Edgar Filing: GLEACHER & COMPANY, INC. - Form SC 13G

GLEACHER & COMPANY, INC. Form SC 13G May 12, 2014

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No.) *

GLEACHER & COMPANY, INC. (Name of Issuer)

Common Stock, par value \$.01 per share (Title of Class of Securities)

377341201 (Cusip Number)

May 2, 2014 (Date of Event which Requires Filing of this Statement)

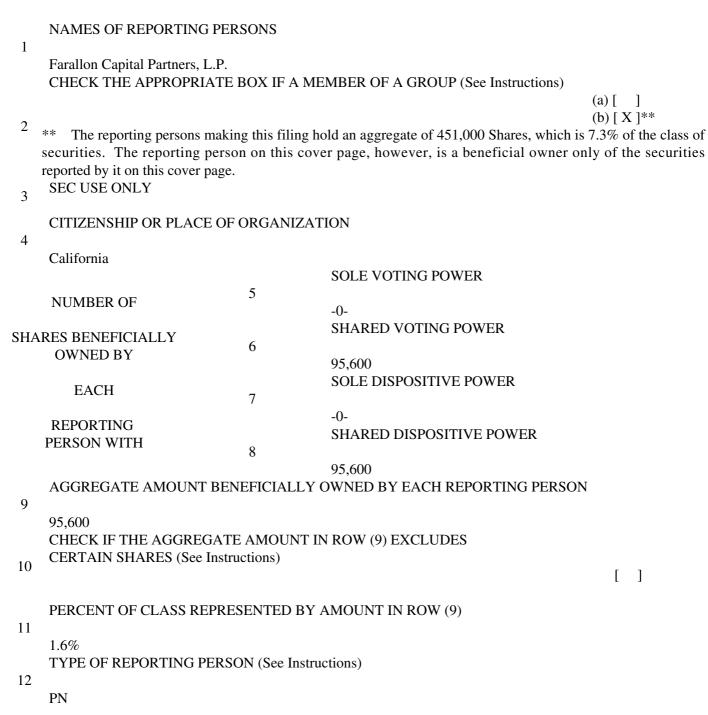
Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- o Rule 13d-1(b)
- x 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.

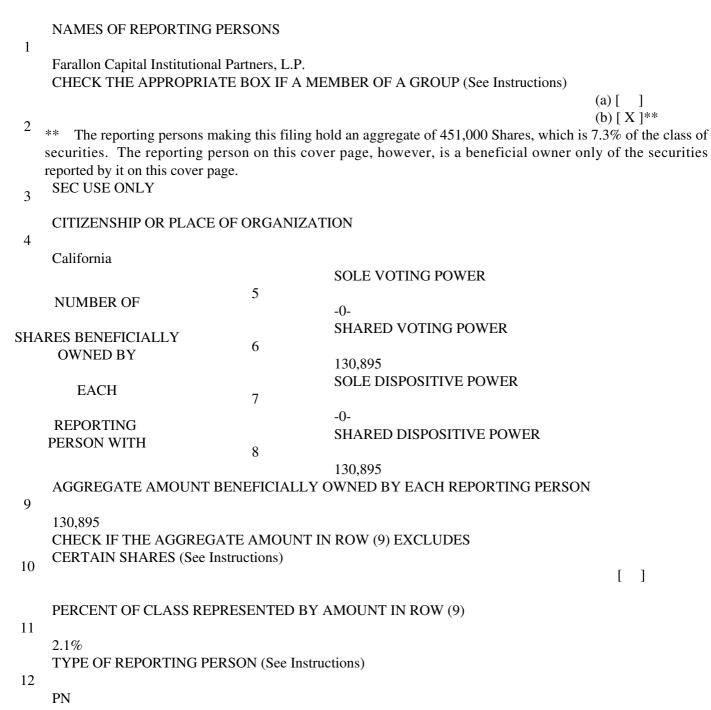
The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however,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

(Continued on following pages)
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Exhibit Index Found on Page 27

