

HERC HOLDINGS INC
Form SC 13D/A
January 31, 2019

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 14)

Herc Holdings Inc.
(Name of Issuer)

Common Stock, Par Value \$0.01
(Title of Class of Securities)

42704L104

(CUSIP Number)

David Goldman
GAMCO Investors, Inc.
One Corporate Center
Rye, New York 10580-1435
(914) 921-5000
(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

January 30, 2019

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

CUSIP No. 42704L104

1 Names of reporting persons
I.R.S. identification nos. of
above persons (entities only)
Gabelli Funds, LLC
I.D.

No. 13-4044523

2 Check the appropriate box if
a member of a group (SEE
INSTRUCTIONS) (a)

(b)

3 Sec use only

Source of funds (SEE
INSTRUCTIONS)

4 00-Funds of investment
advisory clients

5 Check box 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

Shares : 1,467,015 (Item 5)

Beneficially : 8 Shared voting power

Owned : None

By Each : 9 Sole dispositive power

Reporting : 1,467,015 (Item 5)

Person : 10 Shared dispositive power

With : None

11 Aggregate amount
beneficially owned by each
reporting person

12	1,467,015 (Item 5) Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS)
13	Percent of class represented by amount in row (11)
14	5.15% Type of reporting person (SEE INSTRUCTIONS) IA, CO

2

CUSIP No. 42704L104

Names of reporting persons
I.R.S. identification nos. of
above persons (entities only)

1 GAMCO Asset
Management Inc.

I.D. No.
13-4044521

Check the appropriate box if
a member of a group (SEE
INSTRUCTIONS) (a)

2 (b)

3 Sec use only

Source of funds (SEE
INSTRUCTIONS)

4 00-Funds of investment
advisory clients

Check box 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

Shares : 3,720,892 (Item 5)

Beneficially : 8 Shared voting power

Owned : None

By Each : 9 Sole dispositive power

Reporting : 3,944,092 (Item 5)

Person : 10 Shared dispositive power

With : None

11 Aggregate amount
beneficially owned by each

reporting person

3,944,092 (Item 5)

12 Check box if the aggregate
amount in row (11) excludes
certain shares
(SEE INSTRUCTIONS)

13 Percent of class represented
by amount in row (11)

13.84%

14 Type of reporting person
(SEE INSTRUCTIONS)
IA, CO

3

CUSIP No. 42704L104

Names of reporting persons
I.R.S. identification nos. of
above persons (entities only)

1 Gabelli & Company
Investment Advisers, Inc.

I.D. No. 13-3379374

Check the appropriate box if
a member of a group (SEE
INSTRUCTIONS) (a)

2

(b)

3 Sec use only

Source of funds (SEE
INSTRUCTIONS)
00 – Client funds

4

Check box if disclosure of
legal proceedings is required
pursuant to items 2 (d) or 2
(e)

5

Citizenship or place of
organization
Delaware

6

Number Of : 7 Sole voting power

Shares : 3,450 (Item 5)

Beneficially : 8 Shared voting power

Owned : None

By Each : 9 Sole dispositive power

Reporting : 3,450 (Item 5)

Person : 10 Shared dispositive power

With : None

11 Aggregate amount
beneficially owned by each
reporting person

12	3,450 (Item 5) Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS)
13	Percent of class represented by amount in row (11)
14	0.01% Type of reporting person (SEE INSTRUCTIONS) HC, CO, IA

4

CUSIP No. 42704L104

Names of reporting persons
I.R.S. identification nos. of
1 above persons (entities only)

Teton Advisors, Inc.

I.D. No. 13-4008049

Check the appropriate box if
a member of a group (SEE
INSTRUCTIONS) (a)

2

(b)

3 Sec use only

Source of funds (SEE
INSTRUCTIONS)

4 00 – Funds of investment
advisory clients

Check box if disclosure of
legal proceedings is required
pursuant to items 2 (d) or 2
5 (e)

6 Citizenship or place of
organization
Delaware

Number Of : 7 Sole voting power

Shares : 13,000 (Item 5)

Beneficially : 8 Shared voting power

Owned : None

By Each : 9 Sole dispositive power

Reporting : 13,000 (Item 5)

Person : 10 Shared dispositive power

With : None

11 Aggregate amount
beneficially owned by each
reporting person

13,000 (Item 5)

12 Check box if the aggregate
amount in row (11) excludes
certain shares
(SEE INSTRUCTIONS)

13 Percent of class represented
by amount in row (11)

0.05%

14 Type of reporting person
(SEE INSTRUCTIONS)
IA, CO

5

CUSIP No. 42704L104

Names of reporting persons
I.R.S. identification nos. of
1 above persons (entities only)

MJG Associates, Inc.

