advisors' Advisory Clients | 09/16/2011 | 34,036 | BUY | \$1.7144 |
| Robotti & Company's Discretionary Customers | 09/16/2011 | (800) | SELL | \$1.7106 |
| Robotti Advisors' Advisory Clients | 09/19/2011 | 55,969 | BUY | \$1.6387 |
| Robotti Advisors' Advisory Clients | 09/20/2011 | 81,146 | BUY | \$1.6199 |
| Robotti Advisors' Advisory Clients | 09/21/2011 | 35,494 | BUY | \$1.5578 |
| Robotti Advisors' Advisory Clients | 09/22/2011 | 58,173 | BUY | \$1.4451 |
| Robotti Advisors' Advisory Clients | 09/23/2011 | 33,430 | BUY | \$1.493 |
| Robotti Advisors' Advisory Clients | 09/26/2011 | 23,770 | BUY | \$1.493 |
| Robotti Advisors' Advisory Clients | 09/27/2011 | 17,987 | BUY | \$1.493 |
| Robotti Advisors' Advisory Clients | 09/28/2011 | 24,212 | BUY | \$1.4721 |
| Robotti Advisors' Advisory Clients | 09/29/2011 | 50,178 | BUY | \$1.3533 |
| Robotti Advisors' Advisory Clients | 10/12/2011 | 24,000 | BUY | \$1.3922 |
| Robotti Advisors' Advisory Clients | 10/17/2011 | 10,150 | BUY | \$1.3652 |
| Robotti Advisors' Advisory Clients | 10/25/2011 | 1,100 | BUY | \$1.55 |
| Robotti Advisors' Advisory Clients | 10/26/2011 | 3,275 | BUY | \$1.5639 |
| Robotti Advisors' Advisory Clients | 11/01/2011 | (3,100) | SELL | \$1.5032 |
| Robotti Advisors' Advisory Clients | 11/01/2011 | (1,406) | SELL | \$1.5003 |
| Robotti Advisors' Advisory Clients | 11/04/2011 | 5,100 | BUY | \$1.472 |
| RIC | 11/04/2011 | (2,139) | SELL | \$1.50 |
| RII | 11/04/2011 | (1,205) | SELL | \$1.50 |
| RIC | 11/04/2011 | (396) | SELL | \$1.4999 |
| Robotti Advisors' Advisory Clients | 11/07/2011 | 4,200 | BUY | \$1.3986 |
| RIC | 11/07/2011 | (3,288) | SELL | \$1.50 |
| RII | 11/07/2011 | (1,853) | SELL | \$1.50 |
| Robotti & Company's Discretionary Customers | 11/08/2011 | 12,000 | BUY | \$1.4591 |
| Robotti Advisors' Advisory Clients | 11/08/2011 | 900 | BUY | \$1.40 |
| RII | 11/08/2011 | (800) | SELL | \$1.40 |
| Robotti & Company's Discretionary Customers | 11/09/2011 | 7,868 | BUY | \$1.40 |
| Robotti & Company's Discretionary Customers | 11/10/2011 | 2,732 | BUY | \$1.40 |
| RIC | 11/14/2011 | (500) | SELL | \$1.50 |
| RII | 11/15/2011 | (6,755) | SELL | \$1.50 |
| RIC | 11/15/2011 | (3,807) | SELL | \$1.50 |
| RII | 11/16/2011 | (5,751) | SELL | \$1.50 |
| RIC | 11/16/2011 | (3,241) | SELL | \$1.50 |
| RII | 11/17/2011 | (8,255) | SELL | \$1.50 |
| RIC | 11/17/2011 | (4,653) | SELL | \$1.50 |