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CUSIP No. 377341201



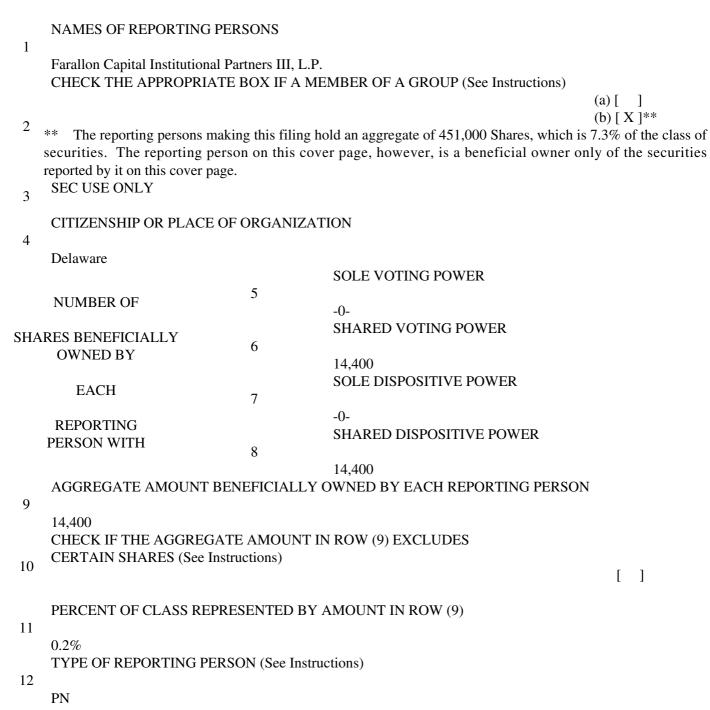
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CUSIP No. 377341201

	NAMES OF REPORTING PERSONS					
1	Farallon Capital Institutional Partners II, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []					
	(b) [X]** ** The reporting persons making this filing hold an aggregate of 451,000 Shares, which is 7.3% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page. SEC USE ONLY					
4	CITIZENSHIP OR PLACE OF ORGANIZATION					
7	California					
	NUMBER OF	5	SOLE VOTING POWER -0-			
SHA	RES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 13,000			
	EACH	7	SOLE DISPOSITIVE POWER			
	REPORTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
9	13,000 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
,	13,000 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)					
10						
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
12	0.2% TYPE OF REPORTING PERSON (See Instructions)					
12	PN					

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CUSIP No. 377341201

	NAMES OF REPORTING PERSONS					
1	Farallon Capital Offshore Investors II, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []					
	(b) [X]** ** The reporting persons making this filing hold an aggregate of 451,000 Shares, which is 7.3 % of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page. SEC USE ONLY					
4	CITIZENSHIP OR PLACE OF ORGANIZATION					
7	Cayman Islands		SOLE VOTING POWER			
	NUMBER OF	5	-0-			
SHA	RES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 158,305			
	EACH	7	SOLE DISPOSITIVE POWER			
	REPORTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
9	158,305 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
10	158,305 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) []					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 1 2.6% TYPE OF REPORTING PERSON (See Instructions)					
12						
12	PN					

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CUSIP No. 377341201

1	NAMES OF REPORTING PERSONS				
1	Farallon Capital (AM) Invest CHECK THE APPROPRIAT	IEMBER OF A GROUP (See Instructions) (a) []			
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 451,000 Shares, which is 7.3% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page. SEC USE ONLY				
4	CITIZENSHIP OR PLACE OF ORGANIZATION				
4	Delaware		SOLE VOTING POWER		
	NUMBER OF	5	-0-		
SHA	RES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 4,800		
	EACH	7	SOLE DISPOSITIVE POWER		
	REPORTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER		
9	4,800 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
10	4,800 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
12	0.1% TYPE OF REPORTING PERSON (See Instructions) PN				

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CUSIP No. 377341201

	NAMES OF REPORTING PERSONS				
Farallon Capital AA Investors, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []					
	(b) [X]** ** The reporting persons making this filing hold an aggregate of 451,000 Shares, which is 7.3% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page. SEC USE ONLY				
4	CITIZENSHIP OR PLACE OF ORGANIZATION				
7	Delaware		GOVE MOTING DOWER		
	NUMBER OF	5	SOLE VOTING POWER -0-		
SHA	RES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 25,300		
	EACH	7	SOLE DISPOSITIVE POWER		
	REPORTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER		
9	25,300 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	25,300 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)				
10					
11	0.4% TYPE OF REPORTING PERSON (See Instructions)				
12					
12	PN				