I.D. No. 06-1304269

Check the appropriate box if
a member of a group (SEE
INSTRUCTIONS) (a)

2

(b)

Sec use only

3

Source of funds (SEE
INSTRUCTIONS)
4 00-Client Funds

Check box if disclosure of
legal proceedings is required
5 pursuant to items 2 (d) or 2
(e)

Citizenship or place of
organization
6 Connecticut

Number Of : 7 Sole voting power

Shares : 20,000 (Item 5)

Beneficially : 8 Shared voting power

Owned : None

By Each : 9 Sole dispositive power

Reporting : 20,000 (Item 5)

Person : 10 Shared dispositive power

With : None

11 Aggregate amount
beneficially owned by each
reporting person

20,000 (Item 5)

12 Check box if the aggregate
amount in row (11) excludes
certain shares

(SEE INSTRUCTIONS)

13 Percent of class represented
by amount in row (11)

0.07%

14 Type of reporting person
(SEE INSTRUCTIONS)
CO

6

CUSIP No. 42704L104

Names of reporting persons
I.R.S. identification nos. of
above persons (entities only)

1 Gabelli Foundation,
Inc. I.D. No.
94-2975159

Check the appropriate box if
a member of a group (SEE
INSTRUCTIONS) (a)

2 (b)

3 Sec use only

4 Source of funds (SEE
INSTRUCTIONS)
WC

5 Check box if disclosure of
legal proceedings is required
pursuant to items 2 (d) or 2
(e)

6 Citizenship or place of
organization
NV

Number Of : 7 Sole voting power

Shares : 6,000 (Item 5)

Beneficially : 8 Shared voting power

Owned : None

By Each : 9 Sole dispositive power

Reporting : 6,000 (Item 5)

Person : 10 Shared dispositive power

With : None

11 Aggregate amount
beneficially owned by each
reporting person

6,000 (Item 5)

12 Check box if the aggregate
amount in row (11) excludes
certain shares

(SEE INSTRUCTIONS)

13 Percent of class represented
by amount in row (11)

0.02%

14 Type of reporting person
(SEE INSTRUCTIONS)

00-Private Foundation

7

CUSIP No. 42704L104

Names of reporting persons
I.R.S. identification nos. of
above persons (entities only)

1 GGCP, Inc.

I.D.

No. 13-3056041

Check the appropriate box if
a member of a group (SEE
INSTRUCTIONS) (a)

2

(b)

3 Sec use only

4 Source of funds (SEE
INSTRUCTIONS)
WC

5 Check box if disclosure of
legal proceedings is required
pursuant to items 2 (d) or 2
(e)

6 Citizenship or place of
organization
Wyoming

Number Of : 7 Sole voting power

Shares : 2,700 (Item 5)

Beneficially : 8 Shared voting power

Owned : None

By Each : 9 Sole dispositive power

Reporting : 2,700 (Item 5)

Person : 10 Shared dispositive power

With : None

11 Aggregate amount
beneficially owned by each
reporting person

12	2,700 (Item 5) Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS) ☒
13	Percent of class represented by amount in row (11) 0.01%
14	Type of reporting person (SEE INSTRUCTIONS) HC, CO

8

CUSIP No. 42704L104

Names of reporting persons
I.R.S. identification nos. of
above persons (entities only)

1 GAMCO Investors,
Inc.

I.D. No. 13-4007862
Check the appropriate box if
a member of a group (SEE
INSTRUCTIONS) (a)

(b)

3 Sec use only

4 Source of funds (SEE
INSTRUCTIONS)
None

5 Check box 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

Shares : None (Item 5)

Beneficially : 8 Shared voting power

Owned : None

By Each : 9 Sole dispositive power

Reporting : None (Item 5)

Person : 10 Shared dispositive power

With : None

11 Aggregate amount
beneficially owned by each
reporting person

12 None (Item 5)
Check box if the aggregate
amount in row (11) excludes
certain shares
(SEE INSTRUCTIONS) ☒ X

13 Percent of class represented
by amount in row (11)

14 0.00%
Type of reporting person
(SEE INSTRUCTIONS)
HC, CO

9

CUSIP No. 42704L104

Names of reporting persons
I.R.S. identification nos. of
above persons (entities only)
1 Associated Capital Group,
Inc.

I.D. No. 47-3965991
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 box 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

Shares : 350 (Item 5)

Beneficially : 8 Shared voting power

Owned : None

By Each : 9 Sole dispositive power

Reporting : 350 (Item 5)

Person : 10 Shared dispositive power

With : None

11 Aggregate amount
beneficially owned by each
reporting person

350 (Item 5)

12 Check box if the aggregate
amount in row (11) excludes
certain shares

(SEE INSTRUCTIONS) X

13 Percent of class represented
by amount in row (11)

0.00%

14 Type of reporting person
(SEE INSTRUCTIONS)

HC, CO

10

CUSIP No. 42704L104

1 Names of reporting persons
I.R.S. identification nos. of
above persons (entities only)

Mario J. Gabelli

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)
Private Funds

5 Check box if disclosure of
legal proceedings is required
pursuant to items 2 (d) or 2
(e)

6 Citizenship or place of
organization
USA

Number Of : 7 Sole voting power

Shares : 1,000 (Item 5)

Beneficially : 8 Shared voting power

Owned : None

By Each : 9 Sole dispositive power

Reporting : 1,000 (Item 5)

Person : 10 Shared dispositive power

With : None

11 Aggregate amount
beneficially owned by each
reporting person

1,000 (Item 5)

12

Check box if the aggregate
amount in row (11) excludes
certain shares

(SEE INSTRUCTIONS) ☒

13 Percent of class represented
by amount in row (11)

0.00%

14 Type of reporting person
(SEE INSTRUCTIONS)
IN

11

Item 1. Security and Issuer

This Amendment No. 14 to Schedule 13D on the Common Stock of Herc Holdings Inc. (the “Issuer”) is being filed on behalf of the undersigned to amend the Schedule 13D, as amended (the “Schedule 13D”) which was originally filed on August 10, 2016. Unless otherwise indicated, all capitalized terms used herein but not defined herein shall have the same meanings as set forth in the Schedule 13D.

