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

Date of report (Date of earliest event reported): October 15, 2024

Life Time Group Holdings, Inc.
(Exact name of registrant as specified in its charter)

Delaware	001-40887	47-3481985
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

2902 Corporate Place
Chanhassen, Minnesota 55317
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (952) 947-0000

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:

☐ 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 Act:

Title of Each Class	Trading Symbol	Name of Each Exchange on Which Registered
Common stock, par value $0.01 per share	LTH	The 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 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

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 2.02. Results of Operations and Financial Condition.

On October 15, 2024, Life Time Group Holdings, Inc., a Delaware corporation (the “Company”), issued a press release announcing its preliminary estimated financial results for the third quarter ended September 30, 2024 in connection with its launch of a process to refinance its 5.750% Senior Secured Notes due 2026 and 8.000% Senior Notes due 2026. A copy of the Company’s press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference. In connection with its refinancing process, the Company is providing prospective lenders with a lender presentation, which is furnished as Exhibit 99.2 to this Current Report on Form 8-K.

The information in this Current Report on Form8-K (including Exhibits 99.1 and 99.2) shall not be deemed “filed” for any purpose, including for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise be subject to the liabilities of that Section, nor shall it be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 7.01. Regulation FD Disclosure.

The information set forth in Item 2.02 above is incorporated by reference into this Item 7.01.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Description
99.1	Press Release of Life Time Group Holdings, Inc., dated October 15, 2024.
99.2	Lender Presentation, dated October 15, 2024.
104	Cover page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

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.

Life Time Group Holdings, Inc.

Date: October 15, 2024

By: /s/ Erik Weaver
Erik Weaver
Executive Vice President & Chief Financial Officer

Exhibit 99.1

Life Time Reports Preliminary Estimated Third Quarter 2024 Financial Results; Launches Process to Refinance its Existing Notes

- ***Total revenue estimated to be $693.2 million, an increase of 18.5% over the prior year quarter***
- ***Net income estimated to be $41.4 million, an increase of 422.5% over the prior year quarter***
- ***Adjusted net income estimated to be $56.3 million, an increase of 110.9% over the prior year quarter***
- ***Adjusted EBITDA estimated to be $180.3 million, an increase of 26.1% over the prior year quarter***
- ***Reduced net debt leverage ratio to an estimated 2.4 times***
- ***Expected to deliver second consecutive quarter of positive free cash flow before sale-leaseback transactions***

CHANHASSEN, Minn. (October 15, 2024) – Life Time Group Holdings, Inc. (“Life Time,” “we,” “our,” “us,” or the “Company”) (NYSE: LTH) today announced its preliminary estimated financial results for the fiscal third quarter ended September 30, 2024 in connection with its launch of a process to refinance its 5.750% Senior Secured Notes due 2026 and 8.000% Senior Notes due 2026.

Erik Weaver, Executive Vice President and Chief Financial Officer, stated: “We are pleased to announce certain of our preliminary estimated third quarter financial results as we launch our debt refinancing. Our business continues to deliver strong revenue and adjusted EBITDA growth as we further strengthen our balance sheet. We look forward to providing our full financial results on October 24, 2024.”

Financial Summary

	Three Months Ended September 30,		
($ in millions, except memberships and per membership data)	2024	2023	Percent Change
Total revenue	$ 693.2	$ 585.2	18.5%
Center operations expenses	$ 371.1	$ 319.4	16.2%
Rent	$ 78.6	$ 69.2	13.5%
General, administrative and marketing expenses (1)	$ 57.7	$ 51.7	11.7%
Net income	$ 41.4	$ 7.9	422.5%
Adjusted net income	$ 56.3	$ 26.7	110.9%
Adjusted EBITDA	$ 180.3	$ 143.0	26.1%
Comparable center revenue (2)	12.1%	11.4%	
Center memberships, end of period	826,502	784,331	5.4%
Average center revenue per center membership	$ 815	$ 722	12.9%

(1) The three months ended September 30, 2024 and 2023 included non-cash share-based compensation expense of $10.3 million and $13.4 million, respectively.

(2) The Company includes a center, for comparable center revenue purposes, beginning on the first day of the 13th full calendar month of the center’s operation, in order to assess the center’s growth rate after one year of operation.

Cash Flow Highlights

- We estimate our net cash provided by operating activities for the three months ended September 30, 2024 will be $151.1 million, an increase of 31.8% compared to the prior year quarter.
- We estimate our free cash flow for the three months ended September 30, 2024 will be $138.3 million, including $65 million of proceeds from sale-leaseback transactions on two properties.

Liquidity and Capital Resources

- As of September 30, 2024, our total available liquidity was $529.8 million, which included availability under our $650 million revolving credit facility and cash and cash equivalents.

- Our net debt leverage ratio is estimated to have improved to 2.4x as of September 30, 2024, from 3.7x as of September 30, 2023.

# # #

About Life Time

Life Time (NYSE: LTH) empowers people to live healthy, happy lives through its portfolio of more than 175 athletic country clubs across the United States and Canada. The health and wellness pioneer also delivers a range of healthy way of life programs and information via its complimentary Life Time Digital app. The Company's healthy living, healthy aging, healthy entertainment communities and ecosystem serve people 90 days to 90+ years old and is supported by a team of more than 41,000 dedicated professionals. In addition to delivering the best programs and experiences through its clubs, Life Time owns and produces nearly 30 of the most iconic athletic events in the country.

Unaudited Preliminary Estimated Results for the Three Months Ended September 30, 2024

The Company's unaudited preliminary estimated financial results are based on information available to us as of the date of this press release. The amounts set forth herein are subject to revision based upon the completion of our quarter-end financial closing process, a final review by our management, audit committee and independent registered public accounting firm ("Deloitte") and the preparation of full financial statements and related notes. The unaudited preliminary estimated financial information included in this press release has been prepared by, and is the responsibility of, our management. Deloitte has not audited, reviewed, compiled or applied agreed-upon procedures with respect to the preliminary financial information. Accordingly, Deloitte does not express an opinion or any other form of assurance with respect thereto.

The processes we have used to produce the unaudited preliminary estimated financial information required a greater degree of estimation and assumptions than required during a typical quarter-end closing process. During our completion of our closing process, we may identify additional items that require material adjustments to the unaudited preliminary estimated financial information presented in this press release. The unaudited preliminary estimated financial information should not be considered a substitute for the financial statements for the three months ended September 30, 2024 prepared in accordance with U.S. generally accepted accounting principles ("GAAP") once they become available. Therefore, investors should not place undue reliance on the unaudited preliminary estimated financial information presented in this press release.

The preliminary estimated financial results presented in this press release do not purport to indicate our final results of operations for the three months ended September 30, 2024, nor are they necessarily indicative of any future period or any full fiscal year and should be read together with our audited consolidated financial statements and related notes, our unaudited condensed consolidated financial statements and related notes and our other financial information reported in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023 and Quarterly Reports on Form10-Q for the quarterly periods ended March 31, 2024 and June 30, 2024. We undertake no obligation to update or revise these preliminary estimated amounts as a result of new information or otherwise.

Use of Non-GAAP Financial Measures

This press release includes certain financial measures that are not presented in accordance with GAAP, including Adjusted net income, Adjusted EBITDA, free cash flow and net debt and ratios and calculations with respect thereto. These non-GAAP financial measures are not based on any comprehensive set of accounting rules or principles and should be considered in addition to, and not as a substitute for or superior to, net income, net cash provided by operating activities or total debt (defined as long-term debt, net of current portion, plus current maturities of debt) as a measure of financial performance or liquidity or any other performance measure derived in accordance with GAAP, and should not be construed as an inference that the Company's future results will be unaffected by unusual or non-recurring items. In addition, these non-GAAP financial measures should be read in conjunction with the Company's financial statements prepared in accordance with GAAP. The reconciliations of the Company's non-GAAP financial measures to the corresponding GAAP measures should be carefully evaluated.

Adjusted net income is defined as net income excluding the impact of share-based compensation expense as well as (gain) loss on sale-leaseback transactions, capital transaction costs, legal settlements, asset impairment, severance and other items that are not indicative of our ongoing operations, less the tax effect of these adjustments. Adjusted EBITDA is defined as net income before interest expense, net, provision for income taxes and depreciation and amortization, excluding the impact of share-based compensation expense as well as (gain) loss on sale-leaseback transactions, capital transaction costs, legal settlements, asset impairment, severance and other items that are not indicative of the Company's ongoing operations. Free cash flow is defined as net cash provided by operating activities less capital expenditures, net of construction reimbursements, plus net proceeds from sale-leaseback transactions and land sales. Net debt is defined as long-term debt, net of current portion, plus current maturities of debt, excluding fair value adjustments, unamortized debt discounts and issuance costs, minus cash and cash equivalents. Net debt is as of the last day of the respective quarter or year. Our net debt leverage ratio is calculated as our net debt divided by our trailing twelve months of Adjusted EBITDA.

The Company presents these non-GAAP financial measures because management believes that these measures assist investors and analysts in comparing the Company's operating performance across reporting periods on a consistent basis by excluding items that management does not believe are indicative of the Company's ongoing operating performance, and management believes that free cash flow assists investors and analysts in evaluating our liquidity and cash flows, including our ability to make principal payments on our indebtedness and to fund our capital expenditures and working capital requirements. Investors are encouraged to evaluate these adjustments and the reasons the Company considers them appropriate for supplemental analysis. In evaluating the non-GAAP financial measures, investors should be aware that, in the future, the Company may incur expenses that are the same as or similar to some of the adjustments in the Company's presentation of its non-GAAP financial measures. There can be no assurance that the Company will not modify the presentation of non-GAAP financial measures in future periods, and any such modification may be material. In addition, the Company's non-GAAP financial measures may not be comparable to similarly titled measures used by other companies in the Company's industry or across different industries.

The non-GAAP financial measures have limitations as analytical tools, and investors should not consider these measures in isolation or as substitutes for analysis of the Company's results as reported under GAAP.

The following table provides a reconciliation of net income, the most directly comparable GAAP measure, to Adjusted net income:

	Three Months Ended September 30,	
($ in thousands)	**2024**	**2023**
Net income	$ 41,355	$ 7,915
Share-based compensation expense (a)	11,752	14,858
Loss on sale-leaseback transactions (b)	4,902	12,672
Legal settlements (c)	1,250	—
Asset impairments (d)	—	5,340
Other (e)	2,869	(312)
Taxes (f)	(5,850)	(13,789)
Adjusted net income	$ 56,278	$ 26,684

(a) Share-based compensation expense recognized during the three months ended September 30, 2024 was associated with stock options, restricted stock units, performance stock units, our employee stock purchase plan ("ESPP") that launched on December 1, 2022, and liability-classified awards related to our 2024 short-term incentive plan. Share-based compensation expense recognized during the three months ended September 30, 2023 was associated with stock options, restricted stock units, our ESPP and liability-classified awards related to our 2023 short-term incentive plan.

(b) We adjust for the impact of gains and losses on the sale-leaseback of our properties as they do not reflect costs associated with our ongoing operations.

(c) We adjust for the impact of unusual legal settlements. These costs arenon-recurring in nature and do not reflect costs associated with our normal ongoing operations.

(d) Represents non-cash asset impairments of our long-lived assets.

(e) Includes (i) a $3.5 million write-off of the unamortized debt discounts and issuance costs associated with the extinguishment of our existing term loan facility and construction loan for the three months ended September, 30 2024, (ii) (gain) loss on sales of land of $(0.6) million and $0.4 million for the three months ended September 30, 2024 and 2023, respectively, and (iii) a $(0.8) million gain on sales of certain other assets for the three months ended September 30, 2023.

(f) Represents the estimated tax effect of the total adjustments made to arrive at Adjusted net income using the effective income tax rates for the respective periods.

The following table provides a reconciliation of net income, the most directly comparable GAAP measure, to Adjusted EBITDA:

	Three Months Ended September 30,	
($ in thousands)	**2024**	**2023**
Net income	$ 41,355	$ 7,915
Interest expense, net of interest income	36,011	33,075
Provision for income taxes	16,213	5,815
Depreciation and amortization	69,451	63,618
Share-based compensation expense [a]	11,752	14,858
Loss on sale-leaseback transactions [b]	4,902	12,672
Legal settlements [c]	1,250	—
Asset impairments [d]	—	5,340
Other [e]	(641)	(312)
Adjusted EBITDA	$ 180,293	$ 142,981

(a) – (d) See the corresponding footnotes to the table immediately above.