R11

11/18/2011 (3,463)SELL \$1.50

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| | | | | | |
|---|------------|----------|---|------|-----------|
| RIC | 11/18/2011 | (1,952 |) | SELL | \$ 1.50 |
| RII | 11/21/2011 | (2,032 |) | SELL | \$ 1.50 |
| RIC | 11/21/2011 | (1,145 |) | SELL | \$ 1.50 |
| RII | 11/22/2011 | (16,568 |) | SELL | \$ 1.5008 |
| RIC | 11/22/2011 | (9,338 |) | SELL | \$ 1.5008 |
| RII | 11/29/2011 | (40,150 |) | SELL | \$ 1.5007 |
| RIC | 11/29/2011 | (22,630 |) | SELL | \$ 1.5007 |
| RII | 11/30/2011 | (66,174 |) | SELL | \$ 1.5263 |
| RIC | 11/30/2011 | (37,299 |) | SELL | \$ 1.5263 |
| RII | 12/01/2011 | (42,462 |) | SELL | \$ 1.5412 |
| RIC | 12/01/2011 | (23,933 |) | SELL | \$ 1.5412 |
| RII | 12/02/2011 | (75,567 |) | SELL | \$ 1.5748 |
| RIC | 12/02/2011 | (44,644 |) | SELL | \$ 1.5748 |
| Robotti Advisors' Advisory Clients | 12/12/2011 | 1,650 | | BUY | \$ 1.9100 |
| Robotti Advisors' Advisory Clients | 12/13/2011 | (1,208 |) | SELL | \$ 1.9313 |
| Robotti Advisors' Advisory Clients | 12/14/2011 | 1,000 | | BUY | \$ 1.8000 |
| Robotti Advisors' Advisory Clients | 12/20/2011 | (20,861 |) | SELL | \$ 1.8566 |
| Robotti Advisors' Advisory Clients | 01/12/2012 | (2,000 |) | SELL | \$ 2.4000 |
| Robotti Advisors' Advisory Clients | 01/13/2012 | (1,000 |) | SELL | \$ 2.4000 |
| Robotti Advisors' Advisory Clients | 01/17/2012 | (3,000 |) | SELL | \$ 2.4002 |
| Robotti Advisors' Advisory Clients | 02/01/2012 | (1,900 |) | SELL | \$ 2.5805 |
| Robotti Advisors' Advisory Clients | 02/08/2012 | 1,000 | | BUY | \$ 3.0492 |
| Robotti Advisors' Advisory Clients | 02/08/2012 | 1,100 | | BUY | \$ 3.0492 |
| Robotti Advisors' Advisory Clients | 02/08/2012 | (2,500 |) | SELL | \$ 3.1543 |
| Robotti Advisors' Advisory Clients | 02/09/2012 | 3,900 | | BUY | \$ 3.0941 |
| Robotti Advisors' Advisory Clients | 02/17/2012 | (53,591 |) | SELL | \$ 3.0477 |
| Robotti Advisors' Advisory Clients | 02/21/2012 | (2,804 |) | SELL | \$ 3.0076 |
| Robotti Advisors' Advisory Clients | 02/22/2012 | 4,000 | | BUY | \$ 2.7475 |
| Robotti Advisors' Advisory Clients | 02/22/2012 | 1,150 | | BUY | \$ 2.7500 |
| Robotti Advisors' Advisory Clients | 02/23/2012 | (6,077 |) | SELL | \$ 2.9272 |
| Robotti Advisors' Advisory Clients | 02/28/2012 | (300 |) | SELL | \$ 3.0900 |
| Robotti & Company's Discretionary Customers | 02/29/2012 | (2,500 |) | SELL | \$ 3.0916 |
| Robotti Advisors' Advisory Clients | 02/29/2012 | 2,500 | | BUY | \$ 3.0720 |
| Robotti Advisors' Advisory Clients | 03/02/2012 | (2,875 |) | SELL | \$ 3.1265 |
| Robotti Advisors' Advisory Clients | 03/05/2012 | (625 |) | SELL | \$ 3.1500 |
| Robotti Advisors' Advisory Clients | 03/15/2012 | (2,086 |) | SELL | \$ 3.9400 |
| Robotti Advisors' Advisory Clients | 03/30/2012 | 1,000 | | BUY | \$ 4.2900 |
| Robotti Advisors' Advisory Clients | 04/03/2012 | 1,150 | | BUY | \$ 4.0000 |
| Robotti Advisors' Advisory Clients | 04/05/2012 | 575 | | BUY | \$ 3.8980 |
| Robotti Advisors' Advisory Clients | 04/10/2012 | 575 | | BUY | \$ 3.7000 |
| Robotti Advisors' Advisory Clients | 04/10/2012 | 1,000 | | BUY | \$ 3.7000 |
| Robotti Advisors' Advisory Clients | 04/17/2012 | (5,880 |) | SELL | \$ 3.9368 |
| Robotti Advisors' Advisory Clients | 04/18/2012 | 675 | | BUY | \$ 3.8300 |
| Robotti Advisors' Advisory Clients | 04/18/2012 | (18,800 |) | SELL | \$ 3.8445 |
| Robotti Advisors' Advisory Clients | 04/23/2012 | 2,125 | | BUY | \$ 3.4698 |
| Robotti Advisors' Advisory Clients | 05/15/2012 | (131,706 |) | SELL | \$ 4.3502 |
| Robotti Advisors' Advisory Clients | 05/15/2012 | (191,793 |) | SELL | \$ 4.3501 |
| Robotti Advisors' Advisory Clients | 05/16/2012 | (300 |) | BUY | \$ 4.3500 |