Item 2. Identity and Background

Item 2 to Schedule 13D is amended, in pertinent part, as follows:

This statement is being filed by Mario J. Gabelli (“Mario Gabelli”) and various entities which he directly or indirectly controls or for which he acts as chief investment officer. These entities, except for LICT Corporation (“LICT”) and CIBL, Inc. (“CIBL”), engage in various aspects of the securities business, primarily as investment adviser to various institutional and individual clients, including registered investment companies and pension plans, and as general partner or the equivalent of various private investment partnerships or private funds. Certain of these entities may also make investments for their own accounts.

The foregoing persons in the aggregate often own beneficially more than 5% of a class of equity securities of a particular issuer. Although several of the foregoing persons are treated as institutional investors for purposes of reporting their beneficial ownership on the short-form Schedule 13G, the holdings of those who do not qualify as institutional investors may exceed the 1% threshold presented for filing on Schedule 13G or implementation of their investment philosophy may from time to time require action which could be viewed as not completely passive. In order to avoid any question as to whether their beneficial ownership is being reported on the proper form and in order to provide greater investment flexibility and administrative uniformity, these persons have decided to file their beneficial ownership reports on the more detailed Schedule 13D form rather than on the short-form Schedule 13G and thereby to provide more expansive disclosure than may be necessary.

(a), (b) and (c) - This statement is being filed by one or more of the following persons: GGCP, Inc. (“GGCP”), GGCP Holdings LLC (“GGCP Holdings”), GAMCO Investors, Inc. (“GBL”), Associated Capital Group, Inc. (“AC”), Gabelli Funds, LLC (“Gabelli Funds”), GAMCO Asset Management Inc. (“GAMCO”), Teton Advisors, Inc. (“Teton Advisors”), Gabelli & Company Investment Advisers, Inc. (“GCIA”), G.research, LLC (“G.research”), MJG Associates, Inc. (“MJG Associates”), Gabelli Foundation, Inc. (“Foundation”), Mario Gabelli, LICT and CIBL. Those of the foregoing persons signing this Schedule 13D are hereinafter referred to as the “Reporting Persons”.

GGCP makes investments for its own account and is the manager and a member of GGCP Holdings which is the controlling shareholder of GBL and AC. GBL, a public company listed on the New York Stock Exchange, is the parent company for a variety of companies engaged in the securities business, including certain of those named below. AC, a public company listed on the New York Stock Exchange, is the parent company for a variety of companies engaged in the securities business, including certain of those listed below.

GAMCO, a wholly-owned subsidiary of GBL, is an investment adviser registered under the Investment Advisers Act of 1940, as amended (“Advisers Act”). GAMCO is an investment manager providing discretionary managed account services for employee benefit plans, private investors, endowments, foundations and others.

GCIA, a wholly owned subsidiary of AC, is an investment adviser registered under the Advisers Act and serves as a general partner or investment manager to limited partnerships and offshore investment companies and other accounts. As a part of its business, GCIA may purchase or sell securities for its own account. GCIA is a general partner or investment manager of a number of funds or partnerships, including Gabelli Associates Fund, L.P., Gabelli Associates Fund II, L.P., Gabelli Associates Limited, Gabelli Associates Limited II E, ALCE Partners, L.P., Gabelli Capital Structure Arbitrage Fund LP, Gabelli Capital Structure Arbitrage Fund Limited, Gabelli Intermediate Credit Fund L.P., GAMA Select Energy + L.P., GAMCO Medical Opportunities L.P., and Gabelli Multimedia Partners, L.P. G.research, a wholly owned subsidiary of GCIA, is a broker-dealer registered under the Securities Exchange Act of 1934, as amended (“1934 Act”), which as a part of its business regularly purchases and sells securities for its own account.

Gabelli Funds, a wholly owned subsidiary of GBL, is a limited liability company. Gabelli Funds is an investment adviser registered under the Advisers Act which provides advisory services for The Gabelli Equity Trust Inc., The Gabelli Asset Fund, The GAMCO Growth Fund, The Gabelli Convertible and Income Securities Fund Inc., The Gabelli Value 25 Fund Inc., The Gabelli Small Cap Growth Fund, The Gabelli Equity Income Fund, The Gabelli ABC

Fund, The GAMCO Global Content & Connectivity Fund, The Gabelli Gold Fund, Inc., The Gabelli Multimedia Trust Inc., The Gabelli Global Rising Income & Dividend Fund, The Gabelli Capital Asset Fund, The GAMCO International Growth Fund, Inc., The GAMCO Global Growth Fund, The Gabelli Utility Trust, The Gabelli Utilities Fund, The Gabelli Dividend Growth Fund, The Gabelli Focus Five Fund, The Comstock Capital Value Fund, The Gabelli Dividend and Income Trust, The Gabelli Global Utility & Income Trust, The GAMCO Global Gold, Natural Resources, & Income Trust, The GAMCO Natural Resources Gold & Income Trust, The GDL Fund, Gabelli Enterprise Mergers & Acquisitions Fund, The Gabelli ESG Fund, Inc., The Gabelli International Small Cap Fund, The Gabelli Healthcare & Wellness^{Rx} Trust, The Gabelli Global Small and Mid Cap Value Trust, Gabelli Value Plus+ Trust, Gabelli Merger Plus+ Trust Plc, The Gabelli Global Financial Services Fund, The Gabelli Global Mini Mites Fund, The Gabelli Go Anywhere Trust, The Gabelli U.S. Treasury Money Market Fund, Bancroft Fund Ltd. and Ellsworth Growth & Income Fund Ltd. (collectively, the “Funds”), which are registered investment companies. Gabelli Funds is also the investment adviser to the Gabelli Media Mogul NextSharesTM, the Gabelli Food of All Nations NextSharesTM, the RBI NextSharesTM, and the Gabelli Pet Parents’ Fund NextSharesTM, and The GAMCO International SICAV (sub-funds GAMCO Merger Arbitrage and GAMCO All Cap Value), a UCITS III vehicle. Teton Advisors, an investment adviser registered under the Advisers Act, provides discretionary advisory services to The TETON Westwood Mighty Mitessm Fund, The TETON Westwood Income Fund, The TETON Westwood SmallCap Equity Fund, TETON Westwood Intermediate Bond Fund, and The TETON Westwood Mid-Cap Equity Fund.