(e) Includes (i) (gain) loss on sales of land of $(0.6) million and $0.4 million for the three months ended September 30, 2024 and 2023, respectively, and (ii) a $(0.8) million gain on sales of certain other assets for the three months ended September 30, 2023.

The following table provides a reconciliation from net cash provided by operating activities to free cash flow:

	Three Months Ended September 30,	
($ in thousands)	**2024**	**2023**
Net cash provided by operating activities	$ 151,146	$ 114,655
Capital expenditures, net of construction reimbursements	(87,106)	(192,889)
Proceeds from sale-leaseback transactions	65,043	43,791
Proceeds from land sales	9,249	4,169
Free cash flow	$ 138,332	$ (30,274)

Reconciliation of Net Income to Adjusted EBITDA Trailing Twelve Months
($ in thousands)
(Unaudited)

	Twelve Months Ended September 30, 2024	**Twelve Months Ended September 30, 2023**
Net income	$ 142,761	$ 66,105
Interest expense, net of interest income	145,631	125,054
Provision for income taxes	40,472	20,831
Depreciation and amortization	269,398	237,270
Share-based compensation expense	43,564	41,106
(Gain) loss on sale-leaseback transactions	(2,463)	13,966
Legal settlements	1,250	—
Asset impairments	—	5,340
Other	(3,090)	(3,523)
Adjusted EBITDA	$ 637,523	$ 506,149

Reconciliation of Net Debt and Leverage Calculation
($ in thousands)
(Unaudited)

	Twelve Months Ended September 30, 2024	Twelve Months Ended September 30, 2023
Current maturities of debt	$ 12,439	$ 64,033
Long-term debt, net of current portion	1,639,752	1,815,965
Total Debt	**$ 1,652,191**	**$ 1,879,998**
Less: Fair value adjustment	323	682
Less: Unamortized debt discounts and issuance costs	(6,462)	(16,531)
Less: Cash and cash equivalents	120,947	9,199
Net Debt	**$ 1,537,383**	**$ 1,886,648**
Trailing twelve-month Adjusted EBITDA	637,523	506,149
Net Debt Leverage Ratio	**2.4x**	**3.7x**

Forward-Looking Statements

This press release includes “forward-looking statements” within the meaning of federal securities regulations. Forward-looking statements in this press release include, but are not limited to, the Company’s plans, strategies and prospects, both business and financial, including its current expectations for the third quarter of 2024 and trailing twelve months ended September 30, 2024 financial results, its intention to refinance its existing senior secured notes and senior notes, growth, cost efficiencies and margin expansion, improvements to its balance sheet, net debt and leverage ratio, capital expenditures and free cash flow, consumer demand, industry and economic trends, taxes, and rent expense. These statements are based on the beliefs and assumptions of the Company’s management. Forward-looking statements are inherently subject to risks, uncertainties and assumptions. Generally, statements that are not historical facts, including statements concerning the Company’s possible or assumed future actions, business strategies, events or results of operations, are forward-looking statements. These statements may be preceded by, followed by or include the words “believe,” “expect,” “anticipate,” “intend,” “plan,” “estimate” or similar expressions. In addition, any statements or information that refer to expectations, beliefs, plans, projections, objectives, performance or other characterizations of future events or circumstances, including any underlying assumptions, are forward-looking.

Factors that could cause actual results to differ materially from those forward-looking statements included in this press release include, but are not limited to, risks relating to our business operations and competitive and economic environment, risks relating to our brand, risks relating to the growth of our business, risks relating to our technological operations, risks relating to our capital structure and lease obligations, risks relating to our human capital, risks relating to legal compliance and risk management and risks relating to ownership of our common stock and the other important factors discussed under the caption “Risk Factors” in the Company’s Annual Report on Form 10-K for the year ended December 31, 2023, filed with the Securities and Exchange Commission (the “SEC”) on February 28, 2024, (File No. 001-40887), as such factors may be updated from time to time in the Company’s other filings with the SEC, which are accessible on the SEC’s website at www.sec.gov. These and other important factors could cause actual results to differ materially from those indicated by the forward-looking statements made in this press release. Any forward-looking statement that the Company makes in this press release speaks only as of the date of such statement. Except as required by law, the Company does not have any obligation to update or revise, or to publicly announce any update or revision to, any of the forward-looking statements, whether as a result of new information, future events or otherwise.

Contacts:
Investors
Ken Cooper, Investor Relations // kcooper2@lt.life or 952-406-2322

Media
Jason Thunstrom, Corporate Communications // jthunstrom@lt.life or 952-229-7435

Exhibit 99.2

October 15, 2024

LIFE TIME

Lender Presentation

MIDDLETOWN

LEGAL

FORWARD-LOOKING STATEMENTS

This presentation includes “forward-looking statements” within the meaning of federal securities regulations. Forward-looking statements in this presentation include, but are not limited to, the plans, strategies and prospects, both business and financial, of Life Time Group Holdings, Inc. (the “Company”), including its financial outlook and cash flow, possible or assumed future actions, opportunities for growth and margin expansion, improvements to its balance sheet and leverage, capital expenditures, consumer demand, industry and economic trends, business strategies, events or results of operations. These statements are based on the beliefs and assumptions of the Company’s management. Forward-looking statements are inherently subject to risks, uncertainties and assumptions. Generally, statements that are not historical facts, including statements concerning the Company’s possible or assumed future actions, business strategies, events or results of operations, are forward-looking statements. These statements may be preceded by, followed by or otherwise include the words “believes,” “assumes,” “expects,” “anticipates,” “intends,” “continues,” “projects,” “predicts,” “estimates,” “plans,” “potential,” “may increase,” “may result,” “will result,” “may fluctuate,” and similar expressions or future or conditional verbs such as “will,” “should,” “would,” “foreseeable,” “may,” and “could” as well as the negative version of these words or similar terms and phrases. In addition, any statements or information that refer to expectations, beliefs, plans, projections, objectives, performance or other characterizations of future events or circumstances, including any underlying assumptions, are forward-looking.

Factors that could cause actual results to differ materially from those forward-looking statements included in this presentation include, but are not limited to, risks relating to the Company’s business operations and competitive and economic environment, risks relating to its brand, risks relating to the growth of its business, risks relating to its technological operations, risks relating to its capital structure and lease obligations, risks relating to its human capital, risks relating to legal compliance and risk management, and risks relating to ownership of the Company’s common stock and the other important factors discussed under the caption “Risk Factors” in the Company’s Annual Report on Form 10-K for the year ended December 31, 2023, filed with the Securities and Exchange Commission (the “SEC”) on February 28, 2024 (File No. 001-40887), as such factors may be updated from time to time in the Company’s other filings with the SEC, which are accessible on the SEC’s website at www.sec.gov.

These and other important factors could cause actual results to differ materially from those indicated by the forward-looking statements made in this presentation. Any forward-looking statement that the Company makes in this presentation speaks only as of the date of such statement. Except as required by law, the Company does not have any obligation to update or revise, or to publicly announce any update or revision to, any of the forward-looking statements, whether as a result of new information, future events or otherwise.

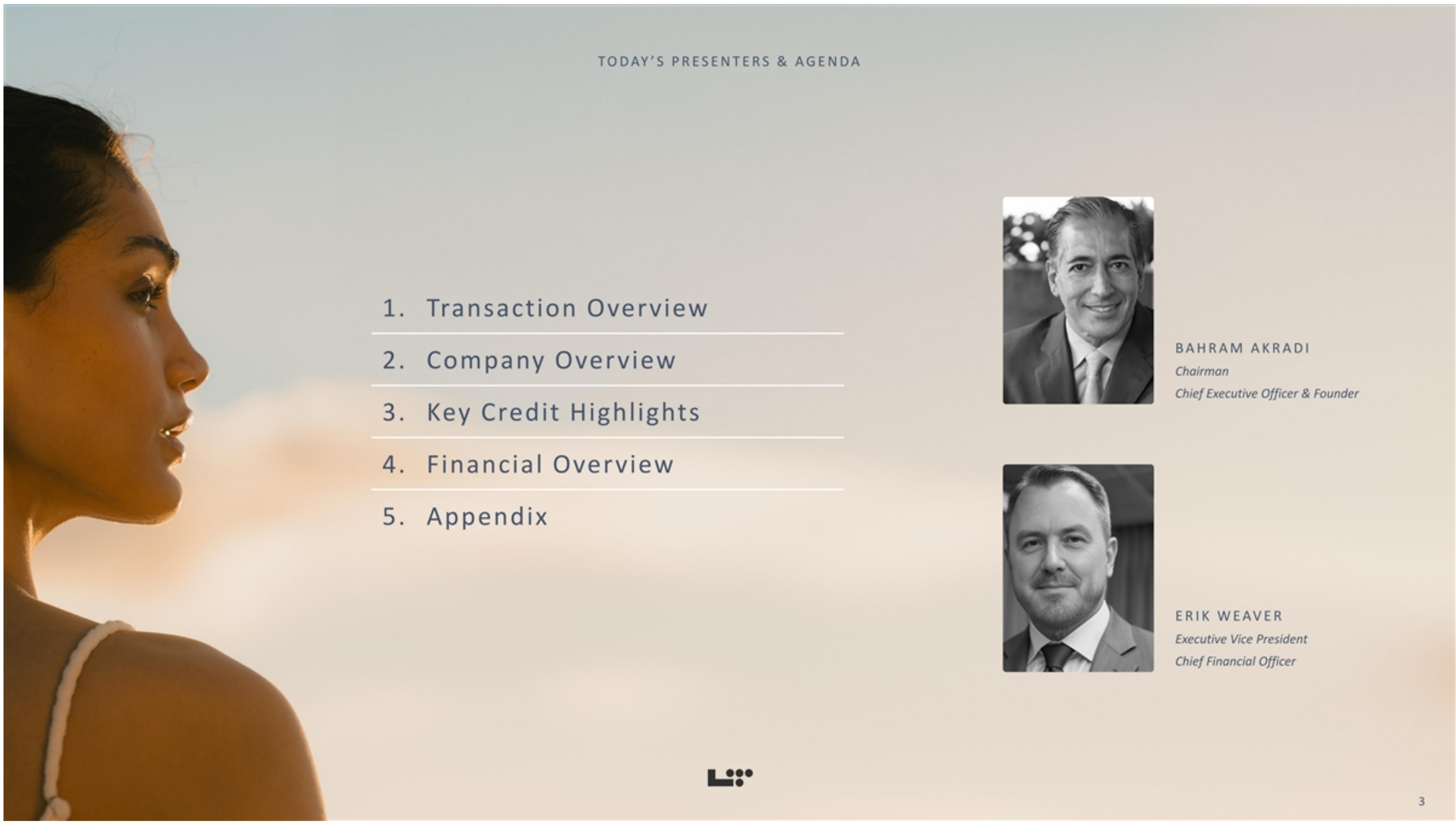
This presentation includes certain preliminary results for the three months ended September 30, 2024. These results are based on the information currently available to the Company as of the date of this presentation. The Company's actual financial results for the fiscal three months ended September 30, 2024 are not yet available, and its closing procedures for this period are not yet completed. The Company's actual results may vary from the estimated preliminary results and other data presented in this presentation. The preliminary financial results included in this presentation have been prepared by, and are the responsibility of, the Company's management. Deloitte & Touche LLP has not audited, reviewed, compiled, or applied agreed-upon procedures with respect to the preliminary financial results. Accordingly, Deloitte & Touche LLP does not express an opinion or any other form of assurance with respect thereto.

NON-GAAP FINANCIAL INFORMATION

This presentation includes Adjusted EBITDA, Net Debt and Free Cash Flow and calculations in connection therewith, which are not presented in accordance with the generally accepted accounting principles in the United States (“GAAP”). These non-GAAP financial measures are not based on any comprehensive set of accounting rules or principles and should not be considered as alternatives to net income (loss), total debt or any other performance measures derived in accordance with GAAP or as an alternative to net cash provided by operating activities as a measure of liquidity and may not be comparable to other similarly titled measures of other businesses. These non-GAAP financial measures have limitations as an analytical tool, and should not be construed as an inference that the Company’s future results will be unaffected by unusual or non-recurring items. In addition, these non-GAAP financial measures should be read in conjunction with the Company’s financial statements prepared in accordance with GAAP. A reconciliation of each non-GAAP measure to the corresponding GAAP measure is contained in the Appendix to this presentation.