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|------------------------------------|------------|--------|-------|----------|
| Robotti Advisors' Advisory Clients | 05/16/2012 | (1,257 |)SELL | \$4.3500 |
| Robotti Advisors' Advisory Clients | 05/23/2012 | (1,458 |)SELL | \$3.8000 |
| Robotti Advisors' Advisory Clients | 06/04/2012 | 4,650 | BUY | \$3.5394 |

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|------------------------------------|------------|-----------|-------|----------|
| Robotti Advisors' Advisory Clients | 06/04/2012 | 1,000 | BUY | \$3.5500 |
| Robotti Advisors' Advisory Clients | 06/06/2012 | (13,950) |)SELL | \$3.5559 |
| Robotti Advisors' Advisory Clients | 06/07/2012 | 9,742 | BUY | \$3.7058 |
| Robotti Advisors' Advisory Clients | 06/08/2012 | 900 | BUY | \$4.0000 |
| Robotti Advisors' Advisory Clients | 06/11/2012 | 1,200 | BUY | \$3.9500 |
| Robotti Advisors' Advisory Clients | 06/12/2012 | 415 | BUY | \$3.9500 |
| Robotti Advisors' Advisory Clients | 06/13/2012 | 385 | BUY | \$3.9500 |
| Robotti Advisors' Advisory Clients | 06/14/2012 | (9,742) |)SELL | \$4.0801 |
| Robotti Advisors' Advisory Clients | 06/15/2012 | 2,000 | BUY | \$4.0400 |
| Robotti Advisors' Advisory Clients | 06/19/2012 | (5,613) |)SELL | \$4.5000 |
| Robotti Advisors' Advisory Clients | 06/19/2012 | (22,313) |)SELL | \$4.4888 |
| Robotti Advisors' Advisory Clients | 06/21/2012 | 8,000 | BUY | \$3.9738 |
| Robotti Advisors' Advisory Clients | 06/27/2012 | (63,738) |)SELL | \$4.5054 |
| Robotti Advisors' Advisory Clients | 06/27/2012 | (5,137) |)SELL | \$4.4983 |
| Robotti Advisors' Advisory Clients | 06/28/2012 | (78,813) |)SELL | \$4.5775 |
| Robotti Advisors' Advisory Clients | 06/29/2012 | (220,070) |)SELL | \$4.7997 |
| Robotti Advisors' Advisory Clients | 07/02/2012 | (123,260) |)SELL | \$4.9267 |
| Robotti Advisors' Advisory Clients | 07/06/2012 | (1,450) |)SELL | \$5.3000 |
| Robotti Advisors' Advisory Clients | 07/26/2012 | (2,142) |)SELL | \$3.7000 |
| Robotti Advisors' Advisory Clients | 08/09/2012 | 200 | BUY | \$3.7000 |
| Robotti Advisors' Advisory Clients | 8/30/2012 | 500 | BUY | \$4.4000 |
| Robotti Advisors' Advisory Clients | 9/12/2012 | (1,550) |)SELL | \$4.8229 |
| Robotti Advisors' Advisory Clients | 9/17/2012 | (1,000) |)SELL | \$5.2601 |
| Robotti Advisors' Advisory Clients | 9/27/2012 | (1,400) |)SELL | \$5.1601 |
| Robotti Advisors' Advisory Clients | 10/10/2012 | (21,318) |)SELL | \$4.6651 |
| Robotti Advisors' Advisory Clients | 10/11/2012 | 9,000 | BUY | \$4.6457 |
| Robotti Advisors' Advisory Clients | 11/9/2012 | 1,750 | BUY | \$5.1650 |
| Robotti Advisors' Advisory Clients | 11/13/2012 | (1,000) |)SELL | \$5.0700 |
| Robotti Advisors' Advisory Clients | 11/14/2012 | 200 | BUY | \$4.8500 |
| Robotti Advisors' Advisory Clients | 11/15/2012 | 1,650 | BUY | \$4.3500 |
| Robotti Advisors' Advisory Clients | 11/30/2012 | 1,000 | BUY | \$5.2199 |
| Robotti Advisors' Advisory Clients | 12/3/2012 | (13,700) |)SELL | \$5.2353 |
| Robotti Advisors' Advisory Clients | 12/11/2012 | (1,000) |)SELL | \$5.2200 |
| Robotti Advisors' Advisory Clients | 12/12/2012 | (16,241) |)SELL | \$5.1615 |
| Robotti Advisors' Advisory Clients | 12/27/2012 | 450 | BUY | \$5.1500 |
| Robotti Advisors' Advisory Clients | 01/02/2013 | (433) |)SELL | \$5.8300 |
| Robotti Advisors' Advisory Clients | 01/04/2013 | (3,540) |)SELL | \$6.0729 |
| Robotti Advisors' Advisory Clients | 02/04/2013 | 2,900 | BUY | \$6.0897 |
| Robotti Advisors' Advisory Clients | 02/04/2013 | (3,050) |)SELL | \$6.0400 |
| Robotti Advisors' Advisory Clients | 02/22/2013 | 2,275 | BUY | \$5.2496 |
| Robotti Advisors' Advisory Clients | 03/08/2013 | (483) |)SELL | \$6.0600 |
| Robotti Advisors' Advisory Clients | 03/14/2013 | (852) |)SELL | \$6.0900 |
| Robotti Advisors' Advisory Clients | 04/08/2013 | 2,625 | BUY | \$5.5386 |
| Robotti Advisors' Advisory Clients | 05/08/2013 | (12,634) |)SELL | \$6.5088 |
| Robotti Advisors' Advisory Clients | 05/14/2013 | (79,664) |)SELL | \$7.1101 |
| Robotti Advisors' Advisory Clients | 05/14/2013 | (32,800) |)SELL | \$7.1131 |
| Robotti Advisors' Advisory Clients | 05/15/2013 | (94,494) |)SELL | \$7.0065 |
| Robotti Advisors' Advisory Clients | 05/15/2013 | (59,450) |)SELL | \$7.0115 |

