

TOWN SPORTS INTERNATIONAL HOLDINGS INC

Form 8-K

September 22, 2004

**Table of Contents**

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

**FORM 8-K  
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of report: September 22, 2004 (Date of earliest event reported: September 21, 2004)

**Town Sports International, Inc.  
Town Sports International Holdings, Inc.**

(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

|   |                          |                                   |
|---|--------------------------|-----------------------------------|
| <b>Delaware</b>                                   | <b>333-409078</b>        | <b>13-2749906</b>                 |
| <b>Delaware</b>                                   | <b>333-114210</b>        | <b>20-0640002</b>                 |
| (State or other jurisdiction of<br>incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

**909 Lake Carolyn Parkway, Suite 1450  
Irving, Texas 75039**  
(Address of Principal Executive Offices, including Zip Code)

**(972) 373-8800**  
(Registrant's Telephone Number, Including Area Code)

**N/A**  
(Former Name or Former Address, if Changed Since Last Report)

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 (see General Instruction A.2. below):

- 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))
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**TABLE OF CONTENTS**

Item 1.01 Entry into a Material Definitive Agreement.

Item 9.01 Financial Statements and Exhibits.

SIGNATURES

EXHIBIT INDEX

EX-99.1: GUARANTEE

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**Table of Contents**

**Section 1 Registrant's Business and Operations**

**Item 1.01 Entry into a Material Definitive Agreement.**

On September 21, 2004, Town Sports International Holdings, Inc., executed full and unconditional guarantees with respect to the 9 5/8% Senior Notes due 2011 issued by Town Sports International, Inc.

As a result of the issuance of the guarantees Town Sports International Holdings, Inc. and Town Sports International, Inc. are permitted to omit financial statements pursuant to Rule 3-10 of Regulation S-X and are exempt from periodic reporting under the Securities Exchange of 1934, as amended, pursuant to Rule 12h-5 adopted by the Securities and Exchange Commission thereunder. Town Sports International Holdings, Inc.'s financial statements, to the extent required, will include a footnote presenting condensed consolidating financial information with respect to Town Sports International, Inc.

**Item 9.01 Financial Statements and Exhibits.**

| <b><u>Exhibit No.</u></b> | <b><u>Description</u></b>  |
|---------------------------|--|
| 99.1                      | Guarantee with respect to 9 5/8% Senior Subordinated Notes due 2011. |

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**Table of Contents**

**SIGNATURES**

According 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.

**TOWN SPORTS INTERNATIONAL, INC.**

By: /s/ Richard Pyle  
Name: Richard Pyle  
Title: Chief Financial Officer

Date: September 22, 2004

**TOWN SPORTS INTERNATIONAL  
HOLDINGS, INC.**

By: /s/ Richard Pyle  
Name: Richard Pyle  
Title: Chief Financial Officer

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**Table of Contents**

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|---------------------------|--|
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