MJG Associates provides advisory services to private investment partnerships and offshore funds. Mario Gabelli is the sole shareholder, director and employee of MJG Associates. MJG Associates is the Investment Manager of Gabelli International Limited and Gabelli Fund, LDC. Mario J. Gabelli is the general partner of Gabelli Performance Partnership, LP.

The Foundation is a private foundation. Mario Gabelli is the Chairman, a Trustee and the Investment Manager of the Foundation. Elisa M. Wilson is the President of the Foundation.

LICT is a holding company with operating subsidiaries engaged primarily in the rural telephone industry. LICT actively pursues new business ventures and acquisitions. LICT makes investments in marketable securities to preserve capital and maintain liquidity for financing their business activities and acquisitions and are not engaged in the business of investing, or trading in securities. Mario J. Gabelli is the Chief Executive Officer, a director, and substantial shareholder of LICT.

CIBL is a holding company with interests in telecommunications operations, primarily in the rural telephone industry. CIBL actively pursues new business ventures and acquisitions. CIBL makes investments in marketable securities to preserve capital and maintain liquidity for financing their business activities and acquisitions and are not engaged in the business of investing, or trading in securities. Mario J. Gabelli is a director, and substantial shareholder of CIBL. Mario Gabelli is the controlling stockholder, Chief Executive Officer and a director of GGCP and Chairman and Chief Executive Officer of GBL. He is the Executive Chairman of AC. Mario Gabelli is also a member of GGCP Holdings. Mario Gabelli is the controlling shareholder of Teton.

The Reporting Persons do not admit that they constitute a group.

GAMCO is a New York corporation and GBL, AC, GCIA, and Teton Advisors are Delaware corporations, each having its principal business office at One Corporate Center, Rye, New York 10580. GGCP is a Wyoming corporation having its principal business office at 140 Greenwich Avenue, Greenwich, CT 06830. GGCP Holdings is a Delaware limited liability corporation having its principal business office at 140 Greenwich Avenue, Greenwich, CT 06830.

G.research is a Delaware limited liability company having its principal officers at One Corporate Center, Rye, New York 10580. Gabelli Funds is a New York limited liability company having its principal business office at One Corporate Center, Rye, New York 10580. MJG Associates is a Connecticut corporation having its principal business office at 140 Greenwich Avenue, Greenwich, CT 06830. The Foundation is a Nevada corporation having its principal offices at 165 West Liberty Street, Reno, Nevada 89501. LICT is a Delaware corporation having its principal place of business as 401 Theodore Fremd Avenue, Rye, New York 10580. CIBL, Inc. is a Delaware corporation having its principal place of business as 165 West Liberty Street, Suite 220, Reno, NV 89501.

For information required by instruction C to Schedule 13D with respect to the executive officers and directors of the foregoing entities and other related persons (collectively, “Covered Persons”), reference is made to Schedule I annexed hereto and incorporated herein by reference.

(d) – Not applicable.

(e) – Not applicable.

(f) – Reference is made to Schedule I hereto.

Item 3. Source and Amount of Funds or Other Consideration

Item 3 to Schedule 13D is amended, in pertinent part, as follows:

The Reporting Persons used an aggregate of approximately \$12,381,349 to purchase the additional Securities reported as beneficially owned in Item 5 since the most recent filing on Schedule 13D. GAMCO and Gabelli Funds used approximately \$8,482,344 and \$3,811,435 respectively, of funds that were provided through the accounts of certain of their investment advisory clients (and, in the case of some of such accounts at GAMCO, may be through borrowings from client margin accounts) in order to purchase the additional Securities for such clients. Foundation used approximately \$85,828 of private funds to purchase the additional Securities reported by it. AC used \$1,742 of working capital to purchase the additional Securities reported by it.

Item 5. Interest In Securities Of The Issuer

Item 5 to Schedule 13D is amended, in pertinent part, as follows:

(a) The aggregate number of Securities to which this Schedule 13D relates is 5,457,607 shares, representing 19.15% of the 28,498,142 shares outstanding as reported in the Issuer's most recently filed Form 10-Q for the quarterly period ended September 30, 2018. The Reporting Persons beneficially own those Securities as follows:

Name	Shares of Common Stock	% of Class of Common
GAMCO	3,944,092	13.84%
Gabelli Funds	1,467,015	5.15%
GCIA	3,450	0.01%
Mario Gabelli	1,000	0.00%
AC	350	0.00%
MJG Associates	20,000	0.07%
Teton Advisors	13,000	0.05%
Foundation	6,000	0.02%
GGCP	2,700	0.01%

Mario Gabelli is deemed to have beneficial ownership of the Securities owned beneficially by each of the foregoing persons. GCIA is deemed to have beneficial ownership of the Securities owned beneficially by G.research. AC, GBL and GGCP are deemed to have beneficial ownership of the Securities owned beneficially by each of the foregoing persons other than Mario Gabelli and the Foundation.