This presentation also presents non-GAAP financial information as of and for the trailing twelve months (“TTM”) ended June 30, 2024, which has been calculated by adding the unaudited statement of operations data for the six months ended June 30, 2024 to the audited statement of operations data for the year ended December 31, 2023 and then subtracting the unaudited statement of operations data for the six months ended June 30, 2023.

This presentation shall not constitute a notice of redemption for the Existing Senior Secured Notes or the Existing Senior Unsecured Notes.



TODAY'S PRESENTERS & AGENDA

1. Transaction Overview
2. Company Overview
3. Key Credit Highlights
4. Financial Overview
5. Appendix

BAHRAM AKRADI
Chairman
Chief Executive Officer & Founder

ERIK WEAVER
Executive Vice President
Chief Financial Officer

Transaction Overview

Executive Summary

Life Time, Inc. (“Life Time” or the “Company”), the “Healthy Way of Life Company,” has established itself as a premium lifestyle and leisure brand offering premium health, fitness and wellness experiences to a community of more than 1.5 million individual members

For the trailing twelve months (“TTM”) ended June 30, 2024, Life Time generated $2.4 billion in Revenue and $600 million in Adjusted EBITDA(1)

The Company has positioned itself for long-term success by achieving critical financial objectives:

- Consistent financial performance including double-digit Revenue and Adjusted EBITDA growth
- Achieving positive free cash flow in the second quarter, before sale-leaseback proceeds
- Strengthening the balance sheet by reducing net debt leverage(1) to under 3.0 times, with continued deleveraging to under 2.5 times expected by the end of Q3

Life Time is seeking to issue a new 7-year $1 billion term loan B (“TLB”) and $400 million of other secured debt to refinance Life Time’s existing senior secured notes due 2026 and senior unsecured notes due 2026 (the “Transaction”)

- The Company is requesting lender commitments by Tuesday, October 22nd, 2024, 12:00pm ET

Notes:

1. Adjusted EBITDA and Net Debt Leverage are non-GAAP measures. Please see the Appendix for reconciliations to the nearest GAAP measures.

Sources, Uses and Pro Forma Capitalization

($ in millions)

SOURCES OF FUNDS	
New Term Loan B	$1,000
New Other Secured Debt	400
Cash from the Balance Sheet	19
Total Sources	**$1,419**

USES OF FUNDS	
Refinance Existing Senior Secured Notes	$925
Refinance Existing Senior Unsecured Notes	475
Estimated Fees, Expenses and OID	19
Total Uses	**$1,419**

PRO FORMA CAPITALIZATION

	Pro Forma[1] 6/30/2024	xTTM EBITDA[4]	*Adjustments*	Pro Forma 6/30/2024	xTTM EBITDA[4]
Cash	$44		*(19)*	$24	
Revolver ($650mm)	$200			$200	
New Term Loan B	--		*1,000*	*1,000*	
New Other Secured Debt	--		*400*	*400*	
5.750% Senior Secured Notes due 2026	925		*(925)*	--	
Mortgages & Other	51			51	
Total Secured Debt	**$1,176**	**2.0x**		**$1,651**	**2.8x**
Net Secured Debt[2]	**$1,133**	**1.9x**		**$1,627**	**2.7x**
8.000% Senior Unsecured Notes due 2026	$475		*(475)*	$--	
Total Debt	**$1,651**	**2.8x**		**$1,651**	**2.8x**
Net Debt[2]	**$1,608**	**2.7x**		**$1,627**	**2.7x**
Equity Market Capitalization[3]	$5,190			$5,190	
Total Capitalization	**$6,842**	**11.4x**		**$6,842**	**11.4x**
TTM 6/30/24 Adjusted EBITDA[4]	$600			$600	
TTM 6/30/24 Rent Expense	$288			$288	

Notes: Debt excludes fair value adjustments and unamortized debt issuance costs

1. Pro forma for $200mm paydown of the existing Term Loan B and $28mm repayment of the Company's construction loan on September 20, 2024 via RCF draw on September 20, 2024, and $64.8mm sale-leaseback proceeds received on September 27, 2024.
2. Net Secured Debt and Net Debt calculated as Total Secured Debt less Cash and Net Debt less Cash, respectively.
3. Market capitalization as of market close on October 11, 2024.
4. Adjusted EBITDA is a non-GAAP measure. TTM Adjusted EBITDA is for trailing twelve months ended June 30, 2024. Please refer to the Appendix for a reconciliation to the nearest GAAP measure.

Summary of Indicative Terms – New Term Loan B

<table>
<tr><td>Borrower:</td><td>Life Time, Inc. (the “Borrower”)</td></tr>
<tr><td>Guarantors:</td><td>The Senior Secured Credit Facility shall be unconditionally guaranteed on a senior secured basis by the Borrower’s immediate parent and each of its direct and indirect wholly owned domestic restricted (material) subsidiaries subject to customary exceptions (same as existing) (collectively, the "Guarantors")</td></tr>
<tr><td>Security:</td><td>The Senior Secured Credit Facility shall be secured by a priority interest in all tangible and intangible assets (including capital stock of subsidiaries) of the Borrower and Guarantors subject to customary exceptions (same as existing)</td></tr>
<tr><td>Facility:</td><td><table>
<tr><th>Tranche</th><th>Amount</th><th>Coupon</th><th>SOFR floor</th><th>Tenor</th><th>OID</th><th>Amortization</th></tr>
<tr><td>Term Loan B</td><td>$1 billion</td><td>S+TBD bps[1]</td><td>TBD</td><td>7 years</td><td>TBD</td><td>1.0% p.a.</td></tr>
</table></td></tr>
<tr><td>Accordion:</td><td>– Free-&-clear: Greater of $600 million and TTM Run-Rate Adjusted EBITDA[2], plus
– 3.25x First Lien Net Debt Leverage Ratio if pari passu;
– 3.75x Total Net Debt Leverage Ratio if junior secured;
– 4.50x Total Net Debt Leverage Ratio or 2.0x FCCR if unsecured
– MFN 50 bps for 12 months, with customary carve outs</td></tr>
<tr><td>Mandatory prepayment:</td><td>– 50% of annual excess cash flow with step downs to 25% and 0% at First Lien Net Debt Leverage Ratio levels ≤ 2.75x & ≤ 2.25x
– 100% of net proceeds from issuances of non-permitted debt
– 100% of net proceeds from asset sales with step downs to 50% and 0% at First Lien Net Debt Leverage Ratio levels ≤ 2.5x & ≤ 2.0x</td></tr>
<tr><td>Optional redemption:</td><td>101 soft call for 6 months</td></tr>
<tr><td>Financial Covenant:</td><td>None (cov-lite)</td></tr>
<tr><td>Negative Covenants:</td><td>Please reference the draft Amendment and Marketing Term Sheet to be shared separately</td></tr>
</table>

Notes:

1. Subject to one 25 bps step-down if the Company achieves Corporate ratings of Ba3 and/or BB- from at least 2 rating agencies, and/or an additional 25 bps step-down when First Lien Net Debt Leverage ≤2.25x.
2. Refers to Adjusted EBITDA increased by the sum of the New Facility EBITDA Adjustments for each New Facility, according to the Credit Agreement definitions.

Transaction Timeline

October 2024						
S	M	T	W	Th	F	Sa
		1	2	3	4	5
6	7	8	9	10	11	12
13	**14**	**15**	16	17	18	19
20	21	**22**	23	24	25	26
27	28	29	30	31		

▨ Denotes holiday 🟦 Denotes key dates

Date	Key Transaction Milestones
October 15, 2024	• Lender conference call at 3:00pm ET
October 22, 2024	• Lender Commitments due by 12:00pm ET
Thereafter	• Closing and funding

Company Overview

Life Time has a Unique Strategic Position

175
Total Clubs(1)

1.5M+ / 878k+
Individual Members / Memberships(1)

$2,408M
TTM Total Revenue

$600M
TTM Adjusted EBITDA(3)

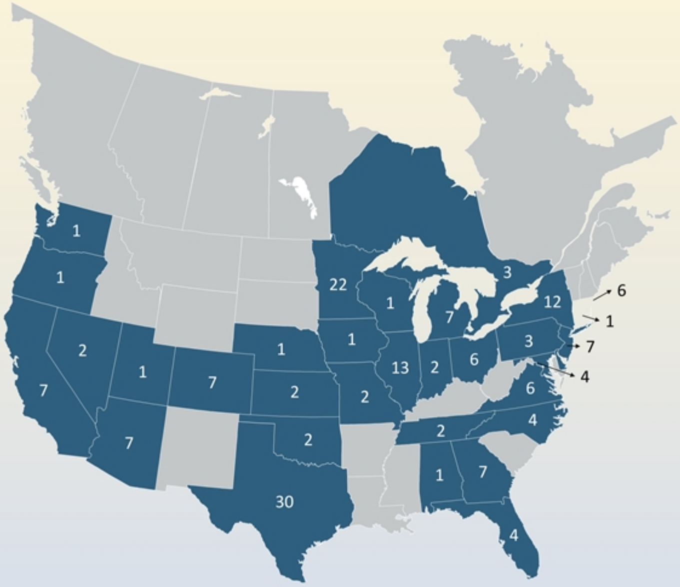
3.0x
Net Debt Leverage(1)

~25%
Adjusted EBITDA Margin(3)

20+ YEAR HISTORY OF CONSISTENTLY DELIVERING **REVENUE AND EARNINGS GROWTH**(2)

Notes: Metrics as of or for the twelve months ended June 30, 2024, unless otherwise stated.
1. As of June 30, 2024.
2. Company did not grow revenue and Adjusted EBITDA in 2020 due to COVID.
3. Adjusted EBITDA and Adjusted EBITDA margin are non-GAAP measures. Please see the appendix for a reconciliation to the nearest GAAP measures.

Diversified Portfolio in High End Markets Across North America



31 States
1 Canadian Province

Total Club Footprint: 17mm+ sq ft
Average Club Size: ~100k sq ft

Flexible Real Estate Strategy:
67% of clubs leased(1)
86% of new centers since 2015

$2.5bn gross book value
of owned club real estate(1)

PREMIUM AND HIGH-PROFILE REAL ESTATE FOOTPRINT OF 175 CLUBS (1) WITH SIGNIFICANT WHITESPACE OPPORTUNITIES

Notes:

1. As of June 30, 2024.

Large Addressable Health & Wellness Market (1)

~$5.6 Trillion Global Market
~$1.9 Trillion North American Market

FITNESS CLUBS	SPAS & PERSONALIZED MEDICINE	HEALTHY EATING AND NUTRITION	WORKPLACE WELLNESS	WELLNESS REAL ESTATE	OTHER HEALTH & WELLNESS VERTICALS (2)
~$976 Billion	~$715 Billion	~$1.1 Trillion	~$51 Billion	~$398 Billion	~$2.5 Trillion

Notes:

1. Global Wellness Institute 2023 Global Wellness Economy Monitor; data reflects 2022.
2. Other Health & Wellness Verticals include Mental Wellness, Personal Care & Beauty, Thermal/Mineral Springs, Traditional & Complementary Medicine, and Wellness Tourism.