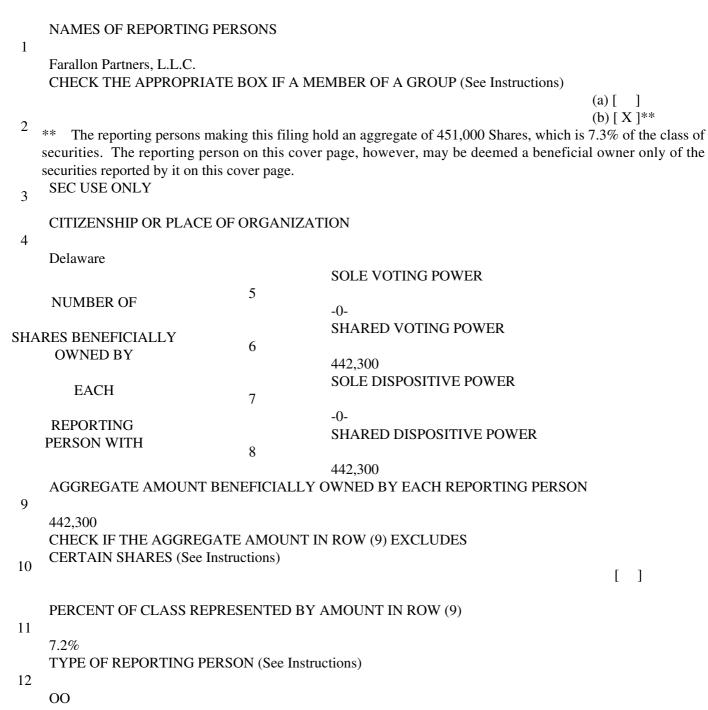
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CUSIP No. 377341201

NAMES OF REPORTING PERSONS 1 Farallon Capital Management, L.L.C. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) $[X]^{**}$ 2 The reporting persons making this filing hold an aggregate of 451,000 Shares, which is 7.3% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page. SEC USE ONLY 3 CITIZENSHIP OR PLACE OF ORGANIZATION 4 Delaware **SOLE VOTING POWER** 5 NUMBER OF -0-SHARED VOTING POWER SHARES BENEFICIALLY 6 **OWNED BY** 8.700 SOLE DISPOSITIVE POWER **EACH** 7 REPORTING SHARED DISPOSITIVE POWER PERSON WITH 8 8,700 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 9 8,700 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES **CERTAIN SHARES (See Instructions)** 10 [] PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 11 0.1% TYPE OF REPORTING PERSON (See Instructions) 12 IA, OO