(b) Each of the Reporting Persons and Covered Persons has the sole power to vote or direct the vote and sole power to dispose or to direct the disposition of the Securities reported for it, either for its own benefit or for the benefit of its investment clients or its partners, as the case may be, except that (i) GAMCO does not have the authority to vote 223,200 of the reported shares, (ii) Gabelli Funds has sole dispositive and voting power with respect to the shares of the Issuer held by the Funds so long as the aggregate voting interest of all joint filers does not exceed 25% of their total voting interest in the Issuer and, in that event, the Proxy Voting Committee of each Fund shall respectively vote that Fund's shares, (iii) at any time, the Proxy Voting Committee of each such Fund may take and exercise in its sole

discretion the entire voting power with respect to the shares held by such fund under special circumstances such as regulatory considerations, and (iv) the power of Mario Gabelli, AC, GBL, and GGCP is indirect with respect to Securities beneficially owned directly by other Reporting Persons.

(c) Information with respect to all transactions in the Securities which were effected during the past sixty days or since the most recent filing on Schedule 13D, whichever is less, by each of the Reporting Persons and Covered Persons is set forth on Schedule II annexed hereto and incorporated herein by reference.

(e) Not applicable.

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: January 31, 2019

GGCP, INC.

MARIO J. GABELLI

MJG ASSOCIATES, INC.

GABELLI FOUNDATION, INC.

By: /s/ David Goldman

David Goldman

Attorney-in-Fact

TETON ADVISORS, INC.

GABELLI FUNDS, LLC

By: /s/ David Goldman

David Goldman

General Counsel – Gabelli Funds, LLC

Counsel-Teton Advisors, Inc.

GAMCO INVESTORS, INC.

By: /s/ Kevin Handwerker

Kevin Handwerker

General Counsel & Secretary – GAMCO Investors, Inc.

ASSOCIATED CAPITAL GROUP, INC.

GAMCO ASSET MANAGEMENT INC.

GABELLI & COMPANY INVESTMENT ADVISERS, INC.

By: /s/ Douglas R. Jamieson

Douglas R. Jamieson

President & Chief Executive Officer – Associated Capital
Group, Inc.

President – GAMCO Asset Management Inc.

President – Gabelli & Company Investment Advisers, Inc.

SCHEDULE I

Information with Respect to Executive Officers and Directors of the Undersigned

Schedule I to Schedule 13D is amended, in pertinent part, as follows:

The following sets forth as to each of the executive officers and directors of the undersigned: his name; his business address; his present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. Unless otherwise specified, the principal employer of each such individual is GAMCO Asset Management Inc., Gabelli Funds, LLC, Gabelli & Company Investment Advisers, Inc., G.research, LLC, Teton Advisors, Inc., Associated Capital Group, Inc. or GAMCO Investors, Inc., the business address of each of which is One Corporate Center, Rye, New York 10580, and each such individual identified below is a citizen of the United States. To the knowledge of the undersigned, during the last five years, no such person has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors), and no such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which he 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 law or finding any violation with respect to such laws except as reported in Item 2(d) and (e) of this Schedule 13D.

GAMCO Investors, Inc.

Directors:

Edwin L. Artzt
Former Chairman and Chief Executive Officer
Procter & Gamble Company
900 Adams Crossing
Cincinnati, OH 45202

Raymond C. Avansino
Chairman & Chief Executive Officer
E.L. Wiegand Foundation
165 West Liberty Street
Reno, NV 89501

Leslie B. Daniels
Operating Partner
AE Industrial Partners, LP
2500 N. Military Trail, Suite 470
Boca Raton, FL 33431

Mario J. Gabelli
Chief Executive Officer and Chief Investment Officer of GGCP, Inc.
Chairman & Chief Executive Officer of GAMCO Investors, Inc.
Executive Chairman of Associated Capital Group, Inc.
Director/Trustee of all registered investment companies advised by Gabelli Funds, LLC.

Elisa M. Wilson
Director
c/o GAMCO Investors, Inc.
One Corporate Center
Rye, NY 10580

Eugene R. McGrath
Former Chairman and Chief Executive Officer
Consolidated Edison, Inc.
4 Irving Place
New York, NY 10003

Robert S. Prather
President & Chief Executive Officer
Heartland Media, LLC
1843 West Wesley Road
Atlanta, GA 30327

Officers:

Mario J. Gabelli
Chairman and Chief Executive Officer

Henry G. Van der Eb
Senior Vice President

Bruce N. Alpert
Senior Vice President

Agnes Mullady	Senior Vice President
Kevin Handwerker	Executive Vice President, General Counsel and Secretary
Kieran Caterina	Co-Chief Accounting Officer
Diane LaPointe	Co-Chief Accounting Officer

GAMCO Asset Management
Inc.
Directors:

Douglas R. Jamieson
Regina M. Pitaro
William S. Selby

Officers:

Mario J. Gabelli	Chief Executive Officer and Chief Investment Officer – Value Portfolios
Douglas R. Jamieson	President, Chief Operating Officer and Managing Director
David Goldman	General Counsel, Secretary & Chief Compliance Officer

Gabelli Funds, LLC
Officers:

Mario J. Gabelli	Chief Investment Officer – Value Portfolios
Bruce N. Alpert	Executive Vice President and Chief Operating Officer
Agnes Mullady	President and Chief Operating Officer – Open End Fund Division
David Goldman	General Counsel

Gabelli Foundation, Inc.
Officers:

Mario J. Gabelli	Chairman, Trustee & Chief Investment Officer
Elisa M. Wilson	President
Marc Gabelli	Trustee
Matthew R. Gabelli	Trustee
Michael Gabelli	Trustee

GGCP, Inc.

