

WMIH CORP.
Form SC 13G/A
October 13, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1 - Exit Filing)*

WMIH CORP.
(Name of Issuer)

Common Stock, par value \$0.00001 per share
(Title of Class of Securities)

92936P100
(CUSIP Number)

October 5, 2016
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule 13G 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).

CUSIP NO. 92936P100

(1) Names of Reporting
Persons. I.R.S. Identification Nos.
of Above Persons (entities only):
Appaloosa LP

(2) Check the
Appropriate Box if a
Member of a Group (a) ☐
(See Instructions) (b) ☐

(3) SEC Use Only

(4) Citizenship or Place of
Organization: Delaware

(5) Sole
Voting 0
Number of
Shares Beneficially
Owned By Each
Reporting Person
With Power:
(6) Shared
Voting 7,600,000
Power:
(7) Sole
Dispositive 0
Power:
(8) Shared
Dispositive 7,600,000
Power:

(9) Aggregate
Amount
Beneficially 7,600,000
Owned by Each
Reporting Person:

(10) Check if the Aggregate
Amount in Row (9) Excludes
Certain Shares (See Instructions):
N/A

(11) Percent of
Class Represented 3.7%*
by Amount in
Row (9):

(12) Type of Reporting Person
(See Instructions): PN

* Based on 206,380,800 shares outstanding as of August 1, 2016 as set forth in the Issuer's Quarterly Report on Form 10-Q (File No. 001-14667) filed with the Securities and Exchange Commission on August 5, 2016.

CUSIP NO. 92936P100

(1) Names of Reporting
Persons. I.R.S. Identification Nos.
of Above Persons (entities only):

Appaloosa Investment Limited
Partnership I

(2) Check the
Appropriate Box if a (a) ☐
Member of a Group
(See Instructions)

(b) ☐

(3) SEC Use Only

(4) Citizenship or Place of
Organization: Delaware

(5) Sole
Voting 0
Number of
Shares Beneficially
Owned (6) Shared
Voting 3,800,000
Power:
(7) Sole
By Dispositive 0
Each Power:
Reporting (8) Shared
Person Dispositive 3,800,000
With Power:

(9) Aggregate
Amount
Beneficially 3,800,000
Owned by Each
Reporting Person:

(10) Check if the Aggregate
Amount in Row (9) Excludes
Certain Shares (See Instructions):
N/A

(11) Percent of
Class Represented 1.8%*
by Amount in
Row (9):

(12) Type of Reporting Person
(See Instructions): PN

* Based on 206,380,800 shares outstanding as of August 1, 2016 as set forth in the Issuer's Quarterly Report on Form 10-Q (File No. 001-14667) filed with the Securities and Exchange Commission on August 5, 2016.

CUSIP NO. 92936P100

(1) Names of Reporting
Persons. I.R.S. Identification
Nos. of Above Persons (entities
only):

Palomino Master Ltd.

(2) Check the
Appropriate Box if a
Member of a Group (a) ☐
(See Instructions)

(b) ☐

(3) SEC Use Only

(4) Citizenship or Place of
Organization: British Virgin
Islands

(5) Sole
Voting Number 0
Power:
of (6) Shared
Shares Voting 3,800,000
Beneficially
Owned Power:
By (7) Sole
Dispositive 0
Each Power:
Reporting (8) Shared
Person Dispositive 3,800,000
With Power:

(9) Aggregate
Amount
Beneficially 3,800,000
Owned by Each
Reporting
Person:

(10) Check if the Aggregate
Amount in Row (9) Excludes
Certain Shares (See Instructions):
N/A

(11) Percent of
Class
Represented by 1.8%*
Amount in Row

(9):
(12) Type of Reporting Person
(See Instructions): CO

* Based on 206,380,800 shares outstanding as of August 1, 2016 as set forth in the Issuer's Quarterly Report on Form 10-Q (File No. 001-14667) filed with the Securities and Exchange Commission on August 5, 2016.

CUSIP NO. 92936P100

(1) Names of Reporting
Persons. I.R.S. Identification Nos.
of Above Persons (entities only):
Appaloosa Management L.P.

(2) Check the
Appropriate Box if a
Member of a Group (a) ☐
(See Instructions)

(b) ☐

(3) SEC Use Only

(4) Citizenship or Place of
Organization: Delaware

(5) Sole
Voting Power: 0
Number of
Shares Beneficially
Owned By Each
Reporting Person
With (6) Shared
Voting Power: 3,800,000
(7) Sole
Dispositive Power: 0
(8) Shared
Dispositive Power: 3,800,000

(9) Aggregate
Amount
Beneficially Owned by Each
Reporting Person: 3,800,000

(10) Check if the Aggregate
Amount in Row (9) Excludes
Certain Shares (See Instructions):
N/A

(11) Percent of
Class Represented by Amount in
Row (9): 1.8%*

(12) Type of Reporting Person
(See Instructions): PN

* Based on 206,380,800 shares outstanding as of August 1, 2016 as set forth in the Issuer's Quarterly Report on Form 10-Q (File No. 001-14667) filed with the Securities and Exchange Commission on August 5, 2016.