Key Credit Highlights

Key Credit Highlights

1 Trusted, Premium Leisure Brand Offering Highly Differentiated Experiences

~123B

MEDIA IMPRESSIONS [1]

Growth across major markets and desirability of programs and community

2 Difficult to Replicate Model & Scale

$2.5B / $1.9B

GROSS / NET BOOK VALUE OF OWNED REAL ESTATE [2]

Premium owned real estate portfolio with attractive real estate coverage

3 Impressive Track Record of Financial Performance

13.5%

REVENUE CAGR

2001 –2023

4 Highly Predictable Recurring Subscription-Based Revenue Model

70%+

RECURRING SUBSCRIPTION REVENUE

as a percent of total center revenue

5 Loyal & Engaged Multi-Generational Membership Base With Attractive Demographics

135

AVERAGE ANNUAL VISITS

per center membership in 2023, as members are highly engaged and draw inspiration from the experiences and community we created

6 Flexible Asset-Light Real Estate Model With Attractive Returns on Capital & Significant Whitespace

$2.3B

NET PROCEEDS ON SALE-LEASEBACK TRANSACTIONS

associated with 64 properties, since 2015

7 Growth Opportunities: Brand Expansion & Innovation

10 - 12

TARGETED NEW LOCATIONS PER YEAR

on average, with significant ability to capitalize on health and wellness opportunities

8 Deep Leadership Bench

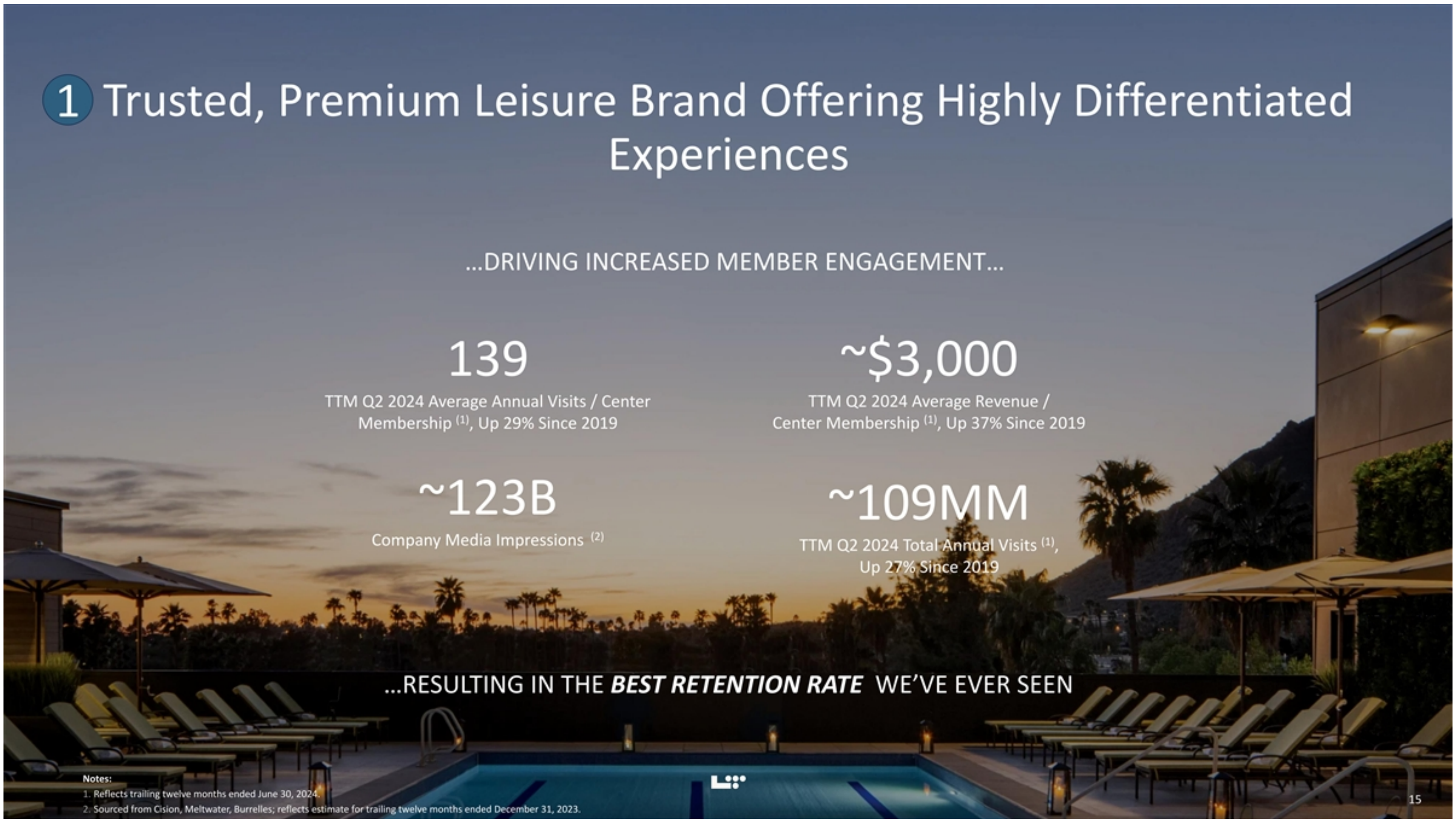
20+

YEAR TENURE

of most of our executive officers, as our deep bench began in 1992 with our visionary founder and CEO

Notes:

1. Sourced from Cision, Meltwater, Burrelles; reflects estimate fiscal year ended December 31, 2023.
2. Net estimated real property value as of June 30, 2024.



1 Trusted, Premium Leisure Brand Offering Highly Differentiated Experiences

…DRIVING INCREASED MEMBER ENGAGEMENT…

139

TTM Q2 2024 Average Annual Visits / Center Membership (1), Up 29% Since 2019

~$3,000

TTM Q2 2024 Average Revenue / Center Membership (1), Up 37% Since 2019

~123B

Company Media Impressions (2)

~109MM

TTM Q2 2024 Total Annual Visits (1), Up 27% Since 2019

…RESULTING IN THE ***BEST RETENTION RATE*** WE'VE EVER SEEN

Notes:

1. Reflects trailing twelve months ended June 30, 2024.
2. Sourced from Cision, Meltwater, Burrelles; reflects estimate for trailing twelve months ended December 31, 2023.

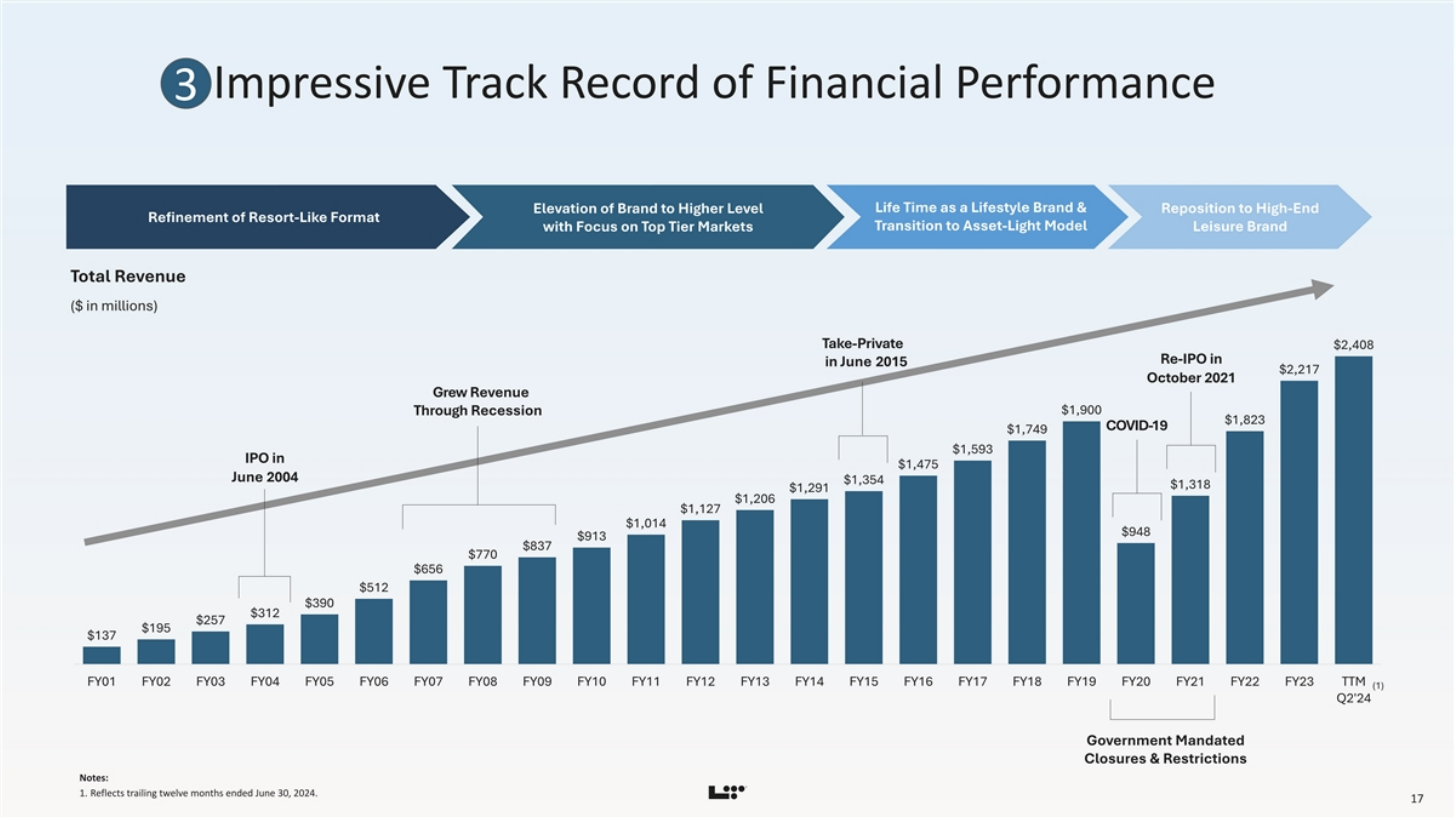
2 Difficult to Replicate Model & Scale

HIGH-PROFILE PREMIUM REAL ESTATE FOOTPRINT OF 175 CLUBS[1] WITH SIGNIFICANT PORTFOLIO OF OWNED REAL ESTATE AND ATTRACTIVE REAL ESTATE COVERAGE

$2.5B Gross Book Value[2]	**$1.9B** Net Book Value[2]
2.1x Pro Forma Real Estate Coverage[3] (Gross Book Value)	**1.6x** Pro Forma Real Estate Coverage[3] (Net Book Value)

Notes:

1. As of June 30, 2024.
2. Represents net estimated real property value as of June 30,2024.
3. Pro forma real estate coverage calculated by dividing Revolver, TLB & other secured debt outstanding by net estimated property value (on a gross book value basis and net book value basis, respectively).



3 Impressive Track Record of Financial Performance

Refinement of Resort-Like Format

Elevation of Brand to Higher Level with Focus on Top Tier Markets

Life Time as a Lifestyle Brand & Transition to Asset-Light Model

Reposition to High-End Leisure Brand

Total Revenue

($ in millions)

IPO in June 2004

Grew Revenue Through Recession

Take-Private in June 2015

COVID-19

Re-IPO in October 2021

Government Mandated Closures & Restrictions

FY01	$137
FY02	$195
FY03	$257
FY04	$312
FY05	$390
FY06	$512
FY07	$656
FY08	$770
FY09	$837
FY10	$913
FY11	$1,014
FY12	$1,127
FY13	$1,206
FY14	$1,291
FY15	$1,354
FY16	$1,475
FY17	$1,593
FY18	$1,749
FY19	$1,900
FY20	$948
FY21	$1,318
FY22	$1,823
FY23	$2,217
TTM Q2'24 (1)	$2,408

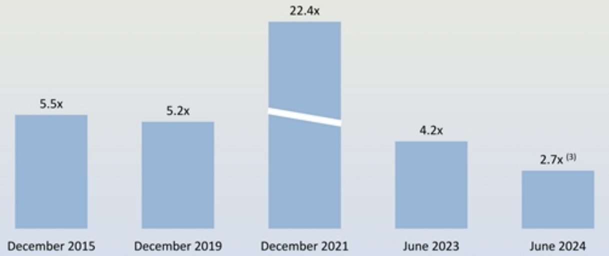
Notes:

1. Reflects trailing twelve months ended June 30, 2024.

③ Leverage Profile Over Time

- The Company has aggressively focused on strengthening its balance sheet through continued deleveraging and achieving positive free cash flow, before sale-leaseback proceeds
- Life Time leverages sale-leasebacks to accelerate growth. In Q2 2024, the Company executed sale-leaseback transactions for net proceeds of ~$143 million and closed an additional ~$65 million in Q3 2024, resulting in ~$208 million net proceeds in total
- The Company's top priorities include optimizing its balance sheet, continued deleveraging and target net debt leverage of under 2.25x, and generating positive free cash flow

