# Edgar Filing: Rondeau Christopher - Form 4

Rondeau C Form 4 July 06, 20	-											
FOR	МЛЛ									OMB AF	PROVAL	
	UNITED	STATES		<b>RITIES</b> ashingto				ANGE C	OMMISSION	OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. STATEMENT OF CHAN Filed pursuant to Section 1 Section 17(a) of the Public U					NGES IN BENEFICIAL OWNERSHIP OF SECURITIES 16(a) of the Securities Exchange Act of 1934, Jtility Holding Company Act of 1935 or Section nvestment Company Act of 1940						Expires: January 31, 2005 Estimated average burden hours per response 0.5	
1(b).	struction					r						
(Print or Type	e Responses)											
	l Address of Reporting Christopher	g Person <u>*</u>	Symbol	er Name <b>a</b> Fitness,				ing	5. Relationship of I Issuer			
(Last)	(First)	(Middle)		of Earliest		-	- 1		(Check	all applicable	)	
									/	give title Other (specify below) ief Executive Officer		
(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) 2. Form filed by One Reporting Person Street by More than One Reporting						rson						
	N, NH 03842								Person			
(City)	(State)	(Zip)		ble I - Nor				-	uired, Disposed of,		•	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	Code (Instr. 8)	ion (1	or Dispose Instr. 3, 4	ed of ( and 5 (A) or	5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Class A				Code V	Ι	Amount	(D)	Price	(instr. 5 and 1)			
common stock	07/03/2018			C <u>(1)</u>	2	280 (1)	А	\$0	280	Ι	By Trust	
Class A common stock	07/03/2018			S <u>(1)</u>	2	280 (1)	D	\$ 45	0	I	By Trust	
Class A common stock	07/03/2018			C <u>(1)</u>	1	20 (1)	A	\$ 0	120	I	By Trust $(3)$	
Class A common	07/03/2018			S <u>(1)</u>	1	20 (1)	D	\$ 45	0	Ι	By Trust	

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stock

Class A common stock	07/05/2018	C <u>(1)</u>	13,720 (1)	А	\$ 0	13,720	Ι	By Trust (4)
Class A common stock	07/05/2018	S <u>(1)</u>	13,720 (1)	D	\$ 45.1537 (5)	0	I	By Trust
Class A common stock	07/05/2018	C <u>(1)</u>	5,880 (1)	A	\$ 0	5,880	I	By Trust
Class A common stock	07/05/2018	<b>S</b> <u>(1)</u>	5,880 (1)	D	\$ 45.1537 (5)	0	Ι	By Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pri Deriv Secui (Instr
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Holding Units and Class B common stock	<u>(1)</u> <u>(7)</u>	07/03/2018		С		280 <u>(1)</u>	<u>(7)</u>	<u>(7)</u>	Class A common stock	280 <u>(1)</u>	\$
Holding Units and Class B common stock	<u>(1)</u> (7)	07/03/2018		С		120 <u>(1)</u>	(7)	(7)	Class A common stock	120 <u>(1)</u>	\$
	(1) (7)	07/05/2018		С			(7)	(7)			\$

Holding Units and Class B common stock				13,720 (1)			Class A common stock	13,720 (1)
Holding Units and Class B common stock	<u>(1) (7)</u>	07/05/2018	С	5,880 (1)	<u>(7)</u>	(7)	Class A common stock	5,880 (1)

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
I State and a state	Director	10% Owner	Officer	Other			
Rondeau Christopher C/O PLANET FITNESS, INC. 4 LIBERTY LANE WEST HAMPTON, NH 03842			Chief Executive Officer				
Signatures							

/s/ Justin Vartanian, Attorney-in-Fact

07/05/2018

Date

## \*\*Signature of Reporting Person **Explanation of Responses:**

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- This transaction was effected pursuant to a Rule 10b5-1 trading plan. (1)
- Following the transactions described herein, The Christopher J. Rondeau Revocable Trust of 2006, u/d/t 05/15/06 holds 5,128,867 (2)Holdings Units and corresponding shares of Class B common stock.
- Following the transactions described herein, The Christopher J. Rondeau Irrevocable GST Trust of 2012, u/d/t 11/08/12 holds 1,479,043 (3) Holdings Units and corresponding shares of Class B common stock. Mr. Rondeau disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein.
- Following the transactions described herein, The Christopher J. Rondeau Revocable Trust of 2006, u/d/t 05/15/06 holds 5,115,147 (4) Holdings Units and corresponding shares of Class B common stock.

The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$45.00 to \$45.35, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the (5) Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth herein.

Following the transactions described herein, The Christopher J. Rondeau Irrevocable GST Trust of 2012, u/d/t 11/08/12 holds 1,473,163 (6) Holdings Units and corresponding shares of Class B common stock. Mr. Rondeau disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein.

(7) Pursuant to the terms of the Exchange Agreement dated as of August 5, 2015, as amended, by and among the Company, Pla-Fit Holdings, LLC and the holders from time to time of Holding Units and shares of Class B common stock, the holders thereof may exchange all or a portion of their Holding Units along with an equal number of shares of Class B common stock for shares of Class A \$

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common stock of the Company on a one-to-one basis (one Holding Unit and one share of Class B common stock together exchangeable for one share of Class A common stock). The holders thereof are not required to pay an exercise price in connection with any such exchange. The Holding Units do not expire. The Class B common stock provides the holder with one vote on all matters submitted to a vote of the Company's stockholders but does not entitle the holder to any of the economic rights associated with shares of the Company's Class A common stock.

### **Remarks:**

Justin Vartanian is signing on behalf of Mr. Rondeau pursuant to a Power of Attorney dated July 29, 2015, which was previou

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.