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Robotti Advisors' Advisory Clients 05/16/2013 (15,650)SELL \$7.0033
Robotti Advisors' Advisory Clients 05/16/2013 (12,500)SELL \$7.0050
Robotti Advisors' Advisory Clients 05/17/2013 (11,800)SELL \$7.0007
Robotti Advisors' Advisory Clients 05/17/2013 (14,049)SELL \$7.0019

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|------------------------------------|------------|----------|------|----------|
| Robotti Advisors' Advisory Clients | 05/20/2013 | (100) | SELL | \$7.0000 |
| Robotti Advisors' Advisory Clients | 05/20/2013 | (500) | SELL | \$7.0000 |
| Robotti Advisors' Advisory Clients | 05/21/2013 | (9,360) | SELL | \$7.0001 |
| Robotti Advisors' Advisory Clients | 05/21/2013 | (7,660) | SELL | \$7.0000 |
| Robotti Advisors' Advisory Clients | 05/22/2013 | (27,132) | SELL | \$7.0092 |
| Robotti Advisors' Advisory Clients | 05/22/2013 | (19,929) | SELL | \$7.0100 |
| Robotti Advisors' Advisory Clients | 05/28/2013 | (31,918) | SELL | \$7.0022 |
| Robotti Advisors' Advisory Clients | 05/28/2013 | (30,177) | SELL | \$7.0069 |
| Robotti Advisors' Advisory Clients | 05/29/2013 | (1,300) | SELL | \$7.0000 |
| Robotti Advisors' Advisory Clients | 05/29/2013 | (4,700) | SELL | \$7.0000 |
| Robotti Advisors' Advisory Clients | 06/13/2013 | 1,300 | BUY | \$6.3550 |
| Robotti Advisors' Advisory Clients | 06/18/2013 | (47,941) | SELL | \$7.0008 |
| Robotti Advisors' Advisory Clients | 06/18/2013 | (29,615) | SELL | \$7.0020 |
| Robotti Advisors' Advisory Clients | 06/19/2013 | (200) | SELL | \$7.0000 |
| Robotti Advisors' Advisory Clients | 06/19/2013 | (1,161) | SELL | \$7.0000 |
| Robotti Advisors' Advisory Clients | 06/20/2013 | 300 | BUY | \$6.1880 |
| Robotti Advisors' Advisory Clients | 07/18/2013 | (2,100) | SELL | \$6.7214 |
| Robotti Advisors' Advisory Clients | 08/15/2013 | 2,925 | BUY | \$5.2261 |

*In addition to the transactions listed above, during the period one or more accounts, which held a total of 33,177 of Common Stock, ceased being either a discretionary customer of Robotti & Company or an advisory client of Robotti Advisors.

Robotti & Company's discretionary customers and Robotti Advisors' clients have the right to receive and the power to direct the receipt of dividends from, and the proceeds from the sale of, Common Stock owned by them. Except (d) as set forth in the immediately preceding sentence, no Person other than the Reporting Persons is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such Common Stock beneficially owned by the Reporting Persons.