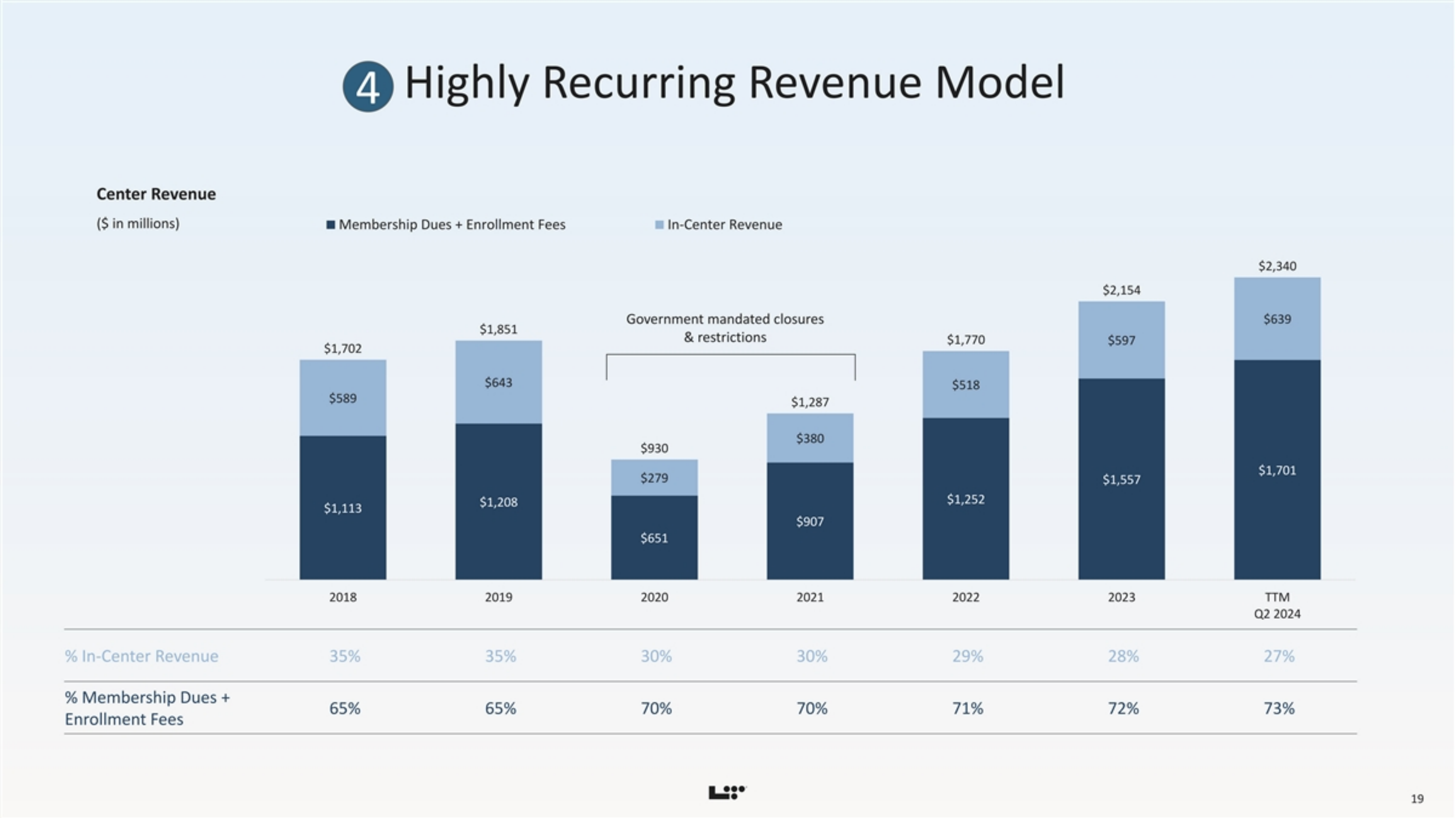
Net Debt Leverage Over Time(1)(4)



Interest Coverage Ratio Over Time(2)(4)

Notes:

1. Calculated as Net Debt / TTM Adjusted EBITDA. Net Debt defined as long-term debt, net of current portion, plus current maturities of debt, less a fair value adjustment, unamortized debt discounts and issuance costs and cash and cash equivalents.
2. TTM Adjusted EBITDA / TTM Cash Interest Expense (calculated net of capitalized interest).
3. Pro forma for $200mm paydown of the existing Term Loan B and $28mm repayment of the Company's construction loan on September 20, 2024 via RCF draw on September 20, 2024, and $64.8mm sale-leaseback proceeds received on September 27, 2024.
4. Adjusted EBITDA, Cash Interest Expense and Net Debt Leverage are non-GAAP measures. Please see the Appendix for reconciliations to the nearest GAAP measures.

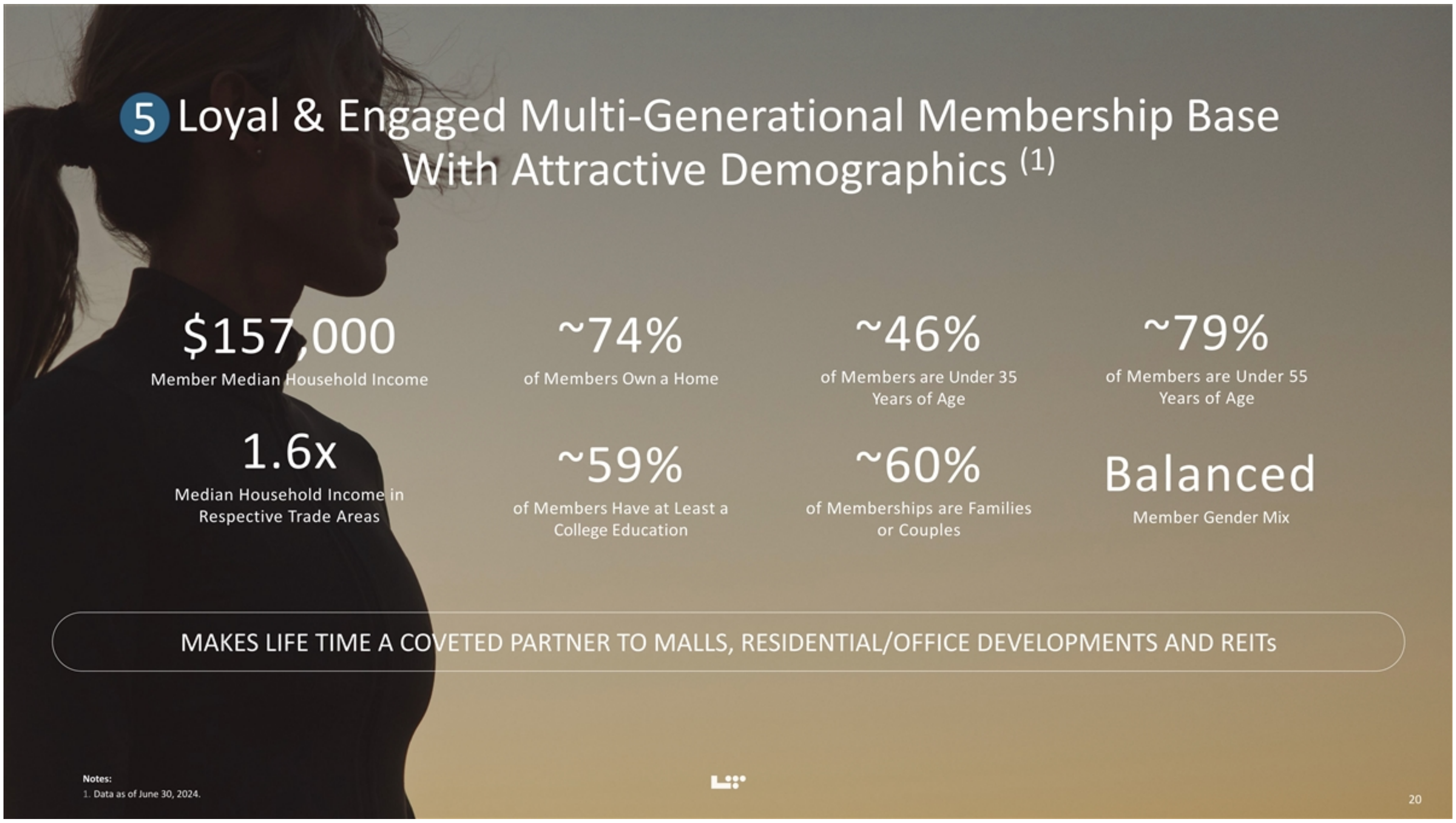


4 Highly Recurring Revenue Model

Center Revenue

($ in millions)

% In-Center Revenue	35%	35%	30%	30%	29%	28%	27%
% Membership Dues + Enrollment Fees	65%	65%	70%	70%	71%	72%	73%



5 Loyal & Engaged Multi-Generational Membership Base With Attractive Demographics (1)

$157,000
Member Median Household Income

~74%
of Members Own a Home

~46%
of Members are Under 35 Years of Age

~79%
of Members are Under 55 Years of Age

1.6x
Median Household Income in Respective Trade Areas

~59%
of Members Have at Least a College Education

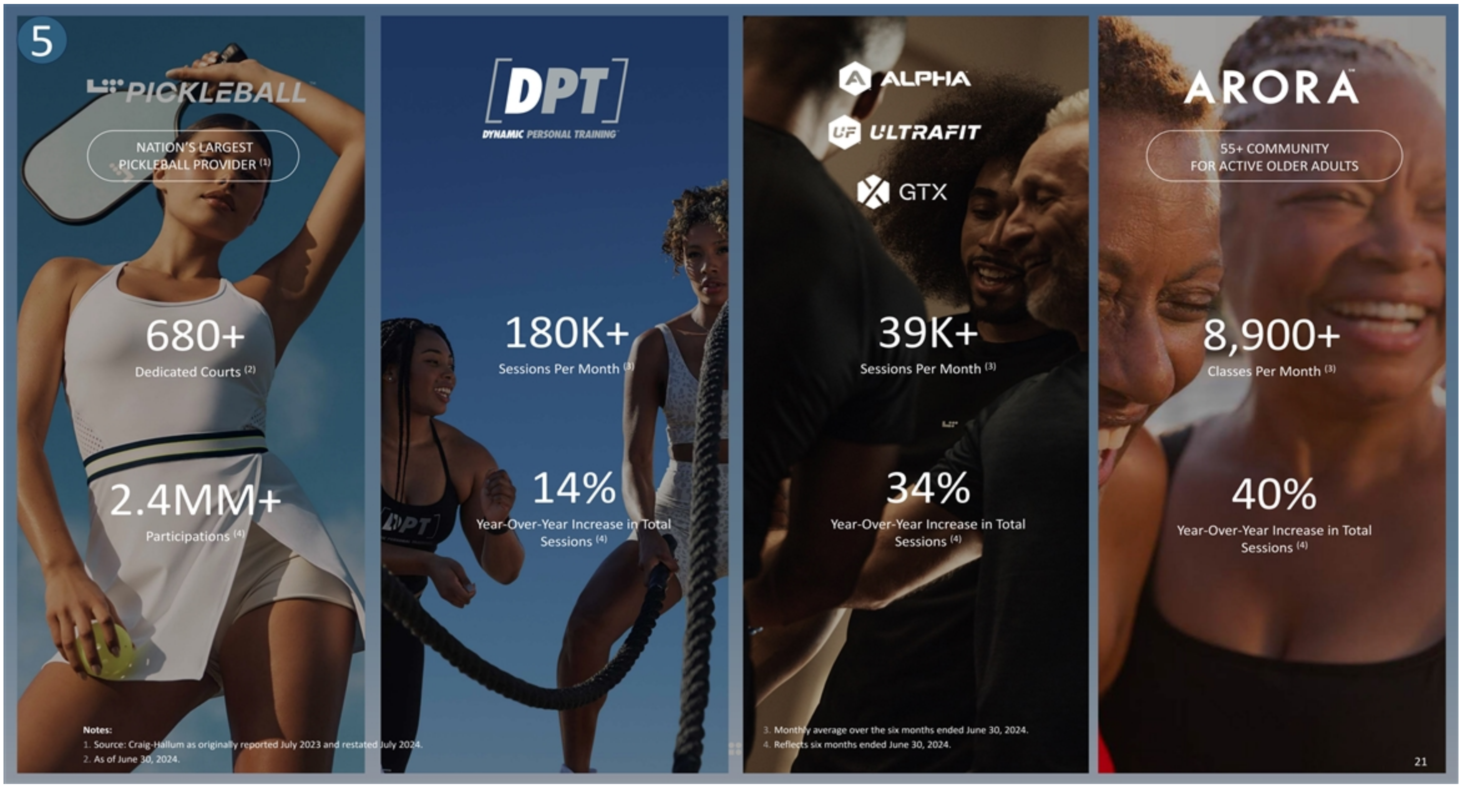
~60%
of Memberships are Families or Couples

Balanced
Member Gender Mix

MAKES LIFE TIME A COVETED PARTNER TO MALLS, RESIDENTIAL/OFFICE DEVELOPMENTS AND REITs

---

Notes:
1. Data as of June 30, 2024.



