

HC2 HOLDINGS, INC.  
Form SC 13G  
July 19, 2017

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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13G\*  
Under the Securities Exchange Act of 1934

INFORMATION TO BE INCLUDED  
IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b), (c), AND  
(d) AND AMENDMENTS THERETO  
FILED PURSUANT TO RULE 13d-2

HC2 Holdings, Inc.  
(Name of Issuer)

Common Stock, par value \$0.001 per share  
(Title of Class of Securities)

404139107  
(CUSIP Number)

July 12, 2017  
(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)

\*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).

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CUSIP No. 404139107 13G Page 2 of 11 Pages

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  
Mittleman Brothers, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)  
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
New York

5 SOLE VOTING POWER  
0

6 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
SHARED VOTING POWER  
2,176,232\*\*\*

7 SOLE DISPOSITIVE POWER  
0

8 SHARED DISPOSITIVE POWER  
2,176,232\*\*\*

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,713,517

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  
\*\*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
4.0%\*

12

TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)

HC

\* Based upon 42,959,329 shares of common stock outstanding as of June 14, 2017, as disclosed in that certain 13D Amendment No. 21 filed with the Securities and Exchange Commission by Philip A. Falcone on June 20, 2017 and confirmed to the Filer by the Issuer on July 5, 2017.

\*\* The amount set forth in Row 9 excludes 2,000 shares owned by Christopher P. Mittleman and 460,715 shares owned by Philip C. Mittleman for which Mittleman Brothers, LLC disclaims beneficial ownership, that, if reported therein, would result in an aggregate amount beneficially owned of 2,176,232 shares and 5.1% of the aggregate number of shares of common stock outstanding.

\*\*\* The amounts set forth in Rows 6 and 8 include 2,000 shares owned by Christopher P. Mittleman and 460,715 shares owned by Philip C. Mittleman, in respect of which Mittleman Brothers, LLC otherwise disclaims beneficial ownership, but in respect of which Mittleman Brothers, LLC may otherwise be deemed to share voting power and dispositive power.

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1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
	Master Control LLC
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP <sup>(a)</sup> <span style="float: right;">(b)</span>
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware
	SOLE VOTING POWER <sup>5</sup> 0
6	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
	SHARED VOTING POWER <sup>6</sup> 2,176,232***
	SOLE DISPOSITIVE POWER <sup>7</sup> 0
	SHARED DISPOSITIVE POWER <sup>8</sup> 2,176,232***
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  1,713,517
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)
	**
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.0%\*

TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)

12

HC

\* Based upon 42,959,329 shares of common stock outstanding as of June 14, 2017, as disclosed in that certain 13D Amendment No. 21 filed with the Securities and Exchange Commission by Philip A. Falcone on June 20, 2017 and confirmed to the Filer by the Issuer on July 5, 2017.

\*\* The amount set forth in Row 9 excludes 2,000 shares owned by Christopher P. Mittleman and 460,715 shares owned by Philip C. Mittleman for which Master Control LLC disclaims beneficial ownership, that, if reported therein, would result in an aggregate amount beneficially owned of 2,176,232 shares and 5.1% of the aggregate number of shares of common stock outstanding.

\*\*\* The amounts set forth in Rows 6 and 8 include 2,000 shares owned by Christopher P. Mittleman and 460,715 shares owned by Philip C. Mittleman, in respect of which Master Control LLC otherwise disclaims beneficial ownership, but in respect of which Master Control LLC may otherwise be deemed to share voting power and dispositive power.

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1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  
Mittleman Investment Management, LLC  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)  
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
New York

5 SOLE VOTING POWER  
0  
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
6 SHARED VOTING POWER  
2,176,232\*\*\*  
7 SOLE DISPOSITIVE POWER  
0  
8 SHARED DISPOSITIVE POWER  
2,176,232\*\*\*

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,713,517

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  
\*\*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
4.0%\*

12

TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)

HC

\* Based upon 42,959,329 shares of common stock outstanding as of June 14, 2017, as disclosed in that certain 13D Amendment No. 21 filed with the Securities and Exchange Commission by Philip A. Falcone on June 20, 2017 and confirmed to the Filer by the Issuer on July 5, 2017.

