

FEDERAL DEPOSIT INSURANCE CORPORATION  
WASHINGTON, D.C. 20006

SCHEDULE 13G

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

Amalgamated Bank  
(Name of Issuer)

Class A Common Stock, par value \$0.01 per share  
(Title of Class of Securities)

022663108  
(CUSIP Number)

December 31, 2018  
(Date of Event Which Requires Filing of this Statement)

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

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

(Page 1 of 25 Pages)

\*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).

<b>1</b>	NAME OF REPORTING PERSON Yucaipa Corporate Initiatives Fund II, L.P.	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>	
<b>3</b>	SEC USE ONLY	
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	<b>5</b>	SOLE VOTING POWER 3,211,664
	<b>6</b>	SHARED VOTING POWER 0
	<b>7</b>	SOLE DISPOSITIVE POWER 3,211,664
	<b>8</b>	SHARED DISPOSITIVE POWER 0
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,211,664	
<b>10</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
<b>11</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 10.1%	
<b>12</b>	TYPE OF REPORTING PERSON PN	

<b>1</b>	NAME OF REPORTING PERSON Yucaipa Corporate Initiatives (Parallel) Fund II, L.P.	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>	
<b>3</b>	SEC USE ONLY	
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	<b>5</b>	SOLE VOTING POWER 583,316
	<b>6</b>	SHARED VOTING POWER 0
	<b>7</b>	SOLE DISPOSITIVE POWER 583,316
	<b>8</b>	SHARED DISPOSITIVE POWER 0
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 583,316	
<b>10</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
<b>11</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 1.8%	
<b>12</b>	TYPE OF REPORTING PERSON PN	

<b>1</b>	NAME OF REPORTING PERSON Yucaipa Corporate Initiatives Fund II, LLC	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
<b>3</b>	SEC USE ONLY	
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	<b>5</b>	SOLE VOTING POWER 3,794,980
	<b>6</b>	SHARED VOTING POWER
	<b>7</b>	SOLE DISPOSITIVE POWER 3,794,980
	<b>8</b>	SHARED DISPOSITIVE POWER
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,794,980	
<b>10</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
<b>11</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 11.9%	
<b>12</b>	TYPE OF REPORTING PERSON OO	

<b>1</b>	NAME OF REPORTING PERSON RYCI II, LLC	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
<b>3</b>	SEC USE ONLY	
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	<b>5</b>	SOLE VOTING POWER 3,794,980
	<b>6</b>	SHARED VOTING POWER
	<b>7</b>	SOLE DISPOSITIVE POWER 3,794,980
	<b>8</b>	SHARED DISPOSITIVE POWER
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,794,980	
<b>10</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
<b>11</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 11.9%	
<b>12</b>	TYPE OF REPORTING PERSON OO	

<b>1</b>	NAME OF REPORTING PERSON Ronald W. Burkle	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
<b>3</b>	SEC USE ONLY	
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION United States Citizen	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	<b>5</b>	SOLE VOTING POWER 3,794,980
	<b>6</b>	SHARED VOTING POWER
	<b>7</b>	SOLE DISPOSITIVE POWER 3,794,980
	<b>8</b>	SHARED DISPOSITIVE POWER
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,794,980	
<b>10</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
<b>11</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 11.9%	
<b>12</b>	TYPE OF REPORTING PERSON IN	

**Item 1(a). NAME OF ISSUER:**

The name of the issuer is Amalgamated Bank, a New York non-member commercial bank and a chartered trust company (the "Bank").

**Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:**

The Bank's principal executive offices are located at 275 Seventh Avenue, New York, NY 10001.

**Item 2(a). NAME OF PERSON FILING:**

This statement is being filed jointly by (i) Ronald W. Burkle, an individual, (ii) Yucaipa Corporate Initiatives Fund II, L.P., a Delaware limited partnership ("YCI II"), (iii) Yucaipa Corporate Initiatives (Parallel) Fund II, L.P., a Delaware limited partnership ("YCI II Parallel"), (iv) Yucaipa Corporate Initiatives Fund II, LLC, a Delaware limited liability company ("YCI II LLC"), and (v) RYCI II, LLC, a Delaware limited liability company ("RYCI II LLC", and, together with Mr. Burkle, YCI II, YCI II Parallel and YCI II LLC, the "Reporting Persons"). YCI II LLC is the general partner of YCI II and YCI II Parallel. RYCI II LLC is the managing member of YCI II LLC. Mr. Burkle is the sole member of RYCI II LLC. Each of Mr. Burkle, RYCI II LLC and YCI II LLC, by virtue of their direct or indirect control of YCI II and YCI II Parallel, may be deemed to beneficially own some or all of the securities reported as being held by YCI II and YCI II Parallel. This filing shall not be deemed to be an admission that any Reporting Person is the beneficial owner of any of the reported securities for purposes of Section 13 of the Act or for any other purpose.