5

PICKLEBALL

NATION'S LARGEST PICKLEBALL PROVIDER (1)

680+
Dedicated Courts (2)

2.4MM+
Participations (4)

DPT

DYNAMIC PERSONAL TRAINING

180K+
Sessions Per Month (3)

14%
Year-Over-Year Increase in Total Sessions (4)

ALPHA

ULTRAFIT

GTX

39K+
Sessions Per Month (3)

34%
Year-Over-Year Increase in Total Sessions (4)

ARORA

55+ COMMUNITY FOR ACTIVE OLDER ADULTS

8,900+
Classes Per Month (3)

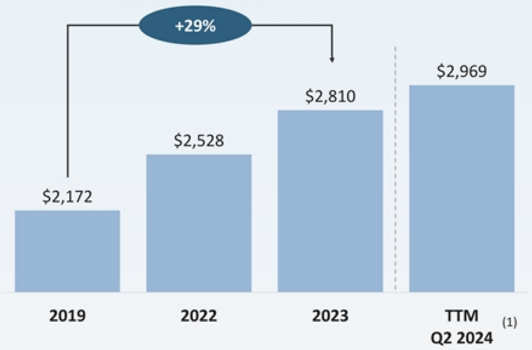
40%
Year-Over-Year Increase in Total Sessions (4)

Notes:

1. Source: Craig-Hallum as originally reported July 2023 and restated July 2024.
2. As of June 30, 2024.
3. Monthly average over the six months ended June 30, 2024.
4. Reflects six months ended June 30, 2024.

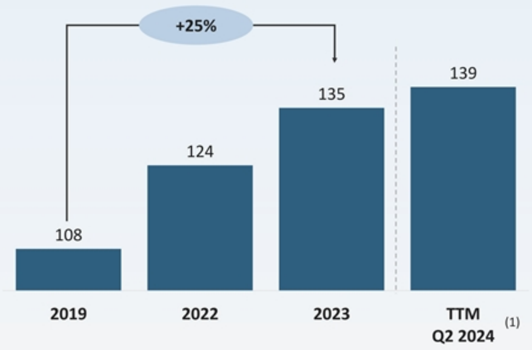
5 Highly Engaged Membership Base

REVENUE PER MEMBERSHIP
IS GROWING



Average Center Revenue Per Center Membership (2)

MEMBER ENGAGEMENT
CONTINUES TO INCREASE



Average Annual Visits Per Center Membership (3)

Notes:

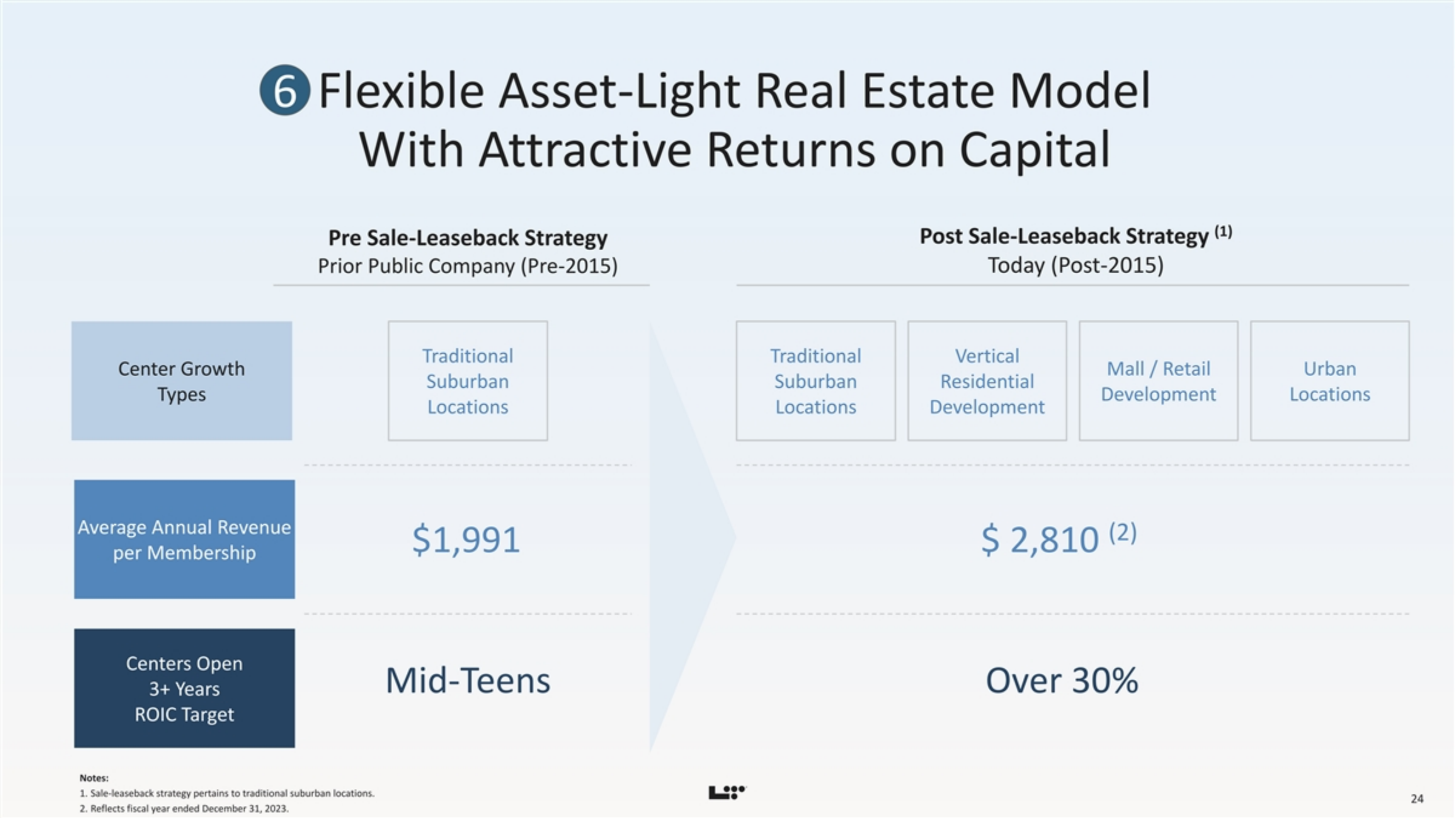
1. Reflects trailing twelve months ended June 30, 2024.
2. Average revenue per center membership is calculated as center revenue less digital on-hold revenue, divided by the average number of center memberships for the period, where the average number of center memberships for the period is an average derived from dividing the sum of the total center memberships outstanding at the beginning of the period and at the end of each month during the period by one plus the number of months in each period.
3. Average annual visits per center membership is calculated as front desk visits, divided by the average number of center memberships for the period, where the average number of center memberships for the period is an average derived from dividing the sum of the total center memberships outstanding at the beginning of the period and at the end of each month during the period by one plus the number of months in each period.

6 Significant White Space Opportunities

Creating pathways to every market with healthy ROIC

LAND & CONSTRUCTION CONTRIBUTIONS FROM:

- MALL OWNERS
- MULTI-FAMILY RESIDENTIAL DEVELOPERS
- OFFICE OWNERS/DEVELOPERS
- COMPETITOR TAKEOVERS
- GROUND-UP DEVELOPMENT



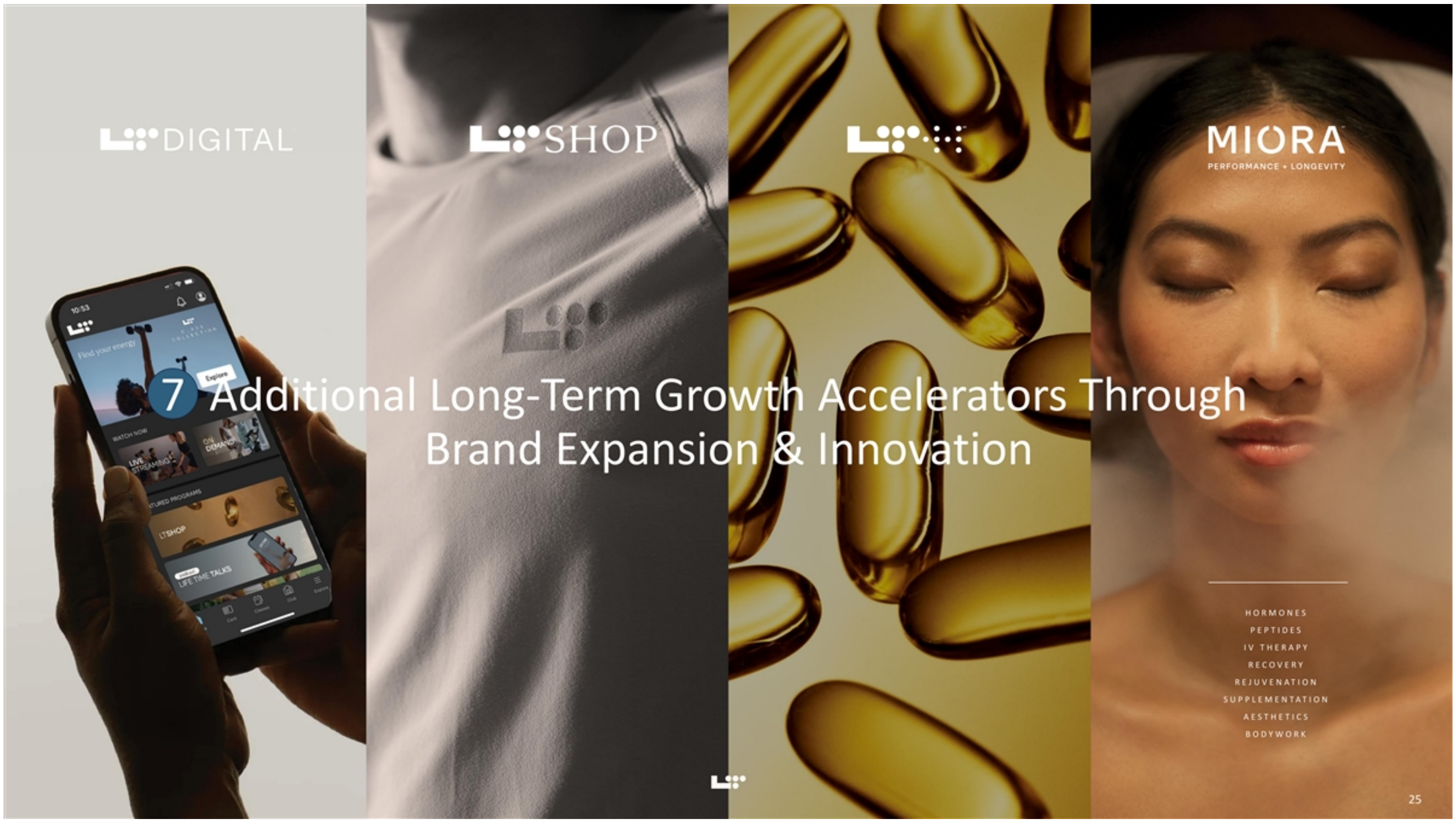
⑥ Flexible Asset-Light Real Estate Model With Attractive Returns on Capital

	Pre Sale-Leaseback Strategy Prior Public Company (Pre-2015)	Post Sale-Leaseback Strategy (1) Today (Post-2015)			
Center Growth Types	Traditional Suburban Locations	Traditional Suburban Locations	Vertical Residential Development	Mall / Retail Development	Urban Locations
Average Annual Revenue per Membership	$1,991	$ 2,810 (2)			
Centers Open 3+ Years ROIC Target	Mid-Teens	Over 30%			

Notes:

1. Sale-leaseback strategy pertains to traditional suburban locations.
2. Reflects fiscal year ended December 31, 2023.

7 Additional Long-Term Growth Accelerators Through Brand Expansion & Innovation



⑧ Talented, Proven Management Team – Founder & CEO Plus Long Tenured and Newer Executives

BAHRAM AKRADI
Founder, Chairman and Chief Executive Officer
Mr. Akradi has over 35 years experience in healthy way of life initiatives and real estate development.