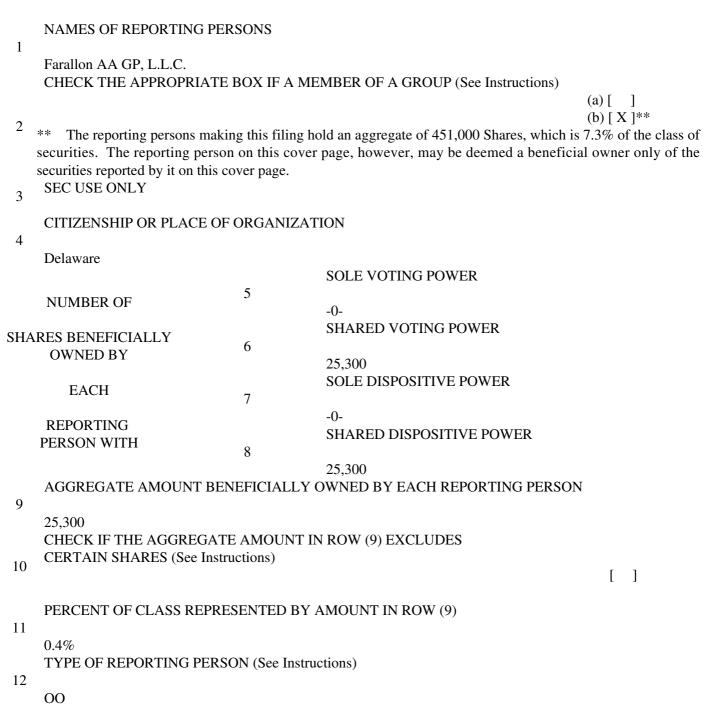
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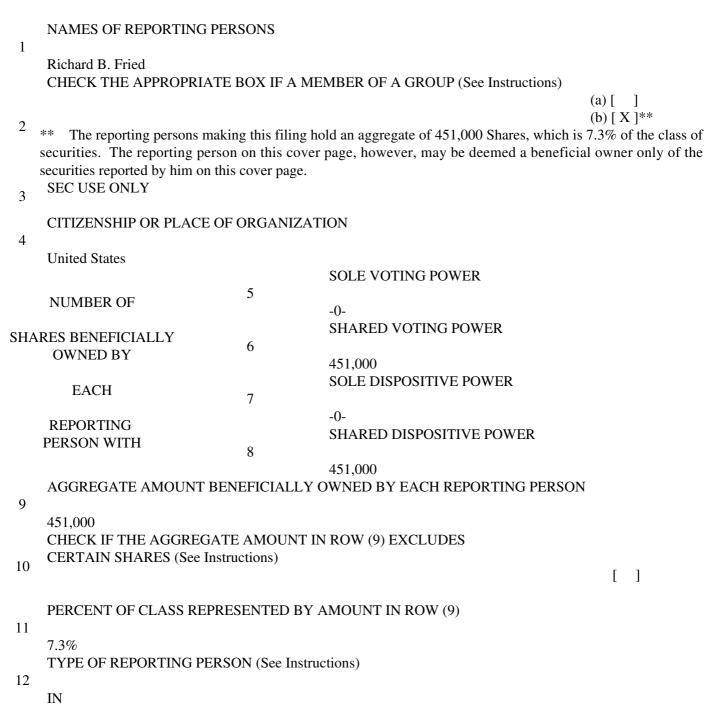
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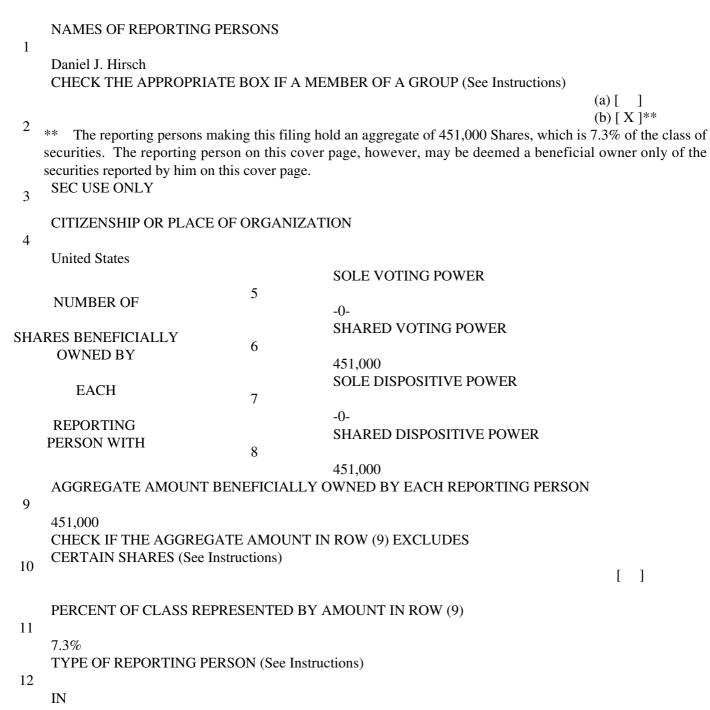
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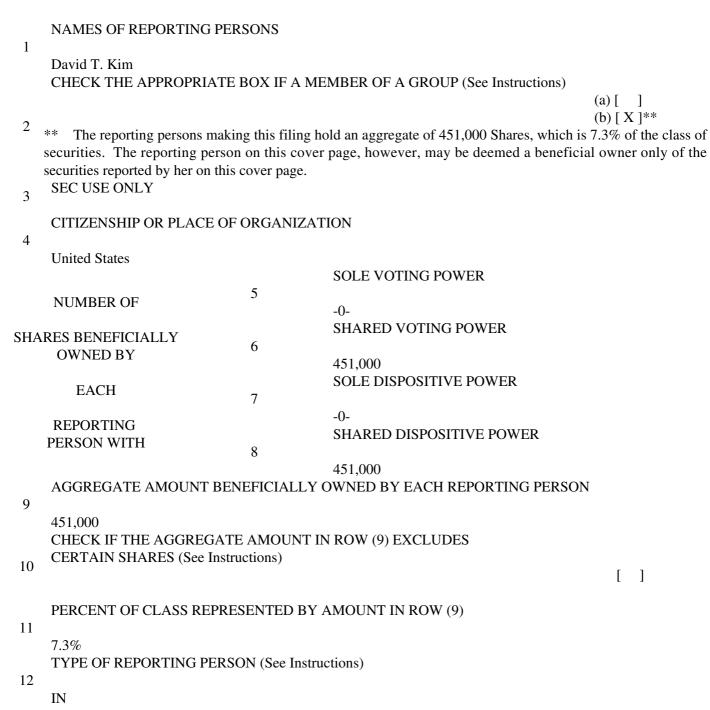
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NAMES OF REPORTING PERSONS
 1
     Monica R. Landry
     CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
                                                                              (a) [ ]
                                                                              (b) [X]**
 2
       The reporting persons making this filing hold an aggregate of 451,000 Shares, which is 7.3% of the class of
    securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the
    securities reported by her on this cover page.
     SEC USE ONLY
 3
     CITIZENSHIP OR PLACE OF ORGANIZATION
 4
     United States
                                           SOLE VOTING POWER
                                5
     NUMBER OF
                                           -0-
                                           SHARED VOTING POWER
SHARES BENEFICIALLY
                                6
     OWNED BY
                                           451,000
                                           SOLE DISPOSITIVE POWER
        EACH
                                7
     REPORTING
                                           SHARED DISPOSITIVE POWER
    PERSON WITH
                                8
                                           451,000
     AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 9
     451,000
     CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
     CERTAIN SHARES (See Instructions)
10
                                                                                 [ ]
     PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
11
     7.3%
    TYPE OF REPORTING PERSON (See Instructions)
12
     IN
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CUSIP No. 377341201