**Item 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:**

The address of the principal business and principal office of each of the Reporting Persons is c/o The Yucaipa Companies LLC, 9130 W. Sunset Boulevard, Los Angeles, California 90069.

**Item 2(c). CITIZENSHIP:**

Each of RYCI II LLC, YCI II LLC, YCI II and YCI II Parallel is organized under the laws of the State of Delaware.  
Mr. Burkle is a citizen of the United States.

**Item 2(d). TITLE OF CLASS OF SECURITIES:**

Class A Common Stock, par value \$0.01 per share (the "Class A Common Stock").

**Item 2(e). CUSIP NUMBER:**

022663108

**Item 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13d-1(b) OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:**

Not applicable.

**Item 4. OWNERSHIP**

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

The percentages used herein are calculated based upon 31,771,585 shares of Class A Common Stock outstanding as of November 9, 2018, as reported in the Company's Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2018 filed with the Federal Deposit Insurance Corporation on November 9, 2018.

**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.**

Not applicable.

**Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.**

See Exhibit 99.1

**Item 9. NOTICE OF DISSOLUTION OF GROUP.**

Not applicable.

**Item 10. CERTIFICATION.**

Not applicable.

**Materials to be Filed as Exhibits**

Exhibit 99.1: Joint Filing Agreement, dated as of February 14, 2019, by and among Ronald W. Burkle, RYCI II LLC, YCI II LLC, YCI II and YCI II Parallel.



**SIGNATURES**

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

DATE: February 14, 2019

**RONALD W. BURKLE**

By: /s/ Ronald W. Burkle

**RYCI II, LLC**

By: /s/ Robert P. Bermingham

Name: Ronald W. Burkle

Its: Managing Member

**YUCAIPA CORPORATE INITIATIVES FUND II, LLC**

By: /s/ Robert P. Bermingham

Name: Robert P. Bermingham

Its: Vice President and Secretary

**YUCAIPA CORPORATE INITIATIVES FUND II, L.P.**

By: Yucaipa Corporate Initiatives Fund II, LLC

Its: General Partner

By: /s/ Robert P. Bermingham

Name: Robert P. Bermingham

Its: Vice President and Secretary

**YUCAIPA CORPORATE INITIATIVES FUND  
(PARALLEL) II, L.P.**

By: Yucaipa Corporate Initiatives Fund II, LLC

Its: General Partner

By: /s/ Robert P. Bermingham

Name: Robert P. Bermingham

Its: Vice President and Secretary

**EXHIBIT I****JOINT FILING AGREEMENT**

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 filing agreements. 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 or it contained herein and therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that it knows or has reason to believe that such information is inaccurate.

DATED as of February 14, 2019

**RONALD W. BURKLE**

By: /s/ Ronald W. Burkle

**RYCI II, LLC**

By: /s/ Robert P. Bermingham

Name: Ronald W. Burkle

Its: Managing Member

**YUCAIPA CORPORATE INITIATIVES FUND II, LLC**

By: /s/ Robert P. Bermingham

Name: Robert P. Bermingham

Its: Vice President and Secretary

**YUCAIPA CORPORATE INITIATIVES FUND II, L.P.**

By: Yucaipa Corporate Initiatives Fund II, LLC

Its: General Partner

By: /s/ Robert P. Bermingham

Name: Robert P. Bermingham

Its: Vice President and Secretary

**YUCAIPA CORPORATE INITIATIVES FUND  
(PARALLEL) II, L.P.**

By: Yucaipa Corporate Initiatives Fund II, LLC

Its: General Partner

By: /s/ Robert P. Bermingham

Name: Robert P. Bermingham

Its: Vice President and Secretary