

TOWN SPORTS INTERNATIONAL HOLDINGS INC

Form 8-K

October 25, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the

Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 25, 2018

Town Sports International Holdings, Inc.

(Exact Name of Registrant as Specified in its Charter)

Delaware 001-36803 20-0640002  
(State or other Jurisdiction (Commission (I.R.S. Employer  
of Incorporation) File Number) Identification No.)

1001

US

North

Highway

133477

Suite

201,

Jupiter,

Florida

(Address

of

Principal Executive

Offices)

399

Executive

Boulevard,

10523

Elmsford,

New

York

(Mailing

Zip Code)

address)

Registrant's telephone number, including area code: (212) 246-6700

(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

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Item 2.02 Results of Operations and Financial Condition

On October 25, 2018, Town Sports International Holdings, Inc. (the “Company”) issued a press release announcing its results for the third quarter of 2018. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The information in this Item 2.02 and Item 9.01 of this Current Report on Form 8-K, including the attached Exhibit 99.1, shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934 (“the Exchange Act”) or otherwise subject to the liability of that Section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as shall be set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

99.1 Press release issued by Town Sports International Holdings, Inc. on October 25, 2018 announcing earnings for the third quarter of 2018.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

TOWN SPORTS INTERNATIONAL HOLDINGS, INC.  
(Registrant)

Date: October 25, 2018 By: /s/ Carolyn Spatafora  
Carolyn Spatafora  
Chief Financial Officer

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EXHIBIT INDEX

| Exhibit No. | Description |
|-------------|-------------|
|-------------|-------------|

|                     |                                                                                                                                                |
|---------------------|------------------------------------------------------------------------------------------------------------------------------------------------|
| <u>Exhibit 99.1</u> | <u>Press release issued by Town Sports International Holdings, Inc. on October 25, 2018 announcing earnings for the third quarter of 2018.</u> |
|---------------------|------------------------------------------------------------------------------------------------------------------------------------------------|