ERIK WEAVER
Executive Vice President and Chief Financial Officer
Joined the Company in 2004 and held various positions including Assistant Controller; VP and Controller; SVP and Controller; and Principal Accounting Officer.

RJ SINGH
Executive Vice President and Chief Digital Officer
Joined the company in 2017. Over 25 years of comprehensive technology leadership and digital transformation experience. Prior to joining Life Time, Mr. Singh served as the VP of IT at Lifetouch.

PARHAM JAVAHERI
Executive Vice President, President Club Operations & Chief Property Development Officer
Joined the company in 2004 working on real estate acquisitions, dispositions, development, entitlements and government relations and has served as the head of Real Estate and Development department since 2014. Prior to joining Life Time, Mr. Javaheri worked as a civil engineer for a local consulting firm.

ERIC BUSS
Executive Vice President and Chief Admin Officer
Joined the company in 1999 and has served as EVP since 2005. Prior to joining Life Time, Mr. Buss was an associate at the law firm of Faegre & Benson LLP (now Faegre Drinker) and practiced as a public accountant.

⑧ Business Leaders

Fartash Akradi
SVP of Life Time Technology

Matthew Brinza
SVP, Architecture and Engineering

Keith Dieruf
SVP - Digital Marketing

Joe Gallagher
SVP, Corporate Concierge and New Club Openings

John Griffith
SVP, Real Estate and Development

Matthew Heinrichs
SVP, Technology

Bryan Janowiec
SVP, Facility Operations

Alicia Kockler
SVP, Kids & Aquatics

Aaron Koehler
SVP - Real Estate and Development

Steven Larson Jr
SVP, Club Operations

James LaValle
Chief Science Officer

Mark Laylin
SVP, National Sales

Erik Lindseth
SVP, General Counsel

Renee Main
SVP of Healthy Aging and ARORA

Lisa Pollock
SVP, Human Resources

Kimo Seymour
President, Media and Events

Jason Thunstrom
SVP, Corporate Communications

Ali Yanez
SVP, LifeSpa

Financial Overview

Preliminary Q3 2024 Financials(1)

Revenue	~$693.2M
Net income	~$41.4M
Adjusted net income(3)	~$56.3M
Adjusted EBITDA(3)	~$180.3M
Free cash flow(2)(3)	~$138.3M
Net debt leverage(3)	~2.4x

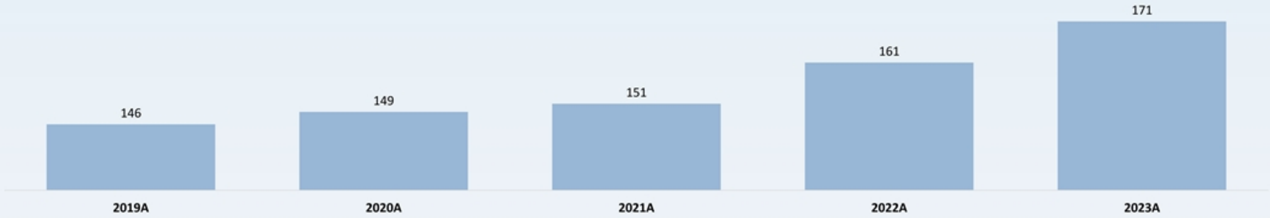
Notes:

1. These figures represent the Company's preliminary results for the three months ended September 30, 2024, which are subject to change. See "Forward-Looking Statements" on slide 2 for more information.
2. Free cash flow includes $64.8M of sale leaseback proceeds and $9M of land sale proceeds.
3. Adjusted Net Income, Adjusted EBITDA, Free Cash Flow and Net Debt Leverage are non-GAAP measures. Please see the Appendix for a reconciliation to the nearest GAAP measures.

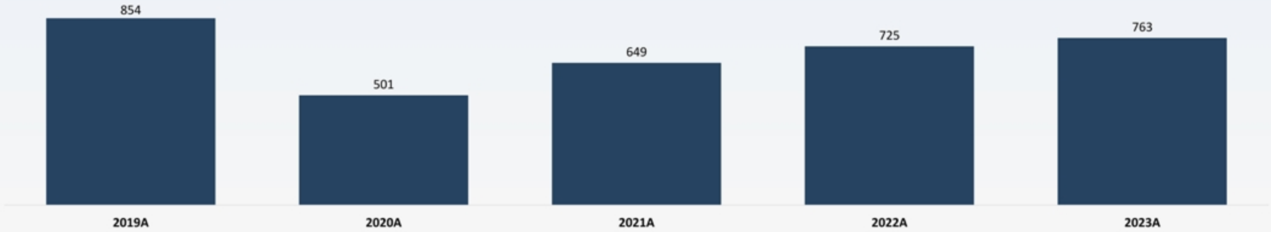
Confidential

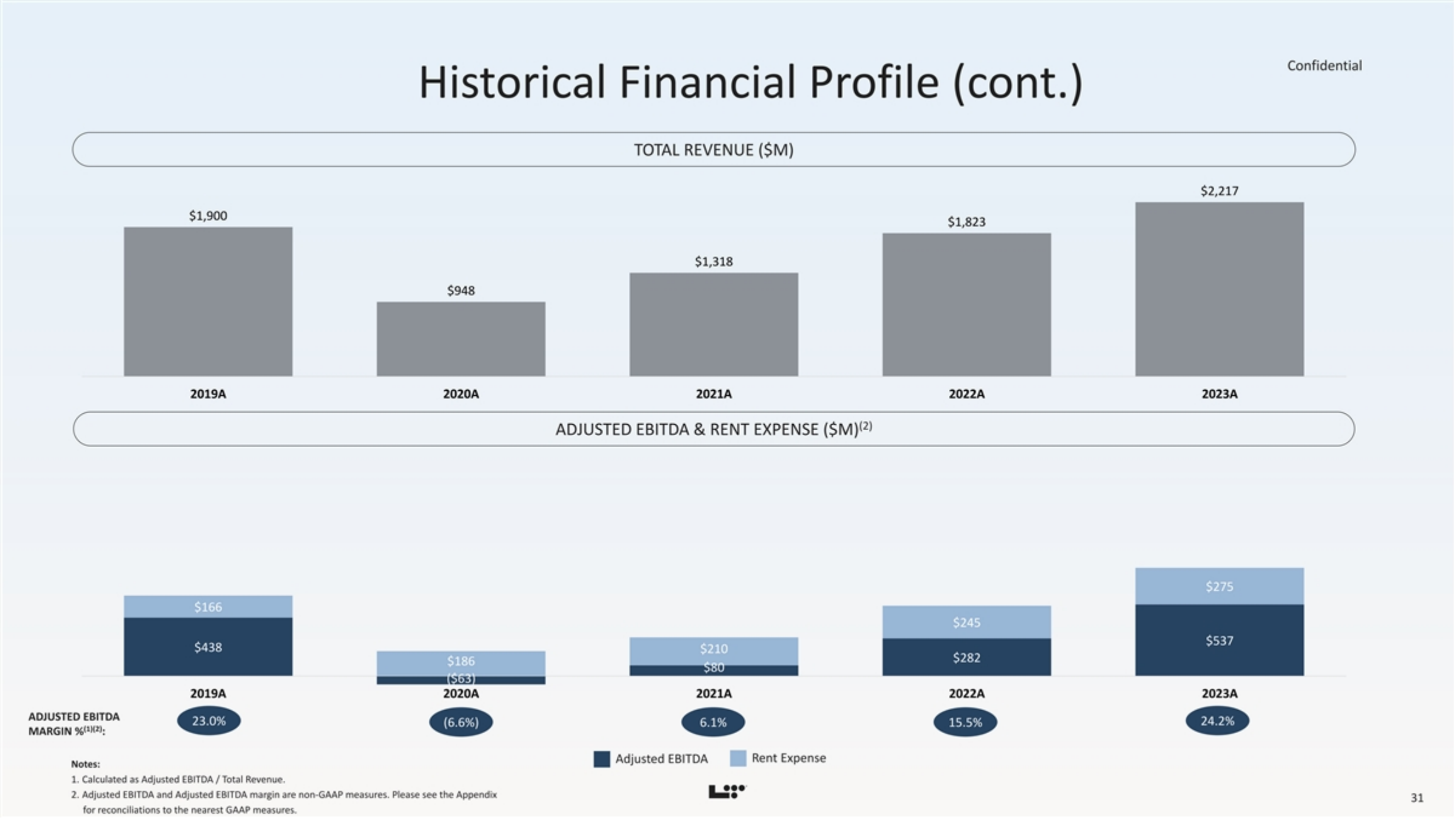
Historical Financial Profile

CENTERS



CENTER MEMBERSHIPS (000'S)





Historical Financial Profile (cont.)

Confidential

TOTAL REVENUE ($M)

2019A	2020A	2021A	2022A	2023A
$1,900	$948	$1,318	$1,823	$2,217

ADJUSTED EBITDA & RENT EXPENSE ($M)[2]

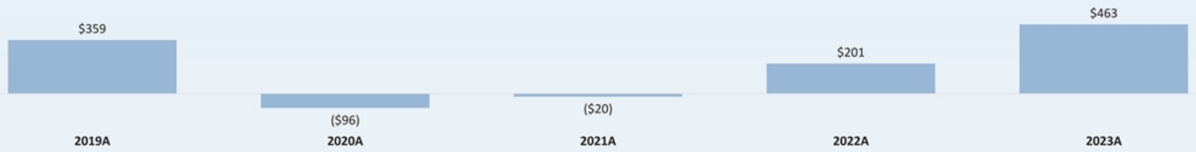
	2019A	2020A	2021A	2022A	2023A
Rent Expense	$166	$186	$210	$245	$275
Adjusted EBITDA	$438	($63)	$80	$282	$537
ADJUSTED EBITDA MARGIN %[1][2]:	23.0%	(6.6%)	6.1%	15.5%	24.2%

Notes:

1. Calculated as Adjusted EBITDA / Total Revenue.
2. Adjusted EBITDA and Adjusted EBITDA margin are non-GAAP measures. Please see the Appendix for reconciliations to the nearest GAAP measures.

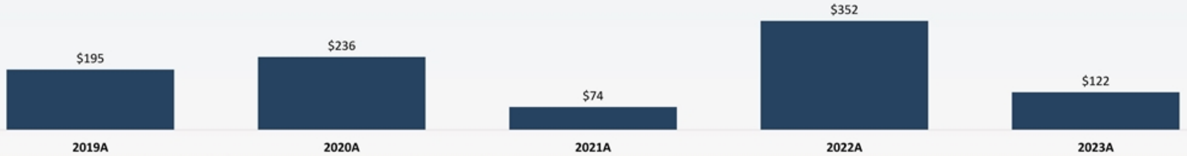
Historical Financial Profile (cont.)