Directors:

Mario J. Gabelli	Chief Executive Officer and Chief Investment Officer of GGCP, Inc. Chairman & Chief Executive Officer of GAMCO Investors, Inc. Executive Chairman of Associated Capital Group, Inc. Director/Trustee of all registered investment companies advised by Gabelli Funds, LLC.
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Marc Gabelli	President – GGCP, Inc.
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Matthew R. Gabelli	Vice President – Trading G.research, LLC One Corporate Center Rye, NY 10580
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Michael Gabelli	President & COO Gabelli & Partners, LLC One Corporate Center Rye, NY 10580
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Frederic V. Salerno Chairman

Former Vice
Chairman and
Chief Financial
Officer
Verizon
Communications

Vincent S. Tese Executive
Chairman – FCB
Financial Corp

Officers:

Mario J. Gabelli	Chief Executive Officer and Chief Investment Officer
Marc Gabelli	President
Francis J. Conroy	Special Assistant to CEO, Secretary Chief Financial and Accounting Officer, Vice President
Silvio A. Berni	Corporate Development and Controller, Assistant Secretary

GGCP Holdings LLC

Members:

GGCP, Inc.	Manager and Member
Mario J. Gabelli	Member

Teton Advisors, Inc.

Directors:

Stephen G. Bondi

Chairman of the Board

Nicholas F. Galluccio

Chief Executive Officer and President

Vincent J. Amabile

Founder- Amabile Partners

John M. Tesoro, CPA

Retired Partner – KPMG LLP

Aaron J. Feingold, M.D.

President and Founder – Raritan Bay Cardiology Group

Officers:

Nicholas F. Galluccio

See above

Michael J. Mancuso

Chief Financial Officer

Tiffany Hayden

Secretary

Associated Capital Group, Inc.
Directors:

Mario J. Gabelli	Chief Executive Officer and Chief Investment Officer of GGCP, Inc. Chairman & Chief Executive Officer of GAMCO Investors, Inc. Executive Chairman of Associated Capital Group, Inc. Director/Trustee of all registered investment companies advised by Gabelli Funds, LLC.
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Richard L. Bready	Former Chairman and Chief Executive Officer Nortek, Inc. 50 Kennedy Plaza Providence, RI 02903
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Marc Gabelli	President – GGCP, Inc.
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Douglas R. Jamieson	President and Chief Executive Officer
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Bruce Lisman	Former Chairman - JP Morgan – Global Equity Division
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Daniel R. Lee	Chief Executive Officer Full House Resorts, Inc. 4670 South Ford Apache Road, Suite 190 Las Vegas, NV 89147
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Salvatore F. Sodano	Vice Chairman – Broadridge Financial Solutions
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Frederic V. Salerno	See above
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Officers:

Mario J. Gabelli	Executive Chairman
Douglas R. Jamieson	President and Chief Executive Officer
Francis J. Conroy	Interim Chief Financial Officer
Kevin Handwerker	Executive Vice President, General Counsel and Secretary
David Fitzgerald	Assistant Secretary

Gabelli & Company Investment Advisers,
Inc.
Directors:

Douglas R. Jamieson

Officers:

Douglas R. Jamieson Chief Executive Officer and President

Francis J. Conroy Chief Financial Officer

John Givissis Controller

Kevin Handwerker Secretary

David Fitzgerald Assistant Secretary

G.research, LLC

Officers:

Cornelius V. McGinity President

Maria Gigi Controller and Financial Operations Principal

Bruce N. Alpert Vice President

Douglas R. Jamieson Secretary

Kevin Handwerker Assistant Secretary

David Fitzgerald Assistant Secretary

David Goldman Assistant Secretary

Josephine D. LaFauci Chief Compliance Officer

SCHEDULE II
 INFORMATION WITH RESPECT TO
 TRANSACTIONS EFFECTED DURING THE PAST SIXTY DAYS OR
 SINCE THE MOST RECENT FILING ON SCHEDULE 13D (1)

DATE	SHARES PURCHASED SOLD(-)	AVERAGE PRICE(2)
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COMMON STOCK-HERC HOLDINGS INC.

GABELLI FOUNDATION, INC.

12/31/18	1,000	25.2500
12/10/18	3,000	30.2500

MARIO J. GABELLI

1/28/19	1,000-	35.9714
12/26/18	1,000	25.3807

GABELLI & COMPANY INVESTMENTS ADVISERS, INC.

1/24/19	125	34.9700
12/26/18	20,000-	25.8458
12/04/18	100	32.7000

GAMCO ASSET MANAGEMENT INC.

