FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL											
	OMB Number:	3235-0287										
	Estimated average burden											
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* Mongrain Joseph H						ssuer Name and <u>eatherford I</u>					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
					_ [_								give title	10% O Other (-	
(Last) 2000 ST.	(F . JAMES P		3. Date of Earliest Transaction (Month/Day/Year) 04/15/2022							P & Chief	below) People Office	.				
(Street)		- 4. l	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)						
HOUSTON TX 77056													Form filed by One Reporting Person			
(City)	(S	tate)	(Zip)		_						Form f Persor		e than One Repo	rting		
		7	Table I - I	Non-Der	ivativ	e Securities	Acquir	ed, [Disposed (of, or E	Beneficially	/ Owned	t			
1. Title of Security (Instr. 3) 2. Transar Date (Month/Date)				2A. Deemed Execution Date, if any (Month/Day/Year	3. Trans Code 8)		4. Securities Disposed Of		5. Amor Securiti Benefic Owned Reporte	es ially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership				
							Code	v	Amount	(A) or (D)	Price	Transac (Instr. 3	tion(s)		(Instr. 4)	
Ordinary Shares 04/15.					2022		M ⁽¹⁾		22,566	A	\$0	22	2,566	D		
Ordinary Shares 04/15/202					2022		F ⁽²⁾		5,495	D	\$38.4	17	7,071	D		
Ordinary Shares 04/15/202					2022		M ⁽³⁾		11,144	A	\$0	28	3,215	D		
Ordinary Shares 04/15/202					2022		D ⁽⁴⁾		11,144	D	\$34.09650	17	7,071	D		
			Table			Securities A	•		•	•	•	Owned				
				4. Transa	5. Number 6. Date Exercisable and 7. Title and Expiration Date Amount of					8. Price of Derivative		of 10. Ownership	11. Nature of Indirect			

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Share Units	(1)	04/15/2022		М			22,566	(1)	(1)	Ordinary Shares	22,566	\$0	22,565	D	
Phantom Restricted Share Units	(6)	04/15/2022		M			11,144	(6)	(6)	Ordinary Shares	11,144	\$0	0	D	

Explanation of Responses:

- 1. Represents the vesting of the first installment of restricted share units ("RSUs") granted on April 15, 2021 pursuant to Issuer's Second Amended and Restated 2019 Equity Incentive Plan (the "2019 EIP"). The RSUs vest in two equal installments over the two-year period from the date of grant.
- 2. Transaction was a withholding of a portion of vested RSUs to satisfy the reporting person's tax withholding obligations upon vesting, pursuant to the award agreement and the 2019 EIP under which the award was granted.
- 3. Represents the deemed acquisition of the ordinary shares underlying the vested portion of phantom restricted share units ("Phantom RSUs") as a result of the election by the Committee administering the 2019 EIP to settle the 2021 Phantom RSU awards entirely in cash (see footnote 6 below).
- 4. Represents the deemed disposition to the issuer of the ordinary shares underlying the vested portion of Phantom RSUs as a result of the election by the Committee administering the 2019 EIP to settle the 2021 Phantom RSU awards entirely in cash (see footnote 6 below).
- 5. Price represents the volume weighted price of the Company's ordinary shares averaged for the thirty trading days immediately preceding the vesting date.

6. Represents the vesting of the Phantom RSUs granted on April 15, 2021 pursuant to the 2019 EIP. These Phantom RSUs vest in two equal installments over the two-year period from the date of grant and may be settled in cash, ordinary shares or any combination of cash and ordinary shares; provided that if settled in cash, the cumulative cash payout may not exceed a predetermined amount specified in the Reporting Person's offer letter (the "Maximum Cash Payout"). At the election of the Committee administering the 2019 EIP, it was determined that the 2021 Phantom RSU awards would be settled entirely in cash. As a result of the Maximum Cash Payout, the Reporting Person is reporting the vesting, deemed acquisition and deemed disposition of 11,144 ordinary shares. As a result of the Maximum Cash Payout having been satisfied, the remaining 21,957 ordinary shares underlying the 33,101 Phantom RSUs previously reported will not vest and have been cancelled.

Remarks:

Jonathan B. Wolens by Power of Attorney

04/19/2022

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.