**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** |  |
|  | **May 28, 2019** |  |
|  | **Date of Report (Date of earliest event reported)** |  |
|  | **Planet Fitness, Inc.** |  |
|  | **(Exact name of registrant as specified in its charter)** |  |
| **Delaware** | **001-37534** | **38-3942097** |
|  |  |  |
| **(State or other jurisdiction of incorporation)** | **(Commission File Number)** | **(I.R.S. Employer Identification No.)** |
|  | **4 Liberty Lane West** |  |
|  | **Hampton, NH 03842** |  |
|  | **(Address of principal executive offices)** |  |
|  | **(Zip Code)** |  |

Registrant’s telephone number, including area code: **(603) 750-0001**

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)) Securities registered pursuant to Section 12(b) of the Exchange act:**

|  |  |  |
| --- | --- | --- |
| **Title of each class** | **Trading Symbol(s)** | **Name of each exchange on which registered** |
|  |  |  |
| Class A common stock, $0.0001 Par Value | PLNT | New York Stock Exchange |
|  |  |  |

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

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. ☐

**Item 5.02** **Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangement of Certain Officers.**

As previously disclosed, effective May 31, 2019 (the "Resignation Date"), Roger Chacko resigned from his position as the Chief Commercial Officer of Planet Fitness, Inc. (the "Company"). Also effective as of the Resignation Date, the Company and Mr. Chacko entered into a consulting agreement (the "Consulting Agreement"), pursuant to which Mr. Chacko will provide consulting services from June 1, 2019 through June 30, 2019 in exchange for a consulting fee of $35,000 per month. Pursuant to the Consulting Agreement, the duration of the term may be extended until July 31, 2019 at the Company's option.

**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 hereunto duly authorized.

**PLANET FITNESS, INC.**

|  |  |
| --- | --- |
| By: | /s/ Dorvin Lively |
|  |  |
| Name: | Dorvin Lively |
| Title: | President and Chief Financial Officer |

Dated: May 31, 2019