1	NAMES OF REPORTING PERSONS				
1	Michael G. Linn CHECK THE APPROPRIAT	(a) []			
	(b) [X]** ** The reporting persons making this filing hold an aggregate of 451,000 Shares, which is 7.3% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page. SEC USE ONLY				
4	CITIZENSHIP OR PLACE OF ORGANIZATION				
7	United States		SOLE VOTING POWER		
	NUMBER OF	5	-0-		
SHA	RES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 451,000		
	EACH	7	SOLE DISPOSITIVE POWER		
	REPORTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER		
9	451,000 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	451,000 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)				
10					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 7.3% TYPE OF REPORTING PERSON (See Instructions)				
12	IN				

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CUSIP No. 377341201
     NAMES OF REPORTING PERSONS
 1
     Rajiv A. Patel
     CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
                                                                               (a) [ ]
                                                                               (b) [X]**
 2
        The reporting persons making this filing hold an aggregate of 451,000 Shares, which is 7.3% of the class of
    securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the
    securities reported by him on this cover page.
     SEC USE ONLY
 3
     CITIZENSHIP OR PLACE OF ORGANIZATION
 4
     United States
                                            SOLE VOTING POWER
                                5
     NUMBER OF
                                            -0-
                                            SHARED VOTING POWER
SHARES BENEFICIALLY
                                6
      OWNED BY
                                            451,000
                                            SOLE DISPOSITIVE POWER
         EACH
                                7
     REPORTING
                                            SHARED DISPOSITIVE POWER
     PERSON WITH
                                8
                                            451,000
     AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 9
     451,000
     CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
     CERTAIN SHARES (See Instructions)
 10
                                                                                  [ ]
     PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
 11
     7.3%
     TYPE OF REPORTING PERSON (See Instructions)
 12
```

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IN

CUSIP No. 377341201

1	NAMES OF REPORTING PERSONS					
1	Thomas G. Roberts, Jr. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []					
	(b) [X]** ** The reporting persons making this filing hold an aggregate of 451,000 Shares, which is 7.3% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page. SEC USE ONLY					
4	CITIZENSHIP OR PLACE OF ORGANIZATION					
4	United States		SOLE VOTING POWER			
	NUMBER OF	5	-0-			
SHA	RES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 451,000			
	EACH	7	SOLE DISPOSITIVE POWER			
	REPORTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
9	451,000 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
,	451,000 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)					
10						
11	7.3% TYPE OF REPORTING PERSON (See Instructions)					
12	IN					

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CUSIP No. 377341201

1	NAMES OF REPORTING PERSONS							
1	Andrew J. M. Spokes CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [
	(b) [X]** ** The reporting persons making this filing hold an aggregate of 451,000 Shares, which is 7.3% of the class securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page. SEC USE ONLY							
4	CITIZENSHIP OR PLACE OF ORGANIZATION							
7	United Kingdom		SOLE VOTING POWER					
	NUMBER OF	5	-0-					
SHA	RES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 451,000					
	EACH	7	SOLE DISPOSITIVE POWER					
	REPORTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER					
9	451,000 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
10	451,000 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)							
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 7.3% TYPE OF REPORTING PERSON (See Instructions)							
12								
12	IN							

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CUSIP No. 377341201

1	NAMES OF REPORTING PERSONS							
1	John R. Warren CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []							
	(b) [X]** ** The reporting persons making this filing hold an aggregate of 451,000 Shares, which is 7.3% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page. SEC USE ONLY							
4	CITIZENSHIP OR PLACE OF ORGANIZATION							
4	United States		SOLE VOTING POWER					
	NUMBER OF	5	-0-					
SHA	RES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 451,000					
	EACH	7	SOLE DISPOSITIVE POWER					
	REPORTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER					
9	451,000 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
,	451,000 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES							
10	CERTAIN SHARES (See Instructions) []							
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)							