CASH FLOW FROM OPERATING ACTIVITIES ($M)



FREE CASH FLOW[1] ($M)

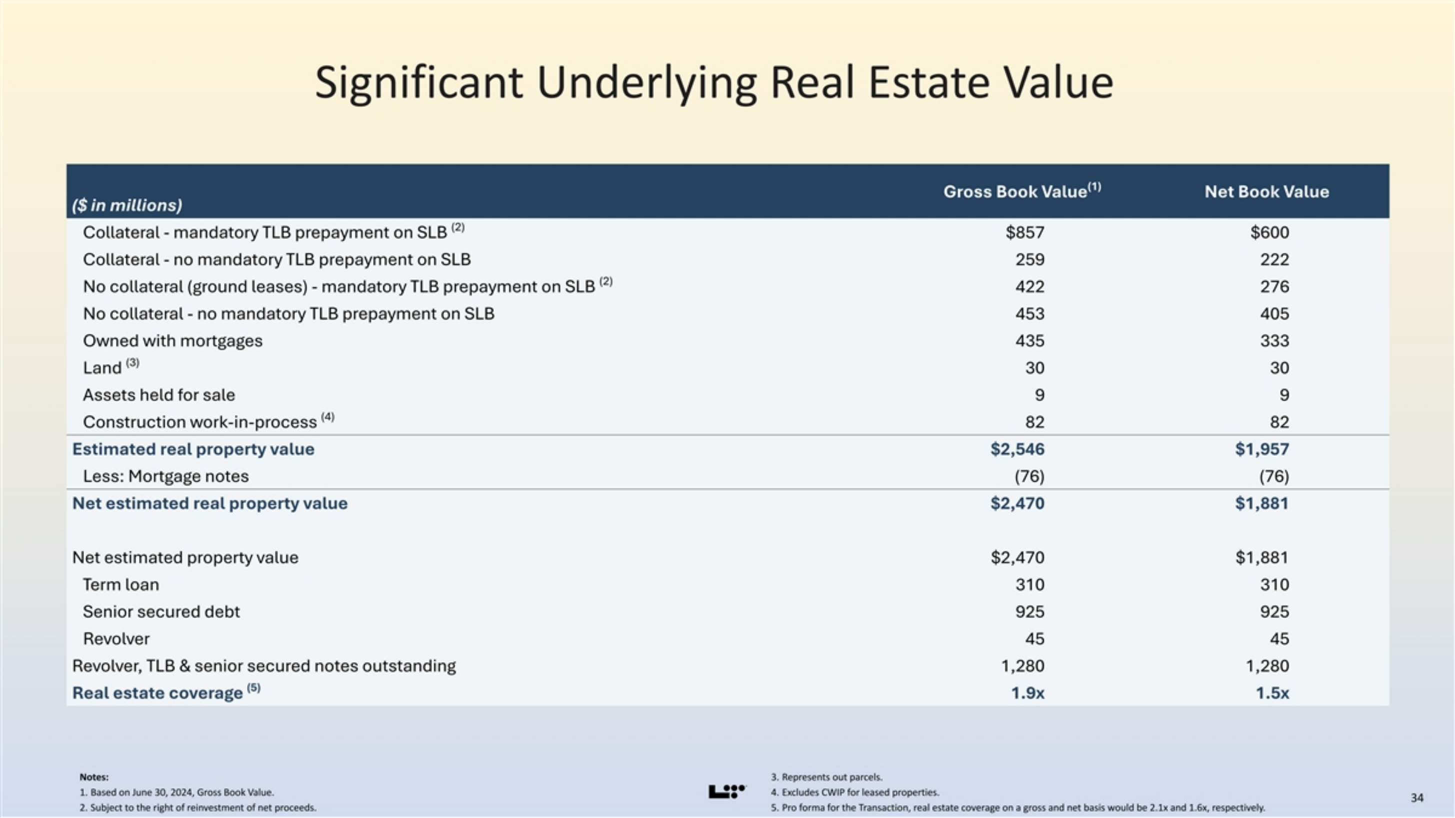
NET PROCEEDS FROM SLBS ($M)



Notes:

1. Free cash flow includes proceeds from sale leaseback and land sale transactions. Free cash flow is a non-GAAP measure. Please see the Appendix for a reconciliation to the nearest GAAP measure.

Appendix



Significant Underlying Real Estate Value

($ in millions)	Gross Book Value[1]	Net Book Value
Collateral - mandatory TLB prepayment on SLB [2]	$857	$600
Collateral - no mandatory TLB prepayment on SLB	259	222
No collateral (ground leases) - mandatory TLB prepayment on SLB [2]	422	276
No collateral - no mandatory TLB prepayment on SLB	453	405
Owned with mortgages	435	333
Land [3]	30	30
Assets held for sale	9	9
Construction work-in-process [4]	82	82
Estimated real property value	**$2,546**	**$1,957**
Less: Mortgage notes	(76)	(76)
Net estimated real property value	**$2,470**	**$1,881**
Net estimated property value	$2,470	$1,881
Term loan	310	310
Senior secured debt	925	925
Revolver	45	45
Revolver, TLB & senior secured notes outstanding	1,280	1,280
Real estate coverage [5]	**1.9x**	**1.5x**

Notes:

1. Based on June 30, 2024, Gross Book Value.
2. Subject to the right of reinvestment of net proceeds.
3. Represents out parcels.
4. Excludes CWIP for leased properties.
5. Pro forma for the Transaction, real estate coverage on a gross and net basis would be 2.1x and 1.6x, respectively.

Reconciliation of Net Income (Loss) to Adjusted EBITDA

	Fiscal Year Ended						TTM			Q3
($ in millions)	Dec-15	Dec-19	Dec-20	Dec-21	Dec-22	Dec-23	Jun-23	Jun-24	Sep-24[1]	Sep-24[1]
Net income (loss)	($43)	$30	($360)	($579)	($2)	$76	$83	$109	$143	$41
Interest expense, net of interest income	108	129	128	225	114	131	120	143	146	36
Provision for (benefit from) income taxes	(19)	10	(128)	(140)	(1)	19	18	30	40	16
Depreciation and amortization	163	220	248	235	229	244	230	264	269	69
① Share-based compensation expense	6	24	--	334	37	50	32	47	44	12
② COVID-19 related expenses (credits)	--	--	49	(2)	3	0	3	0	--	--
③ Loss (gain) on sale-leaseback transactions	--	(0)	(7)	2	(98)	14	(47)	5	(2)	5
④ Capital transaction costs	--	6	0	3	0	--	--	--	--	--
⑤ Legal (recoveries) settlements	--	8	0	(0)	--	--	--	--	1	1
⑥ Asset impairments	--	10	7	--	--	7	1	5	--	--
⑦ Transaction related expenses	112	--	--	--	--	--	--	--	--	--
⑧ Non-recurring items	38	--	--	--	--	--	--	--	--	--
⑨ Other	--	1	0	2	0	(4)	(6)	(3)	(3)	0
Adjusted EBITDA	**$365**	**$438**	**($63)**	**$80**	**$282**	**$537**	**$434**	**$600**	**$638**	**$180**
Total Revenue	**$1,354**	**$1,900**	**$948**	**$1,318**	**$1,823**	**$2,217**	**$2,042**	**$2,408**	**$2,517**	**$693**
Adjusted EBITDA Margin[2]	**27.0%**	**23.0%**	**(6.6%)**	**6.1%**	**15.5%**	**24.2%**	**21.2%**	**24.9%**	**25.3%**	**26.0%**
Rent	**$71**	**$166**	**$186**	**$210**	**$245**	**$275**	**$263**	**$288**	**$298**	**$79**

Notes:

1. These figures represent the Company's preliminary results for the three months or twelve months ended September 30, 2024, which are subject to change. See "Forward-Looking Statements" on slide 2 for more information.
2. Adjusted EBITDA Margin calculated as TTM Adjusted EBITDA divided by TTM Total Revenue.

Adjustment detail

① Share-based compensation expense is associated with stock options, restricted stock units, performance stock units, Life Time's employee stock purchase plan ("ESPP") that launched on December 1, 2022 and liability classified awards related to short-term incentive plans. A significant portion of the share-based compensation expense that the Company recognized during the fiscal year ended December 31, 2021 is associated with stock options that were granted prior to 2021.

② Represents the net incremental expenses (credits) recognized related to the COVID-19 pandemic. For FY2023, primarily consisted of legal-related costs in pursuit of the Company's claim against Zurich, partially offset by a subsidy for its Canadian operations. For FY2022, primarily consisted of site development cost write-offs and legal-related costs in pursuit of its claim against Zurich. For FY2020, primarily consisted of the recovery of certain qualifying expenses under the CARES Act, partially offset by COVID-19 legal-related costs in pursuit of its claim against Zurich.

③ Adjustment for the impact of (gains) losses on the sale-leaseback of Life Time's properties as they do not reflect costs associated with ongoing operations.

④ Represents one-time costs related to capital transactions, including debt and equity offerings that are non-recurring in nature but excluding direct costs related to the Company's IPO which were netted against the proceeds of the IPO.

⑤ Life Time adjusts for the impact of unusual legal settlements paid or recoveries received. These are non-recurring in nature and do not reflect costs associated with our normal ongoing operations.

⑥ Represents non-cash asset impairments of Life Time's long-lived and intangible assets.

⑦ Includes expenses related to the acquisition of Life Time and other non-recurring charges.

⑧ Includes expenses that are one-time and non-recurring.

⑨ Includes (i) (gain) loss on sales of land of $(4) million and $(5) million for the twelve months ended June 30, 2024 and September 30, 2024, respectively, (ii) (gain) loss on sales of the Company's triathlons and certain other assets of $(5) million, $(7) million and $1 million for the twelve months ended December 31, 2023, June 30, 2023 and September 30, 2024, respectively, and (iii) large corporate restructuring charges and executive level involuntary terminations of $1 million for each of the twelve months ended December 31, 2023, June 30, 2023, June 30, 2024 and September 30, 2024.

Reconciliation of Total Debt to Net Debt Leverage

($ in millions)	2015	2019	2021	2022	2023	Q2 2023	Q2 2024	Q3 2024(1)
Current maturities of debt	$30	$36	$23	$15	$74	$65	$13	$12
Long-term debt, net of current portion	$1,926	$2,224	$1,776	$1,806	$1,859	$1,792	$1,830	$1,640
Total Debt	**$1,956**	**$2,260**	**$1,799**	**$1,821**	**$1,933**	**$1,857**	**$1,843**	**$1,652**
Less: Fair value adjustment	$6	$3	$2	$1	$1	$1	$0	$0
Less: Unamortized debt discounts and issuance costs	($68)	($30)	($26)	($19)	($15)	($18)	($12)	($6)
Less: Cash and cash equivalents (2)	$10	$26	$26	$15	$11	$16	$35	$121
Net Debt	**$2,008**	**$2,261**	**$1,797**	**$1,824**	**$1,936**	**$1,858**	**$1,820**	**$1,537**
TTM Adjusted EBITDA	$365	$438	$80	$282	$537	$434(3)	$600(3)	$638(3)
Net Debt Leverage	**5.5x**	**5.2x**	**22.4x**	**6.5x**	**3.6x**	**4.2x**	**3.0x**	**2.4x**

Notes:

1. These figures represent the Company's preliminary results for the three months ended September 30, 2024, which are subject to change. See "Forward-Looking Statements" on slide 2 for more information.
2. Cash and cash equivalents exclude restricted cash of $22M for 2019, $6M for 2021, $10M for 2022, $19M for 2023, and $15M for Q2 2023.
3. TTM Adjusted EBITDA reflects trailing twelve months for Q2 2023, Q2 2024, and Q3 2024 respectively.

Reconciliation of Cash Flow from Operating Activities to Free Cash Flow

($ in millions)	2019	2020	2021	2022	2023	Q3 2024[1]
Net cash flow provided by operating activities	$359	($96)	($20)	$201	$463	$151
Capital expenditures, net of construction reimbursements	($624)	($266)	($329)	($591)	($698)	($87)
Proceeds from sale-leaseback transactions	$195	$236	$74	$352	$122	$65
Proceeds from land sales	$-	$23	$-	$-	$4	$9
Free Cash Flow	**($70)**	**($103)**	**($275)**	**($38)**	**($109)**	**$138**

Notes:

1. These figures represent the Company's preliminary results for the three months ended September 30, 2024, which are subject to change. See "Forward-Looking Statements" on slide 2 for more information.

Reconciliation of Interest Coverage Ratio

	Fiscal Year Ended			TTM	
($ in millions)	**Dec-15**	**Dec-19**	**Dec-21**	**Jun-23**	**Jun-24**
Interest expense, net of interest income	$108	$131	$225	$120	$144
Less: Accrued interest (non-cash)	(14)	1	(21)	(4)	(2)
Less: Debt issuance cost amortization	(13)	(11)	(27)	(7)	(7)
Less: Debt issuance cost written off associated with debt refinance	--	--	(10)	--	--
Less: Loss on extinguishment of Sponsor loan	--	--	(41)	--	--
Less: Interest accretion of finance lease liabilities	--	(0)	--	(0)	(0)
Total Cash Interest Expense	**$81**	**$121**	**$125**	**$109**	**$135**
TTM Adjusted EBITDA	**$365**	**$438**	**$80**	**$434**[1]	**$600**[1]
Interest Coverage Ratio	**4.5x**	**3.6x**	**0.6x**	**4.0x**	**4.5x**

Notes:

1. TTM Adjusted EBITDA reflects trailing twelve months for Q2 2023 and Q2 2024, respectively.