

Red Lion Hotels CORP
Form SC 13D/A
August 30, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934

(Amendment No. 23)*

Red Lion Hotels Corporation

(Name of Issuer)

Common Stock, Par Value \$0.01 Per Share

(Title of Class of Securities)

756764106

(CUSIP Number)

Alexander B. Washburn

c/o Columbia Pacific Advisors, LLC

1910 Fairview Avenue East, Suite 200

Seattle, Washington 98102-3620

(206) 728-9063

Edgar Filing: Red Lion Hotels CORP - Form SC 13D/A

(Name, Address and Telephone Number of Person

Authorized to Receive Notices and Communications)

August 27, 2018

(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 § 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g) check the following box.

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.

Cusip 756764106 Schedule 13D/A

	NAME OF REPORTING PERSONS
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
1	
	Columbia Pacific Opportunity Fund, L.P. (1)
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	
	(a) <input type="checkbox"/>
	(b) <input checked="" type="checkbox"/>
3	SEC USE ONLY
	SOURCE OF FUNDS*
4	WC
	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)
5	
	<input type="checkbox"/>
	CITIZENSHIP OR PLACE OF ORGANIZATION
6	
NUMBER OF	Washington
SHARES	SOLE VOTING POWER
	7
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	734,680 (2)
	SHARED VOTING POWER
	8 - 0 -
	9 SOLE DISPOSITIVE POWER

734,680 (2)

SHARED DISPOSITIVE POWER

10- 0 -

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

11

734,680

CHECK BOX IF THE
AGGREGATE AMOUNT IN ROW
(11) EXCLUDES CERTAIN
SHARES*

12

[]
PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (11)

13

3.03% (3)

TYPE OF REPORTING PERSON*

14

PN

(1) The filing of this joint Schedule 13D shall not be construed as an admission that any of the reporting persons are, for purposes of Section 13(d) or 13(g) of the Act, the beneficial owner of any securities covered by the statement.

(2) Columbia Pacific Advisors, LLC has the sole power to vote or direct the vote of, and to dispose or direct the disposition of, the 734,680 shares of common stock held directly by Columbia Pacific Opportunity Fund, L.P.

(3) Based on 24,274,599 shares of common stock outstanding as of August 3, 2018 as reported on the Company's Form 10-Q for the period ended June 30, 2018 and filed on August 9, 2018.

Cusip 756764106 Schedule 13D/A

	NAME OF REPORTING PERSONS
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
1	
	Columbia Pacific REAL ESTATE FUND II, L.P. (1)
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	(a) <input type="checkbox"/>
	(b) <input checked="" type="checkbox"/>
3	SEC USE ONLY
	SOURCE OF FUNDS*
4	WC
	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)
5	<input type="checkbox"/>
	CITIZENSHIP OR PLACE OF ORGANIZATION
6	
	Delaware
	SOLE VOTING POWER
NUMBER OF	
SHARES	7
	- 0 -
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	
	SHARED VOTING POWER
8	442,533 (2)

SOLE DISPOSITIVE POWER

9 - 0 -

SHARED DISPOSITIVE POWER

10442,533 (2)

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

11

442,533

CHECK BOX IF THE
AGGREGATE AMOUNT IN ROW
(11) EXCLUDES CERTAIN
SHARES*

12

☐ []
PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (11)

13

1.8% (3)

TYPE OF REPORTING PERSON*

14

PN

(1) The filing of this joint Schedule 13D shall not be construed as an admission that any of the reporting persons are, for purposes of Section 13(d) or 13(g) of the Act, the beneficial owner of any securities covered by the statement.

(2) Represents 442,533 shares of common stock underlying a warrant held by an entity in which Columbia Pacific Real Estate Fund II, LP holds an indirect ownership.

(3) Based on 24,274,599 shares of common stock outstanding as of August 3, 2018 as reported in the Company's Form 10-Q for the period ended June 30, 2018 and filed on August 9, 2018.

Cusip 756764106 Schedule 13D/A

	NAME OF REPORTING PERSONS
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
1	
	Columbia Pacific Advisors, LLC (1) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	(a) <input type="checkbox"/>
	(b) <input checked="" type="checkbox"/> SEC USE ONLY
3	
	SOURCE OF FUNDS*
4	AF
	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)
5	<input type="checkbox"/>
	CITIZENSHIP OR PLACE OF ORGANIZATION
6	
	Washington
NUMBER OF	
SHARES	SOLE VOTING POWER
	7
	734,680 (2)
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	SHARED VOTING POWER
	8 442,533 (3)
	9 SOLE DISPOSITIVE POWER
	734,680 (2)

	SHARED DISPOSITIVE POWER
	10442,533 (3)
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
11	1,177,213
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
12	<input type="checkbox"/>
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
13	4.8% (4)
	TYPE OF REPORTING PERSON*
14	IA

(1) The filing of this joint Schedule 13D shall not be construed as an admission that any of the reporting persons are, for purposes of Section 13(d) or 13(g) of the Act, the beneficial owner of any securities covered by the statement.