CUSIP NO. 92936P100

(1) Names of Reporting
Persons. I.R.S. Identification Nos.
of Above Persons (entities only):

Appaloosa Partners Inc.

(2) Check the
Appropriate Box if a
Member of a Group (a) ☐
(See Instructions)

(b) ☐

(3) SEC Use Only

(4) Citizenship or Place of
Organization: Delaware

(5) Sole
Voting Power: 0
Number of
Shares Beneficially
Owned By Each
Reporting Person
With (6) Shared
Voting Power: 3,800,000
(7) Sole
Dispositive Power: 0
(8) Shared
Dispositive Power: 3,800,000

(9) Aggregate
Amount
Beneficially Owned by Each
Reporting Person:

(10) Check if the Aggregate
Amount in Row (9) Excludes
Certain Shares (See Instructions):
N/A

(11) Percent of
Class Represented by Amount in
Row (9): 1.8%*

(12) Type of Reporting Person
(See Instructions): CO

* Based on 206,380,800 shares outstanding as of August 1, 2016 as set forth in the Issuer's Quarterly Report on Form 10-Q (File No. 001-14667) filed with the Securities and Exchange Commission on August 5, 2016.

CUSIP NO. 92936P100

(1) Names of Reporting
Persons. I.R.S. Identification
Nos. of Above Persons (entities
only):

David A. Tepper

(2) Check the
Appropriate Box if a
Member of a Group (a) ☐
(See Instructions)

(b) ☐

(3) SEC Use Only

(4) Citizenship or Place of
Organization: United States

(5) Sole
Voting Number 0
Power:
of

(6) Shared
Shares Voting 7,600,000
Beneficially
Owned Power:

(7) Sole
By Dispositive 0
Each Power:

(8) Shared
Reporting Dispositive 7,600,000
Person Power:
With

(9) Aggregate

Amount

Beneficially 7,600,000
Owned by Each

Reporting

Person:

(10) Check if the Aggregate
Amount in Row (9) Excludes
Certain Shares (See Instructions):

N/A

(11) Percent of

Class

Represented by 3.7%*

Amount in Row

(9):

(12) Type of Reporting Person

(See Instructions): IN

* Based on 206,380,800 shares outstanding as of August 1, 2016 as set forth in the Issuer's Quarterly Report on Form 10-Q (File No. 001-14667) filed with the Securities and Exchange Commission on August 5, 2016.

EXPLANATORY NOTE

The Reporting Persons have determined to voluntarily file this exit Amendment at this time prior to the required deadline after the end of the calendar year.

This Amendment No. 1 (this “Amendment”) amends the statement on Schedule 13G filed by the Reporting Persons on February 12, 2016 with respect to Common Stock of WMIH Corp. This Amendment amends and restates Items 4 and 5 in their entirety as set forth below.

Item 4. Ownership.

- (a) See Item 9 of the cover pages to this Schedule 13G.
- (b) See Item 11 of the cover pages to this Schedule 13G.
- (c) See Items 5 through 8 of the cover pages to this Schedule 13G.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following: [x].

SIGNATURES

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.

**APPALOOSA
INVESTMENT LIMITED
PARTNERSHIP I**

By: APPALOOSA LP,

Dated: October 13, 2016 Its Investment Adviser

By: APPALOOSA
CAPITAL INC.,

Its General Partner

By:/s/ David A. Tepper
Name: David A. Tepper
Title: President

**PALOMINO MASTER
LTD.**

By: APPALOOSA LP.,

Its Investment Adviser

By: APPALOOSA
CAPITAL INC.,

Its General Partner

By:/s/ David A. Tepper

Name: David A. Tepper
Title: President

**APPALOOSA
MANAGEMENT L.P.**

By: APPALOOSA
PARTNERS INC.,

Its General Partner

By:/s/ David A. Tepper
Name: David A. Tepper
Title: President

[Signature Pages to Schedule 13G Amendment No. 1]

**APPALOOSA
PARTNERS INC.**

By/s/ David A. Tepper
Name: David A. Tepper
Title: President

APPALOOSA LP

By: APPALOOSA
CAPITAL INC.,

Its General Partner

By/s/ David A. Tepper
Name: David A. Tepper
Title: President

/s/ David A. Tepper
David A. Tepper

**Attention: Intentional misstatements or omissions of fact constitute
Federal criminal violations (See 18 U.S.C. 1001).**

[Signature Pages to Schedule 13G Amendment No. 1]