

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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person Partners Group Private Equity (Master Fund), LLC		2. Issuer Name and Ticker or Trading Symbol Life Time Group Holdings, Inc. [LTH]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ X Other (specify below) _____ Member of 10% Owner Group	
(Last) (First) (Middle) C/O PARTNERS GROUP (USA) INC., 1114 AVENUE OF THE AMERICAS, 37TH FLOOR		3. Date of Earliest Transaction (Month/Day/Year) 10/12/2021			
(Street) NEW YORK, NY 10036		4. If Amendment, Date Original Filed (Month/Day/Year) 10/13/2021		6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person _____ X Form filed by More than One Reporting Person _____	
(City) (State) (Zip)		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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/12/2021		C		301,571	A	(1)	6,301,571 (4)	I	See footnote (3)
Common Stock	10/12/2021		P		277,777	A	\$ 18	6,579,348 (5)	I	See footnote (3)

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. 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 Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				
Series A Preferred Stock	(1)	10/12/2021		C		244,856 (2)	(1)	(1)	Common Stock	301,571	(1)	0	I	See footnote (3)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Partners Group Private Equity (Master Fund), LLC C/O PARTNERS GROUP (USA) INC. 1114 AVENUE OF THE AMERICAS, 37TH FLOOR NEW YORK, NY 10036				Member of 10% Owner Group
Partners Group Private Equity II, LLC C/O PARTNERS GROUP (USA) INC. 1114 AVENUE OF THE AMERICAS, 37TH FLOOR NEW YORK, NY 10036				Member of 10% Owner Group
Partners Group Series Access II, LLC C/O PARTNERS GROUP (USA) INC. 1114 AVENUE OF THE AMERICAS, 37TH FLOOR NEW YORK, NY 10036				Member of 10% Owner Group
Partners Group Access 83 PF LP C/O PARTNERS GROUP (USA) INC. 1114 AVENUE OF THE AMERICAS, 37TH FLOOR NEW YORK, NY 10036				Member of 10% Owner Group

Signatures

By: /s/ Andres Small, Authorized Signatory of Partners Group (USA) Inc., investment manager of Partners Group Private Equity (Master Fund), LLC	(Signature of Reporting Person)	10/22/2021	Date
By: /s/ Jordi Goodman, Director of Partners Group US Management II LLC, manager of Partners Group Private Equity II, LLC	(Signature of Reporting Person)	10/22/2021	Date
By: /s/ Jordi Goodman, Director of Partners Group US Management II LLC, manager of Partners Group Series Access II, LLC	(Signature of Reporting Person)	10/22/2021	Date
By: /s/ Laine Shorto, Authorized Signatory of Partners Group Management (Scots) LLP, general partner of Partners Group Access 83 PF LP	(Signature of Reporting Person)	10/22/2021	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) Each share of Life Time Group Holdings, Inc.'s (the "Issuer") Series A Preferred Stock (the "Series A Preferred Stock") automatically converted into shares of the Issuer's common stock (the "Common Stock") upon the closing of the Issuer's initial public offering, for no additional consideration.
- (2) Partners Group Private Equity (Master Fund), LLC ("PG Master Fund") directly held 140,583 shares of Series A Preferred Stock, Partners Group Private Equity II, LLC ("PG PE II") directly held 3,218 shares of Series A Preferred Stock and Partners Group Access 83 PF LP ("PG Access 83") directly held 3,305,146 of such shares of Common Stock are directly held by PG Master Fund, 3,963 of such shares are directly held by PG PE II, 124,462 of such shares are directly held by PG Access 83 and 2,868,000 of such shares are directly held by PG Series 61.
- (3) The investment manager of PG Master Fund is Partners Group (USA) Inc. ("PG USA"). PG USA, PG PE II, PG Access 83 and Partners Group Series Access II, LLC, Series 61 ("PG Series 61") are indirectly controlled by Partners Group Holding AG ("Partners Group"). Each of PG USA, PG PE II, PG Access 83 and Partners Group Series Access II, LLC, Series 61 are indirectly controlled by Partners Group Holding AG ("Partners Group").
- (4) 3,305,146 of such shares of Common Stock are directly held by PG Master Fund, 3,963 of such shares are directly held by PG PE II, 124,462 of such shares are directly held by PG Access 83 and 2,868,000 of such shares are directly held by PG Series 61.
- (5) 3,464,630 of such shares of Common Stock are directly held by PG Master Fund, 7,614 of such shares are directly held by PG PE II, 239,104 of such shares are directly held by PG Access 83 and 2,868,000 of such shares are directly held by PG Series 61.

Remarks:
This Amendment to the Form 4 filed on October 13, 2021 is being filed to add Partners Group Series Access II, LLC and Partners Group Access 83 PF LP as Reporting Owners, but does not reflect any change in the Reporting Persons' ownership of the securities. The Reporting Persons may be deemed to be members of a "group" for the purposes of the Securities Exchange Act of 1934 by virtue of being parties to the Life Time Group Holdings, Inc. Third Amended and Restated Stockholders Agreement.

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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