

# FORM 3

**Federal Deposit Insurance Corporation  
Washington, D.C. 20429**

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**  
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

(PLEASE PRINT OR TYPE ALL RESPONSES)

OMB APPROVAL
OMB NUMBER: 3064-0030 EXPIRES: 01/31/2020 Estimated average burden hours per response ...1.0

1. Name of Reporting Person (Last, First, Middle)* <b>WL Ross &amp; Co. LLC</b>			2. Date of Event Requiring Statement (Month/Day/Year) <b>08/08/2018</b>		4. Issuer Name and Ticker or Trading Symbol <b>Amalgamated Bank (AMAL)</b>	
Street Address <b>1166 Avenue of the Americas</b>			3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)		5. Relationship of Reporting Person to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (Specify below)	
City <b>New York</b>		State <b>NY</b>	ZIP Code <b>10036</b>		6. If Amendment, Date Original Filed (Month/Day/Year)	
7. Individual or Joint/Group Filing (Check Applicable Box) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person						

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<b>Class A common stock, par value \$0.01 per share</b>	<b>5,252,180</b>	<b>I (1)(2)(3)(4)(5)</b>	<b>See footnotes (1)(2)(3)(4)(5)</b>

**Table II - Derivative Securities Beneficially Owned (e.g., plus, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of shares			

Explanation of Responses:  
**Because this Form is filed for more than one reporting person, pursuant to Instruction 5(b)(v), a list of the names and addresses of each reporting person is set forth on Exhibit A to this Form 3.**

**Footnotes:**  
**(1) - (4) – Pursuant to Instruction 6, these footnotes are set forth on Exhibit A to this Form 3.**  
**(5) Each of the Reporting Persons disclaims beneficial ownership of any securities except to the extent of its pecuniary interest therein.**

**See signatures on following pages**

\_\_\_\_\_ **\*\*Signature of Reporting Person** \_\_\_\_\_ **Date**

NOTE: File three copies of this Form, one of which must be manually signed. If the space provided is insufficient, see Instruction 6 for procedure (12 C.F.R. 335.611). Potential persons who are to respond to the collection of information contained on this form are not required to respond unless the form displays a current, valid OMB Control Number. **\*\*Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).**

**BURDEN STATEMENT**

Public reporting burden for this collection of information is estimated to average 1.0 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to, the Paper Reduction Act Clearance Officer, Legal Division, Federal Deposit Insurance Corporation, 550 17<sup>th</sup> St. NW, Washington, D.C. 20429; and to the Office of Management and Budget, Paperwork Reduction Project (3064-0030), Washington, D.C. 20503. An agency may not conduct or sponsor, and a person is not required to respond to, a collection unless it displays a currently valid OMB control.

**SIGNATURES TO FORM 3**  
**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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**WL Ross & Co. LLC**

By: /s/ Stephen Toy

Stephen Toy

Title: Senior Managing Director

Date: 08/08/18

**WLR Recovery Associates IV LLC**

By: WL Ross & Co. LLC

Its Managing Member

By: /s/ Stephen Toy

Stephen Toy

Title: Senior Managing Director

Date: 08/08/18

**WLR Recovery Fund IV, L.P.**

By: WLR Recovery Associates IV LLC

Its General Partner

By: WL Ross & Co. LLC

Its Managing Member

By: /s/ Stephen Toy

Stephen Toy

Title: Senior Managing Director

Date: 08/08/18

**SIGNATURES TO FORM 3**  
**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**  
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 (continued)

**WLR IV Parallel ESC, L.P.**

By: WLR Recovery Associates IV LLC  
Its Attorney-in-Fact

By: WL Ross & Co. LLC  
Its Managing Member

By: /s/ Stephen Toy  
Stephen Toy  
Title: Senior Managing Director  
Date: 08/08/18

**WLR Recovery Associates V LLC**

By: WL Ross & Co. LLC  
Its Managing Member

By: /s/ Stephen Toy  
Stephen Toy  
Title: Senior Managing Director  
Date: 08/08/18

**WLR Recovery Fund V, L.P.**

By: WLR Recovery Associates V LLC  
Its General Partner

By: WL Ross & Co. LLC  
Its Managing Member

By: /s/ Stephen Toy  
Stephen Toy  
Title: Senior Managing Director  
Date: 08/08/18

**SIGNATURES TO FORM 3**  
**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**  
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 (continued)

**WLR V Parallel ESC, L.P.**

By: WLR Recovery Associates V LLC  
Its Attorney-in-Fact

By: WL Ross & Co., LLC  
Its Managing Member

By: /s/ Stephen Toy  
Stephen Toy  
Title: Senior Managing Director  
Date: 08/08/18

**EXHIBIT A to FORM 3**  
**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**  
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**Pursuant to Instruction 5(b)(v), the following are the additional reporting persons to which this Form 3 pertains:**

<u>Name</u>	<u>Relationship of Reporting Person to Issuer</u>
(1) WLR RECOVERY ASSOCIATES IV LLC	10% Owner
(2) WLR RECOVERY FUND IV, L.P.	10% Owner
(3) WLR IV PARALLEL ESC, L.P.	10% Owner
(4) WLR RECOVERY ASSOCIATES V LLC	10% Owner
(5) WLR RECOVERY FUND V, L.P.	10% Owner
(6) WLR V PARALLEL ESC, L.P.	10% Owner

The address of each of these reporting persons (each of which is filing as a “10% Owner”) is 1166 Avenue of the Americas, New York, NY 10036.

**Footnotes (1) – (4)**

- (1) WLR Recovery Fund IV, L.P. (“Fund IV”) owns 4,238,540 shares of Class A common stock of the issuer. WL Ross & Co, LLC is the managing member of WLR Recovery Associates IV LLC, which in turn is the general partner of Fund IV. WL Ross & Co. LLC serves as the investment manager to Fund IV.
- (2) WLR IV Parallel ESC, L.P. (“Parallel IV”) owns 15,740 shares of Class A common stock of the issuer. Invesco WLR IV Associates LLC is the general partner of Parallel IV. Invesco WLR IV Associates LLC and WLR Recovery Associates IV LLC have entered into a parallel investment agreement pursuant to which WLR Recovery Associates IV LLC has been appointed as representative and attorney-in-fact of Parallel IV to, among other things, exercise all rights, powers and privileges with respect to the Class A common stock held by Parallel IV and to take whatever action, including voting such common stock, as WLR Recovery Associates IV LLC in its discretion deems necessary or advisable. WLR Ross & Co. LLC serves as investment manager to Parallel IV.
- (3) WLR Recovery Fund V, L.P. (“Fund V”) owns 988,620 shares of Class A common stock of the issuer. WL Ross & Co, LLC is the managing member of WLR Recovery Associates V LLC, which in turn is the general partner of Fund V. WL Ross & Co. LLC serves as the investment manager to Fund V.
- (4) WLR V Parallel ESC, L.P. (“Parallel V”) owns 9,280 shares of Class A common stock of the issuer. Invesco WLR V Associates LLC is the general partner of Parallel V. Invesco WLR V Associates LLC and WLR Recovery Associates V LLC have entered into a parallel investment agreement pursuant to which WLR Recovery Associates V LLC has been appointed as representative and attorney-in-fact of Parallel V to, among other things, exercise all rights, powers and privileges with respect to the Class A common stock held by Parallel V and to take whatever action, including voting such common stock, as WLR Recovery Associates V LLC in its discretion deems necessary or advisable. WLR Ross & Co. LLC serves as investment manager to Parallel V.