

LIFE TIME FITNESS, INC.  
Form 4  
August 05, 2013

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 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 Responses)

1. Name and Address of Reporting Person \*  
Akradi Bahram

(Last) (First) (Middle)  
2902 CORPORATE PLACE  
(Street)  
CHANHASSEN, MN 55317  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
LIFE TIME FITNESS, INC. [LTM]

3. Date of Earliest Transaction (Month/Day/Year)  
08/01/2013

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman, President and CEO

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |
| Common Stock                    | 08/01/2013                           |  | S                              | 45,000  | D   | \$ 53.8476   | 2,410,928 D   |
|                                 |                                      |  |                                |   | (1)   |  |   |
| Common Stock                    | 08/02/2013                           |  | S                              | 10,000  | D   | \$ 53.8187   | 2,400,928 D   |
|                                 |                                      |  |                                |   | (2)   |  |   |
| Common Stock                    | 08/05/2013                           |  | S                              | 15,000  | D   | \$ 53.8241   | 2,385,928 D   |
|                                 |                                      |  |                                |   | (3)   |  |   |
| Common Stock                    |                                      |  |                                |   |   | 60,000   | I By Family   |

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

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(9-02)

**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. Transaction Code (Instr. 8) | 5. Number of Derivative 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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

## Reporting Owners

| Reporting Owner Name / Address                                | Relationships |           |                             |       |
|---|---------------|-----------|-----------------------------|-------|
|   | Director      | 10% Owner | Officer                     | Other |
| Akradi Bahram<br>2902 CORPORATE PLACE<br>CHANHASSEN, MN 55317 | X             |           | Chairman, President and CEO |       |

## Signatures

/s/ Brian S. Senger on behalf of Bahram Akradi  
 Date: 08/05/2013

\_\_Signature of Reporting Person

Date

## 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).

- (1) Reflects the weighted average price of 45,000 shares of Common Stock of Life Time Fitness, Inc. sold by the reporting person in multiple transactions on August 1, 2013 with sale prices ranging from \$53.7427 to \$53.9069 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
- (2) Reflects the weighted average price of 10,000 shares of Common Stock of Life Time Fitness, Inc. sold by the reporting person in multiple transactions on August 2, 2013 with sale prices ranging from \$53.4555 to \$54.2435 per share. The reporting person undertakes to provide

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upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.

- (3) Reflects the weighted average price of 15,000 shares of Common Stock of Life Time Fitness, Inc. sold by the reporting person in multiple transactions on August 5, 2013 with sale prices ranging from \$53.5427 to \$54.208 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.

- (4) These shares are held in a trust for the benefit of the reporting person's children. One of the reporting person's children is a co-trustee of the trust. The reporting person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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