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Cusip 756764106 Schedule 13D/A

	NAME OF REPORTING PERSONS
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
1	
	Alexander B. Washburn (1)
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	(a) <input type="checkbox"/>
	(b) <input checked="" type="checkbox"/>
3	SEC USE ONLY
	SOURCE OF FUNDS*
4	AF
	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)
5	<input type="checkbox"/>
	CITIZENSHIP OR PLACE OF ORGANIZATION
6	
	USA
NUMBER OF	
SHARES	SOLE VOTING POWER
	7
	734,680 (2)
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	SHARED VOTING POWER
	8 442,533 (3)
	9 SOLE DISPOSITIVE POWER
	734,680 (2)

	SHARED DISPOSITIVE POWER
	10442,533 (3)
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
11	1,177,213
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
12	<input type="checkbox"/>
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
13	4.8% (3)
	TYPE OF REPORTING PERSON*
14	IN

(1) The filing of this joint Schedule 13D shall not be construed as an admission that any of the reporting persons are, for purposes of Section 13(d) or 13(g) of the Act, the beneficial owner of any securities covered by the statement.

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(3) Represents 442,533 shares of common stock underlying a warrant held by an entity in which Columbia Pacific Real Estate Fund II, LP holds an indirect ownership.

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	NAME OF REPORTING PERSONS
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
1	
	Daniel R. Baty (1)
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	
	(a) <input type="checkbox"/>
	(b) <input checked="" type="checkbox"/>
3	SEC USE ONLY
	SOURCE OF FUNDS*
4	AF
	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)
5	
	<input type="checkbox"/>
	CITIZENSHIP OR PLACE OF ORGANIZATION
6	
	USA
NUMBER OF	
SHARES	SOLE VOTING POWER
	7
	734,680 (2)
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	SHARED VOTING POWER
	8 442,533 (3)
	9 SOLE DISPOSITIVE POWER
	734,680 (2)

	SHARED DISPOSITIVE POWER
	10442,533 (3)
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
11	1,177,213
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
12	<input type="checkbox"/>
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
13	4.8% (3)
	TYPE OF REPORTING PERSON*
14	IN

(1) The filing of this joint Schedule 13D shall not be construed as an admission that any of the reporting persons are, for purposes of Section 13(d) or 13(g) of the Act, the beneficial owner of any securities covered by the statement.

(2) Columbia Pacific Advisors, LLC has the sole power to vote or direct the vote of, and to dispose or direct the disposition of, the 734,680 shares of common stock held directly by Columbia Pacific Opportunity Fund, L.P.

(3) Represents 442,533 shares of common stock underlying a warrant held by an entity in which Columbia Pacific Real Estate Fund II, LP holds an indirect ownership.

(4) Based on 24,274,599 shares of common stock outstanding as of August 3, 2018 as reported in the Company's Form 10-Q for the period ended June 30, 2018 and filed on August 9, 2018.

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	NAME OF REPORTING PERSONS
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
1	
	Stanley L. Baty (1)
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	
	(a) <input type="checkbox"/>
	(b) <input checked="" type="checkbox"/>
3	SEC USE ONLY
	SOURCE OF FUNDS*
4	AF
	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)
5	
	<input type="checkbox"/>
	CITIZENSHIP OR PLACE OF ORGANIZATION
6	
	USA
NUMBER OF	
SHARES	SOLE VOTING POWER
	7
	734,680 (2)
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	SHARED VOTING POWER
	8 442,533 (3)
	9 SOLE DISPOSITIVE POWER

734,680 (2)

SHARED DISPOSITIVE POWER

10442,533 (3)

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

11

1,177,213

CHECK BOX IF THE
AGGREGATE AMOUNT IN ROW
(11) EXCLUDES CERTAIN
SHARES*

12

[]
PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (11)

13

4.8% (3)

TYPE OF REPORTING PERSON*

14

IN

(1) The filing of this joint Schedule 13D shall not be construed as an admission that any of the reporting persons are, for purposes of Section 13(d) or 13(g) of the Act, the beneficial owner of any securities covered by the statement.

(2) Columbia Pacific Advisors, LLC has the sole power to vote or direct the vote of, and to dispose or direct the disposition of, the 734,680 shares of common stock held directly by Columbia Pacific Opportunity Fund, L.P.

(3) Represents 442,533 shares of common stock underlying a warrant held by an entity in which Columbia Pacific Real Estate Fund II, LP holds an indirect ownership.