1/30/19	1,200	36.4539
1/30/19	250	36.7360
1/30/19	600	35.9500
1/30/19	300	35.5700
1/30/19	300	36.6733
1/30/19	400	36.7816
1/30/19	400	36.7450
1/30/19	520	36.7583
1/30/19	1,134	36.7536
1/30/19	400	36.8967
1/30/19	200	36.8300
1/30/19	200	36.9000
1/29/19	500-	35.6940
1/29/19	2,300	35.8387
1/29/19	1,600-	*DO
1/29/19	200	35.7600
1/29/19	1,268	35.6562
1/29/19	800	35.6500
1/28/19	2,000	34.8865
1/28/19	690	35.7929
1/28/19	1,000	35.3800
1/28/19	4,000	34.9139
1/28/19	1,000-	35.6028
1/28/19	39	35.6900
1/25/19	1,000	36.0000
1/25/19	4,800	35.6064
1/25/19	2,000-	36.0000
1/24/19	61	34.3792
1/24/19	1,000-	34.4086
1/24/19	82	34.4699

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1/23/19	1,750	34.1914
1/23/19	1,000	34.2650
1/23/19	500-	33.2500
1/22/19	434	34.7928
1/22/19	250	34.8879
1/22/19	300	34.9548
1/22/19	400	34.6275
1/18/19	1,028	36.1707
1/17/19	400	34.3675
1/17/19	200	32.9100
1/17/19	2,000-	34.4110
1/17/19	1,350	34.1986
1/16/19	100	33.6900
1/16/19	3,800	33.2458
1/15/19	396	33.1322
1/15/19	4,000	33.2683
1/15/19	450	33.2967
1/14/19	1,100	33.0282
1/14/19	300	33.0000
1/14/19	500-	33.4637
1/14/19	50-	*DO
1/14/19	1,000	33.1170
1/14/19	947	33.6189
1/14/19	100	33.1900
1/11/19	267	33.6900
1/09/19	100	32.1500
1/09/19	2,000-	32.5340
1/09/19	2,700	32.1200
1/08/19	300	32.0183
1/08/19	500	31.8125
1/08/19	1,100	31.9855
1/08/19	500	31.9594
1/08/19	100	31.9594
1/08/19	50-	31.9676
1/08/19	534	31.9214
1/08/19	50-	31.9224
1/08/19	734	31.9286
1/08/19	100-	31.9594
1/07/19	1,000-	30.0000
1/07/19	1,700	30.1747
1/07/19	299	29.6864
1/04/19	2,000-	29.2688
1/04/19	4,000	29.6066
1/04/19	400	29.8500
1/04/19	1,000	29.3174
1/04/19	9,100	29.4475
1/04/19	500	29.3599
1/04/19	50-	29.7800
1/04/19	500-	29.5500
1/04/19	400	29.8275
1/03/19	900	26.8103

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1/03/19	2,000	26.7970
1/03/19	400	26.5000
1/02/19	2,000	27.0164
1/02/19	6,300	25.6320
1/02/19	500	27.3158
1/02/19	300	26.5663
1/02/19	200-	26.5043
1/02/19	1,000-	27.0846
12/31/18	600-	*DO
12/31/18	473-	24.7000
12/31/18	1,500-	24.8610
12/31/18	800	25.6800
12/31/18	15,000	25.1481
12/31/18	1,000	24.8000
12/31/18	1,000-	24.8000
12/31/18	1,000-	24.8000
12/31/18	100-	24.6600
12/31/18	600-	24.6300
12/31/18	100-	24.5918
12/31/18	600-	24.5346
12/31/18	125-	*DO
12/28/18	600-	25.6635
12/28/18	30,000	25.6911
12/28/18	1,100	25.7497
12/28/18	300	25.7900
12/28/18	4,000	25.7829
12/28/18	200	26.2500
12/28/18	134	25.7800
12/28/18	500	25.7114
12/28/18	29,560	25.8171
12/28/18	23,400	25.8450
12/28/18	3,000-	26.0288
12/28/18	200-	25.7500
12/28/18	3,860-	25.7497
12/28/18	2,300	25.8500
12/27/18	199	25.6920
12/27/18	727-	25.6111
12/27/18	400-	*DO
12/27/18	200	25.9000
12/27/18	2,800	25.7686
12/27/18	800	25.4975
12/27/18	1,200	25.2500
12/27/18	3,500	25.2107
12/27/18	500-	26.0042
12/27/18	2,900-	25.6959
12/27/18	150-	25.6924
12/26/18	452	24.5617
12/26/18	900	24.9656
12/26/18	3,400-	25.2301
12/26/18	50-	25.3400
12/26/18	43-	24.4316