12	7.3% TYPE OF REPORTING PERSON (See Instructions)							
12	IN							

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CUSIP No. 377341201

1	NAMES OF REPORTING PERSONS								
1	Mark C. Wehrly CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []								
	(b) [X]** ** The reporting persons making this filing hold an aggregate of 451,000 Shares, which is 7.3% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page. SEC USE ONLY								
4	CITIZENSHIP OR PLACE OF ORGANIZATION								
•	United States		SOLE VOTING POWER						
	NUMBER OF	5	-0- SHARED VOTING POWER 451,000						
SHA	RES BENEFICIALLY OWNED BY	6							
	EACH	7	SOLE DISPOSITIVE POWER						
	REPORTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER						
9	451,000 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON								
10	451,000 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)								
11	7.3% TYPE OF REPORTING PERSON (See Instructions)								
10									
12	IN								

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Item 1. Issuer

(a) Name of Issuer:

Gleacher & Company, Inc. (the "Company")

(b) Address of Issuer's Principal Executive Offices:

677 Broadway, 2nd Floor Albany, NY 12207

Item 2. Identity and Background

Title of Class of Securities and CUSIP Number (Items 2(d) and (e))

This statement relates to shares of Common Stock, par value \$.01 per share (the "Shares"), of the Company. The CUSIP number of the Shares is 377341201.

Name of Persons Filing, Address of Principal Business Office and Citizenship (Items 2(a), (b) and (c))

This statement is filed by the entities and persons listed below, all of whom together are referred to herein as the "Reporting Persons."

The Farallon Funds

- (i) Farallon Capital Partners, L.P., a California limited partnership ("FCP"), with respect to the Shares held by it;
- (ii) Farallon Capital Institutional Partners, L.P., a California limited partnership ("FCIP"), with respect to the Shares held by it;
- (iii) Farallon Capital Institutional Partners II, L.P., a California limited partnership ("FCIP II"), with respect to the Shares held by it;
- (iv) Farallon Capital Institutional Partners III, L.P., a Delaware limited partnership ("FCIP III"), with respect to the Shares held by it;
- (v) Farallon Capital Offshore Investors II, L.P., a Cayman Islands exempted limited partnership ("FCOI II"), with respect to the Shares held by it;
- (vi) Farallon Capital (AM) Investors, L.P., a Delaware limited partnership ("FCAMI"), with respect to the Shares held by it; and

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(vii) Farallon Capital AA Investors, L.P., a Delaware limited partnership ("FCAAI"), with respect to the Shares held by it.

FCP, FCIP, FCIP II, FCIP III, FCOI II, FCAMI and FCAAI are together referred to herein as the "Farallon Funds."

The Management Company

(viii) Farallon Capital Management, L.L.C., a Delaware limited liability company (the "Management Company"), with respect to the Shares held by one or more accounts (the "Managed Accounts"), each as managed by the Management Company.

The Farallon General Partner

(ix) Farallon Partners, L.L.C., a Delaware limited liability company (the "Farallon General Partner"), which is the general partner of each of FCP, FCIP, FCIP II, FCIP III, FCOI II and FCAMI and the sole member of the FCAAI General Partner (as defined below), with respect to the Shares held by each of the Farallon Funds.

The FCAAI General Partner

(x) Farallon AA GP, L.L.C., a Delaware limited liability company (the "FCAAI General Partner"), which is the general partner of FCAAI, with respect to the Shares held by FCAAI.

The Farallon Managing Members

(xi) The following persons, each of whom is a managing member of both the Farallon General Partner and the Management Company and a manager of the FCAAI General Partner, with respect to the Shares held by the Farallon Funds and the Managed Accounts: Richard B. Fried ("Fried"), Daniel J. Hirsch ("Hirsch"), David T. Kim ("Kim"), Monica R. Landry ("Landry"), Michael G. Linn ("Linn"), Rajiv A. Patel ("Patel"), Thomas G. Roberts, Jr ("Roberts"), Andrew J. M. Spokes ("Spokes"), John R. Warren ("Warren") and Mark C. Wehrly ("Wehrly").

Fried, Hirsch, Kim, Landry, Linn, Patel, Roberts, Spokes, Warren and Wehrly are together referred to herein as the "Farallon Individual Reporting Persons."

The citizenship of each of the Farallon Funds, the Management Company, the Farallon General Partner and the FCAAI General Partner is set forth above. Each of the Farallon Individual Reporting Persons, other than Spokes, is a citizen of the United States. Spokes is a citizen of the United Kingdom. The address of the principal business office of each of the Reporting Persons is c/o Farallon Capital Management, L.L.C., One Maritime Plaza, Suite 2100, San Francisco, California 94111.

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Item 3. If This Statement Is Filed Pursuant to Sections 240.13d-1(b) or 240.13d-2(b) or (c), Check Whether the Person Filing Is an Entity Specified in (a) - (k):

Not applicable.

Item 4. Ownership

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