\*\* The amount set forth in Row 9 excludes 2,000 shares owned by Christopher P. Mittleman and 460,715 shares owned by Philip C. Mittleman for which Mittleman Investment Management, LLC disclaims beneficial ownership, that, if reported therein, would result in an aggregate amount beneficially owned of 2,176,232 shares and 5.1% of the aggregate number of shares of common stock outstanding.

\*\*\* The amounts set forth in Rows 6 and 8 include 2,000 shares owned by Christopher P. Mittleman and 460,715 shares owned by Philip C. Mittleman, in respect of which Mittleman Investment Management, LLC otherwise disclaims beneficial ownership, but in respect of which Mittleman Investment Management, LLC may otherwise be deemed to share voting power and dispositive power.

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1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  
Christopher P. Mittleman

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)  
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
New York, USA

5 SOLE VOTING POWER  
2,000

6 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
SHARED VOTING POWER  
2,176,232\*\*

7 SOLE DISPOSITIVE POWER  
2,000

8 SHARED DISPOSITIVE POWER  
2,176,232\*\*

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,715,517

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  
\*\*\*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
4.0%\*

TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)

12

IN

\* Based upon 42,959,329 shares of common stock outstanding as of June 14, 2017, as disclosed in that certain 13D Amendment No. 21 filed with the Securities and Exchange Commission by Philip A. Falcone on June 20, 2017 and confirmed to the Filer by the Issuer on July 5, 2017.

\*\* The amounts set forth in Rows 6 and 8 include 460,715 shares owned by Philip C. Mittleman in respect of which Christopher P. Mittleman otherwise disclaims beneficial ownership, but in respect of which Christopher P. Mittleman may otherwise be deemed to share voting power and dispositive power. The amounts set forth in Rows 6 and 8 also include 3,700 shares beneficially owned by Christopher P. Mittleman in accounts managed by Mittleman Investment Management, LLC.

\*\*\* The amount set forth in Row 9 excludes 460,715 shares owned by Philip C. Mittleman for which Christopher P. Mittleman disclaims beneficial ownership, that, if reported therein, would result in an aggregate amount beneficially owned of 2,176,232 shares and 5.1% of the aggregate number of shares of common stock outstanding.

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1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  
David J. Mittleman

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)  
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
Colorado, USA

5 SOLE VOTING POWER  
0

6 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
SHARED VOTING POWER  
2,176,232\*\*\*

7 SOLE DISPOSITIVE POWER  
0

8 SHARED DISPOSITIVE POWER  
2,176,232\*\*\*

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,713,517

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  
\*\*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
4.0%\*

12

TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)

IN

\* Based upon 42,959,329 shares of common stock outstanding as of June 14, 2017, as disclosed in that certain 13D Amendment No. 21 filed with the Securities and Exchange Commission by Philip A. Falcone on June 20, 2017 and confirmed to the Filer by the Issuer on July 5, 2017.

\*\* The amount set forth in Row 9 excludes 2,000 shares owned by Christopher P. Mittleman, 460,715 shares owned by Philip C. Mittleman for which David J. Mittleman disclaims beneficial ownership, that, if reported therein, would result in an aggregate amount beneficially owned of 2,176,232 shares and 5.1% of the aggregate number of shares of common stock outstanding.

\*\*\* The amounts set forth in Rows 6 and 8 include 2,000 shares owned by Christopher P. Mittleman, and 460,715 shares owned by Philip C. Mittleman in respect of which David J. Mittleman otherwise disclaims beneficial ownership, but in respect of which David J. Mittleman may otherwise be deemed to share voting power and dispositive power.

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1 NAMES OF REPORTING  
~~PERSONS IDENTIFICATION~~  
~~POS. OF ABOVE~~  
PERSONS (ENTITIES  
2 ~~ONE~~ THE (a)  
APPROPRIATE BOX IF A(b)  
MEMBER OF A GROUP

3 CITIZENSHIP OR PLACE  
~~SEC USE ONLY~~  
4 OF ORGANIZATION

New York, USA

NUMBER OF  
SHARES  
BENEFICIALLY SOLE VOTING POWER  
OWNED BY 5  
EACH  
REPORTING  
PERSON WITH

460,715

6