**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K/A**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of**

**The Securities Exchange Act of 1934**

**August 8, 2022**

**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. ☐



**EXPLANATORY NOTE**

This Current Report on Form 8-K/A (the “Amendment”) amends the Current Report on Form 8-K previously filed by Planet Fitness, Inc. (the “Company”) on August 9, 2022 (the “Initial Form 8-K”) relating to the retirement of Dorvin Lively, the Company's President. This Amendment should be read in conjunction with the Initial Form 8‑K and the Company’s other filings with the Securities and Exchange Commission. Except as provided herein, all information in the Initial Form 8‑K remains unchanged.

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

On August 8, 2022, Dorvin Lively notified the Company of his decision to retire as the Company’s President. The effective date of Mr. Lively's retirement was October 7, 2022.



**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/ Thomas Fitzgerald |
| Name: | Thomas Fitzgerald |
| Title: | Chief Financial Officer |

Dated: October 13, 2022