## Edgar Filing: LANE AMY B - Form 4

LANE AMY Form 4 May 23, 2013 FORM Check thi if no long subject to Section 14 Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	3 <b>J 4</b> UNITED S s box ger 5 6. T Filed purs 18 Section 17(a	ENT OF CH uant to Sectio ) of the Public	Vashington ANGES IN SECUF n 16(a) of th	, D.C. 20 BENEFI RITIES ne Securit ding Con	549 [CIA] ies Ez ipany	<b>L OW</b> xchang Act c	COMMISSION NERSHIP OF ge Act of 1934, of 1935 or Sectic 40	OMB Number: Expires: Estimated a burden hou response	irs per	
LANE AMY B Syr			suer Name <b>and</b> ol S HOLDINC			-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) C/O GNC H SIXTH AVI	of Earliest Transaction /Day/Year) /2013				X_ Director 10% Owner Officer (give title Other (specify below) below)					
PITTSBUR	(Street) GH, PA 15222	Amendment, Da Month/Day/Yea	-	l		<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
(City)     (State)     (Zip)     Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								llv Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date any	3. , if Transact Code ear) (Instr. 8)	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or		or ))	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	
Class A Common Stock, par value \$0.001 per share	05/22/2013		A	2,081 (1)	A		4,517 <u>(2)</u>	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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying ities . 3 and 4)	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		Relationsh						
	Director	10% Owner	Officer	Other				
LANE AMY B C/O GNC HOLDINGS, INC. 300 SIXTH AVENUE PITTSBURGH, PA 15222	Х							
Signatures								
Gavin O'Connor by power of attorney		05/23/201	3					
**Signature of Reporting Person		Date						
Explanation of Responses:								

## u nespuises.

- \* 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).
- Represents a grant of restricted stock units on May 22, 2013 pursuant to the GNC Holdings, Inc. 2011 Stock and Incentive Plan (the (1) "RSUs"), each of which conveys the right to receive one share of Class A Common stock on the applicable payment date, subject to vesting. The RSUs are scheduled to vest on May 22, 2014.

(2) Includes the RSUs.

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.