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12/24/18	300	25.4000
12/24/18	2,800	25.1936
12/24/18	1,000	24.9110
12/24/18	500	25.2500
12/24/18	121	25.2040
12/24/18	7,100-	25.1936
12/24/18	254	24.9949
12/21/18	7,000-	25.6230
12/21/18	1,600-	25.8063
12/21/18	1,000	25.5670
12/21/18	3,000	25.5670
12/21/18	3,000-	25.5670
12/21/18	300	25.8550
12/21/18	3,500	25.6230
12/21/18	2,000	25.8624
12/21/18	2,000-	25.5670
12/21/18	6,500-	25.8624
12/21/18	800-	25.8550
12/20/18	8,000	27.1484
12/20/18	266-	26.8780
12/20/18	1,000	26.5500
12/20/18	700-	26.9743
12/20/18	400-	26.8000
12/20/18	25,000	26.7066
12/19/18	600-	28.0700
12/19/18	333-	28.5646
12/19/18	300-	28.5227
12/19/18	800-	28.3800
12/19/18	2,000	28.5230
12/19/18	300	28.0700
12/19/18	100-	28.7401
12/18/18	500-	28.3709
12/18/18	700-	28.3709
12/18/18	200-	28.3000
12/18/18	300-	28.2500
12/18/18	300	28.2767
12/18/18	300	28.6400
12/18/18	500	28.3709
12/18/18	300	28.0985
12/17/18	1,072-	27.6275
12/17/18	2,500	29.2456
12/17/18	536	27.6275
12/17/18	868	27.8361
12/17/18	7,067	28.7869
12/17/18	100-	28.6938
12/17/18	1,302-	27.8361
12/17/18	373	28.7359
12/17/18	7,000	28.2551
12/17/18	4,060-	28.5687
12/14/18	4,266-	29.6456
12/14/18	19-	29.0447

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12/14/18	146-	29.0446
12/14/18	25-	29.0448
12/14/18	20-	29.0445
12/14/18	10-	29.0450
12/14/18	10,000	29.6248
12/14/18	7,000	29.3048
12/14/18	400	29.3750
12/14/18	300	29.5000
12/14/18	930-	*DO
12/13/18	100-	30.2080
12/13/18	2-	29.4750
12/13/18	250-	29.8963
12/13/18	2,150-	30.0084
12/13/18	124-	29.4735
12/13/18	2,500	30.0768
12/13/18	261-	29.4734
12/13/18	52-	29.4733
12/12/18	16,400	29.9383
12/12/18	100-	*DO
12/12/18	100-	29.5000
12/12/18	200	30.3000
12/12/18	9,200-	30.0098
12/12/18	2,000-	30.0853
12/12/18	947-	30.3675
12/12/18	100	29.6385
12/12/18	1,000	29.7445
12/12/18	1,000	29.8919
12/12/18	1,100-	*DO
12/11/18	1,000	30.0382
12/11/18	6,612	29.2887
12/11/18	10,000	29.1359
12/11/18	400-	30.1175
12/11/18	180-	30.0300
12/11/18	6,800-	29.4789
12/11/18	1,000-	29.0000
12/11/18	200-	28.9754
12/11/18	154-	28.7163
12/11/18	40	30.0300
12/11/18	110-	*DO
12/10/18	200-	*DO
12/10/18	536	29.1780
12/10/18	500	29.5140
12/10/18	100-	*DO
12/10/18	7,900	29.7592
12/10/18	19,000	30.0460
12/10/18	500	30.2500
12/10/18	100-	29.3850
12/10/18	400-	29.2408
12/10/18	1,000	29.4440
12/07/18	2,000	30.7468
12/07/18	1,300	30.8687

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12/07/18	9,200-	30.8687
12/06/18	3,319	31.3688
12/06/18	300-	31.4794
12/06/18	3,000	31.2415
12/06/18	1,200	31.9479
12/05/18	154-	*DO
12/05/18	46-	*DO
12/04/18	1,000	34.7400
12/04/18	100-	31.8583
12/03/18	1,000	36.1000
12/03/18	5,800	36.1379
12/03/18	460	36.7146
12/03/18	200-	36.5500
12/03/18	460-	36.7146
12/03/18	1,960-	36.7146
11/30/18	2-	35.5800
11/30/18	277-	35.5807
11/30/18	34-	35.5809
11/30/18	77	35.3699
11/30/18	1,100-	35.0832
11/30/18	5-	35.5820
11/30/18	48-	35.5806

GABELLI FUNDS, LLC.

GABELLI FOCUS FIVE FUND

12/21/18	7,500	25.8297
12/17/18	7,500	28.2771

GABELLI RBI NEXTSHARES

1/23/19	300-	33.1201
12/04/18	100	33.9250

GABELLI VALUE PLUS TRUST PLC

1/02/19	1,500	25.2500
12/27/18	1,400	25.5854
12/14/18	8,547	29.1592
12/07/18	2,200	30.5412

GABELLI GLOBAL SMALL AND MIDCAP VALUE TRUST

1/03/19	1,000	27.1543
12/27/18	9,000	25.3500
12/14/18	500	29.1035

GABELLI GO ANYWHERE TRUST

1/04/19	500	29.4040
12/27/18	4,000	25.3500

GABELLI EQUITY TRUST

1/17/19	33,000	34.2704
1/04/19	15,000	29.6717
12/21/18	7,500	25.8798
12/14/18	7,400	29.2872
12/10/18	10,000	29.2898

GABELLI DIVIDEND & INCOME TRUST

12/21/18	9,000-	26.1500
12/21/18	6,000	26.1500

GABELLI ASSET FUND

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12/28/18	2,000	26.2000
12/28/18	3,400	25.5600
12/21/18	2,700-	25.8872
12/14/18	5,700-	29.2770
THE GABELLI ESG FUND		
12/28/18	2,000	25.7619
GAMCO ALL CAP VALUE		
1/24/19	1,200-	34.6602

(1) UNLESS OTHERWISE INDICATED, ALL TRANSACTIONS WERE EFFECTED ON THE NYSE.

(2) PRICE EXCLUDES COMMISSION.

(*) RESULTS IN CHANGE OF DISPOSITIVE POWER AND BENEFICIAL OWNERSHIP.