(e) As of July 2, 2012, the Reporting Persons ceased to be the beneficial owner of more than 5% of the Issuer's Common Stock.

Item 7. Materials To Be Filed As Exhibits

The following documents are filed herewith or have been previously filed:

1. Joint Filing Agreement dated as of February 9, 2010 by and among Robert E. Robotti, Robotti & Company, Incorporated, Robotti & Company, LLC, Robotti & Company Advisors, LLC, Suzanne Robotti, Kenneth R. Wasiak, Ravenswood Management Company, L.L.C., The Ravenswood Investment Company, L.P., and Ravenswood Investments III, L.P.
2. Power of Attorney, dated June 26, 2013, executed by Robert E. Robotti.
3. Power of Attorney dated July 2, 2013, executed by Suzanne Robotti.
4. Power of Attorney dated July 8, 2013, executed by Kenneth R. Wasiak

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SIGNATURE

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

Date: August 23, 2013

Robotti & Company, Incorporated

/s/ Stephen Hart*
Robert E. Robotti

By: /s/ Stephen Hart*
Name: Robert E. Robotti
Title: President and Treasurer

Robotti & Company, LLC

Robotti & Company Advisors, LLC

By: /s/ Stephen Hart*
Name: Robert E. Robotti
Title: President and Treasurer

By: /s/ Stephen Hart*
Name: Robert E. Robotti
Title: President and Treasurer

/s/ Stephen Hart*
Suzanne Robotti

/s/ Stephen Hart*
Kenneth R. Wasiak

Ravenswood Management Company, L.L.C.

Ravenswood Investment Company, L.P.

By: /s/ Stephen Hart*
Name: Robert E. Robotti
Title: Managing Member

By: Ravenswood Management Company, L.L.C.
Its General Partner

Ravenswood Investments III, L.P.

By: /s/ Stephen Hart*
Name: Robert E. Robotti
Title: Managing Member

By: Ravenswood Management Company, L.L.C.
Its General Partner

By: /s/ Stephen Hart*
Name: Robert E. Robotti
Title: Managing Member

* As attorney-in-fact for Robert E. Robotti. Signed pursuant to Power of Attorney, dated as of June 26, 2013, granted by Mr. Robert E. Robotti included as Exhibit 2 hereto.

* As attorney-in-fact for Suzanne Robotti. Signed pursuant to Power of Attorney, dated as of July 2, 2013, granted by Mrs. Suzanne Robotti included as Exhibit 3 hereto.

* As attorney-in-fact for Kenneth R. Wasiak. Signed pursuant to Power of Attorney, dated as of July 8, 2013, granted by Mr. Kenneth R. Robotti included as Exhibit 4 hereto.

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Schedule A

The following table sets forth certain information concerning each of the directors and executive officers of the corporations named below as of the date hereof.

Robotti & Company, Incorporated, Robotti & Company, LLC, and Robotti & Company Advisors, LLC

Name: Robert E. Robotti
(Director, President, Treasurer)
Citizenship U.S.A.
Principal Occupation: President and Treasurer, Robotti & Company, Incorporated
Business Address: 6 East 43rd Street, 23rd Floor, New York, New York 10017

Name: Nancy Seklir
(Director)
Citizenship: U.S.A.
Principal Occupation: Retired
Business Address: c/o Robotti & Company, Incorporated
6 East 43rd Street, 23rd Floor, New York, New York 10017

Name: Kenneth R. Wasiak
(Director)
Citizenship U.S.A.
Principal Occupation: Consultant, Grassi & Co.
Business Address: 488 Madison Avenue, New York, New York 10022

Name: Erwin Mevorah
(Vice President, Secretary)
Citizenship: U.S.A.
Principal Occupation: Vice President and Secretary, Robotti & Company, Incorporated
Business Address: 6 East 43rd Street, New York, NY 10017

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Exhibit Index

The following documents are filed herewith or previously filed:

| Exhibit | Page |
|--|------------------|
| (1) Joint Filing Agreement dated as of February 9, 2010 by and among Robert E. Robotti, Robotti & Company, Incorporated, Robotti & Company, LLC, Robotti & Company Advisors, LLC, Suzanne Robotti, Kenneth R. Wasiak, Ravenswood Management Company, L.L.C., The Ravenswood Investment Company, L.P., and Ravenswood Investments III, L.P. | Previously Filed |
| (2) Power of Attorney, dated June 26, 2013, executed by Robert E. Robotti. | Page 21 |
| (3) Power of Attorney dated July 2, 2013, executed by Suzanne Robotti. | Page 23 |
| (4) Power of Attorney dated July 8, 2013, executed by Kenneth R. Wasiak | Page 25 |

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