(4) Based on 24,274,599 shares of common stock outstanding as of August 3, 2018 as reported in the Company's Form 10-Q for the period ended June 30, 2018 and filed on August 9, 2018.

Cusip 756764106 Schedule 13D/A

This Amendment No. 23 amends and supplements the Schedule 13D filed jointly by Columbia Pacific Opportunity Fund, L.P., a Washington limited partnership (the “Fund”), Columbia Pacific Real Estate Fund II, LP, a Delaware limited partnership (the “Real Estate Fund”), Columbia Pacific Advisors LLC, a Washington limited liability company (the “Adviser”), Alexander B. Washburn, a U.S. citizen, Daniel R. Baty, a U.S. citizen, and Stanley L. Baty, a U.S. citizen (each a “Reporting Person” and collectively the “Reporting Persons”) with the Securities and Exchange Commission on June 27, 2008, as amended on February 11, 2009, September 1, 2009, June 16, 2010, July 21, 2010, October 18, 2010, December 1, 2010, January 20, 2011, May 10, 2011, July 7, 2011, August 29, 2011, October 13, 2011, November 15, 2011, February 28, 2012, September 7, 2012, December 4, 2012, December 10, 2012, January 21, 2015 (January 21 is the first filing the Real Estate Fund became part of the Reporting Persons), January 22, 2015, June 17, 2015, November 3, 2016, November 24, 2017 and June 28, 2018 with respect to the common stock, par value \$0.01 per share (the “Common Stock”) of Red Lion Hotels Corporation (the “Company”)

Neither the present filing nor anything contained herein shall be construed as an admission that the Reporting Persons constitute a “group” for any purpose and the Reporting Persons expressly disclaim membership in a group.

Except as specifically set forth herein, the Schedule 13D remains unmodified.

Item 4. Purpose of Transaction.

Item 4 is hereby amended to correct the information contained in the June 28, 2018 Schedule 13D/A:

Reference to the date “March 23, 2018” is amended to state “May 23, 2018,” which is the date on which Columbia Pacific Opportunity Fund, L.P. sold 64,523 shares at \$10.2887 per share in a broker transaction in the open-market.

Reference to the date “March 24, 2018” is amended to state “May 24, 2018,” which is the date on which Columbia Pacific Opportunity Fund, L.P. sold 175,477 shares at \$10.00 per share in a broker transaction in the open-market.

Item 4 is further amended to add the following:

On August 27, 2018, Columbia Pacific Opportunity Fund, L.P. sold 18,200 shares at \$13.9037 per share in a broker transaction in the open-market.

On August 28, 2018, Columbia Pacific Opportunity Fund, L.P. sold 30,000 shares at \$13.7281 per share in a broker transaction in the open-market.

On August 29, 2018, Columbia Pacific Opportunity Fund, L.P. sold 43,225 shares at \$13.8583 per share in a broker transaction in the open-market.

Item 5. Interest in Securities of the Issuer

The responses set forth in Items 5(a), 5(b), 5(c), 5(d) and 5(e) of the Schedule 13D is hereby replaced in its entirety by the following:

(a) and (b) Columbia Pacific Advisors, LLC has the sole power to vote or direct the vote of, and to dispose or direct the disposition of, the 734,680 shares of common stock held directly by Columbia Pacific Opportunity Fund, L.P., representing 3.03% of the shares of common stock of the Company issued and outstanding as of as of August 3, 2018 as reported in the Company's Form 10-Q for the period ended June 30, 2018 and filed on August 9, 2018.

(c) The Reporting Persons have not made any transactions in the shares of Common Stock on behalf of the Fund or the Real Estate Fund in the past 60 days with the exception of the transaction mentioned in Item 4.

(d) Not applicable.

(e) Effective August 28, 2018, the Reporting Persons ceased to be the beneficial owners of more than five percent of the Common Stock of the Issuer.

Cusip 756764106 Schedule 13D/A

SIGNATURES

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

Dated: August 29, 2018 COLUMBIA PACIFIC OPPORTUNITY
FUND, L.P.

By: Columbia Pacific Advisors, LLC
General Partner

/s/ Alexander B. Washburn

Name: Alexander B. Washburn

Title: Managing Member

COLUMBIA PACIFIC REAL ESTATE
FUND II, L.P.

By: Columbia Pacific Advisors, LLC
Investment Manager

/s/ Alexander B. Washburn

Name: Alexander B. Washburn

Title: Managing Member

COLUMBIA PACIFIC ADVISORS,
LLC

By: */s/ Alexander B. Washburn*

Name: Alexander B. Washburn

Title: Managing Member

/s/ Alexander B. Washburn

ALEXANDER B. WASHBURN

/s/ Daniel R. Baty

DANIEL R. BATY

/s/ Stanley L. Baty

STANLEY L. BATY

