## Edgar Filing: Gallagher Daniel - Form 4

Gallagher Da Form 4 March 13, 20											
FORM									OMB APPROVAL		
	UNITED	STATES	ATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						OMB Number:	3235-0287	
Check thi if no long subject to	er STATEM	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF								January 31, 2005 average	
Section 16. Form 4 or			SECURITIES						burden hours per response 0		
Form 5 obligatior may conti <i>See</i> Instru 1(b).	inue. Section 17(a	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, ection 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940									
(Print or Type R	Responses)										
			2. Issuer Name <b>and</b> Ticker or Trading Symbol				5	5. Relationship of Reporting Person(s) to Issuer			
			TOWN SPORTS INTERNATIONAL HOLDINGS INC [CLUB]					(Check all applicable)			
(Last)		liddle)	3. Date of Earliest Transaction				Officer (give title Other (specify below) below) Chief Financial Officer				
5 PENN PLAZA 0			03/11/20	)13							
			endment, Date Original nth/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>				
NEW YORK	K, NY 10001							Form filed by M Person			
(City)	(State) (	(Zip)	Table	e I - Non-D	erivative S	ecurit	ies Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)		Transaction Date 2A. Deer Ionth/Day/Year) Execution any (Month/I		3. Transactic Code (Instr. 8)	Transaction(A) or Disposed of Code (D)			Securities D Beneficially ( Owned D Following (	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock, par value \$0.001	03/11/2013			А	14,000 (1)	A	\$0	71,750	D		

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

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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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Unde Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Gallagher Daniel 5 PENN PLAZA NEW YORK, NY 10001			Chief Financial Officer				
Signatures							
/s/ David Kastin, Attorney-in-Fact	C	3/13/2013					

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).
- These shares of restricted stock vest in four equal annual installments commencing on March 11, 2014, the first anniversary of the grant (1) date.

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.