The Shares reported hereby for the Farallon Funds are owned directly by the Farallon Funds and those reported by the Management Company on behalf of the Managed Accounts are owned directly by the Managed Accounts. The Management Company, as investment adviser to the Managed Accounts, may be deemed to be a beneficial owner of all such Shares owned by the Managed Accounts. The Farallon General Partner, as general partner of FCP, FCIP, FCIP III, FCIP III, FCOI II and FCAMI and the sole member of the FCAAI General Partner, may be deemed to be a beneficial owner of all such Shares owned by the Farallon Funds. The FCAAI General Partner, as general partner of FCAAI, may be deemed to be a beneficial owner of all such Shares owned by FCAAI. The Farallon Individual Reporting Persons, as managing members of both the Farallon General Partner and the Management Company, and managers of the FCAAI General Partner, in each case with the power to exercise investment discretion, may each be deemed to be a beneficial owner of all such Shares owned by the Farallon Funds and the Managed Accounts. Each of the Management Company, the Farallon General Partner, the FCAAI General Partner and the Farallon Individual Reporting Persons hereby disclaims any beneficial ownership of any such Shares.

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

The Reporting Persons are filing this Schedule 13G pursuant to Section 240.13d-1(c). Consistent with Item 2 of the cover page for each Reporting Person above, the Reporting Persons neither disclaim nor affirm the existence of a group among them.

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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 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, other than activities solely in connection with a nomination under §240.14a-11.

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SIGNATURES

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

Dated: May 12, 2014

/s/ Daniel J. Hirsch

FARALLON PARTNERS, L.L.C.,

On its own behalf and

As the General Partner of

FARALLON CAPITAL PARTNERS, L.P.,

FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P.,

FARALLON CAPITAL INSTITUTIONAL PARTNERS II, L.P.,

FARALLON CAPITAL INSTITUTIONAL PARTNERS III, L.P.,

FARALLON CAPITAL OFFSHORE INVESTORS II, L.P. and

FARALLON CAPITAL (AM) INVESTORS, L.P.

By Daniel J. Hirsch, Managing Member

/s/ Daniel J. Hirsch

FARALLON CAPITAL MANAGEMENT, L.L.C.

By Daniel J. Hirsch, Managing Member

/s/ Daniel J. Hirsch

FARALLON AA GP, L.L.C.,

On its own behalf and

As the General Partner of

FARALLON CAPITAL AA INVESTORS, L.P.

By Daniel J. Hirsch, Manager

/s/ Daniel J. Hirsch

Daniel J. Hirsch, individually and as attorney-in-fact for each of Richard B. Fried, David T. Kim, Monica R. Landry, Michael G. Linn, Rajiv A. Patel, Thomas G. Roberts, Jr., Andrew J. M. Spokes, John R. Warren and Mark C. Wehrly

The Powers of Attorney executed by each of Fried, Landry, Linn, Patel, Roberts, Spokes, Warren and Wehrly authorizing Hirsch to sign and file this Schedule 13G on his or her behalf, which was filed with the Schedule 13G filed with the Securities and Exchange Commission on February 14, 2013 by such Reporting Persons with respect to the Common Stock of Sycamore Networks, Inc., is hereby incorporated by reference. The Power of Attorney executed by Kim authorizing Hirsch to sign and file this Schedule 13G on his behalf, which was filed with the Schedule 13G filed with the Securities and Exchange Commission on January 13, 2014 by such Reporting Persons with respect to the Common Stock of Sycamore Networks, Inc., is hereby incorporated by reference.

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EXHIBIT INDEX

EXHIBIT 1

Joint Acquisition Statement Pursuant to Section 240.13d-1(k)

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EXHIBIT 1 to SCHEDULE 13G

JOINT ACQUISITION STATEMENT PURSUANT TO SECTION 240.13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him, her or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the other entities or persons, except to the extent that he, she or it knows or has reason to believe that such information is inaccurate.

Dated: May 12, 2014

/s/ Daniel J. Hirsch
FARALLON PARTNERS, L.L.C.,
On its own behalf and
As the General Partner of
FARALLON CAPITAL PARTNERS, L.P.,
FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P.,
FARALLON CAPITAL INSTITUTIONAL PARTNERS II, L.P.,
FARALLON CAPITAL INSTITUTIONAL PARTNERS III, L.P.,
FARALLON CAPITAL INSTITUTIONAL PARTNERS III, L.P.,
FARALLON CAPITAL OFFSHORE INVESTORS II, L.P. and
FARALLON CAPITAL (AM) INVESTORS, L.P.
By Daniel J. Hirsch, Managing Member

/s/ Daniel J. Hirsch
FARALLON CAPITAL MANAGEMENT, L.L.C.
By Daniel J. Hirsch, Managing Member

/s/ Daniel J. Hirsch
FARALLON AA GP, L.L.C.,
On its own behalf and
As the General Partner of
FARALLON CAPITAL AA INVESTORS, L.P.
By Daniel J. Hirsch, Manager

/s/ Daniel J. Hirsch

Daniel J. Hirsch, individually and as attorney-in-fact for each of Richard B. Fried, David T. Kim, Monica R. Landry, Michael G. Linn, Rajiv A. Patel, Thomas G. Roberts, Jr., Andrew J. M. Spokes, John R. Warren and Mark C. Wehrly

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