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| Estimated average burden hours per response: | 0.5       |

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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| 1. Name and Address of Reporting Person*<br><u>LifeCo LLC</u><br><br>(Last) (First) (Middle)<br><u>5 WATERLOO LANE, UNIT 5A</u><br><br>(Street)<br><u>PEMBROKE D0 HM08</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>Life Time Group Holdings, Inc. [ LTH ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br>Director <input checked="" type="checkbox"/> 10% Owner<br>Officer (give title below) Other (specify below) |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>12/19/2024</u>                        |  |
|  | 4. If Amendment, Date of Original Filed (Month/Day/Year)<br><u>10/29/2024</u>                | 6. Individual or Joint/Group Filing (Check Applicable Line)<br>Form filed by One Reporting Person<br><input checked="" type="checkbox"/> 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price |   |  |   |
| Common Stock                    | 12/19/2024                           |  | J                              |   | 9,002,099   | D          | \$0   | 9,002,099   | D  |   |

**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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|-----|---|--|--|---|--|
|  |  |                                      |  | Code                           | V |  | (A)  | (D) |   |  |  |   |  |

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| 1. Name and Address of Reporting Person*<br><u>LifeCo LLC</u><br><br>(Last) (First) (Middle)<br><u>5 WATERLOO LANE, UNIT 5A</u><br><br>(Street)<br><u>PEMBROKE D0 HM08</u><br><br>(City) (State) (Zip) |
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| 1. Name and Address of Reporting Person*<br><u>Agula Ltd.</u><br><br>(Last) (First) (Middle)<br><u>5 WATERLOO LANE, UNIT 5A</u><br><br>(Street)<br><u>PEMBROKE D0 HM08</u><br><br>(City) (State) (Zip) |
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| 1. Name and Address of Reporting Person*<br><u>Bevco Lux S.a.r.l.</u><br><br>(Last) (First) (Middle)<br><u>37A, AVENUE J.F. KENNEDY</u><br><br>(Street)<br><u>LUXEMBOURG N4 L-1855</u> |
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(City)

(State)

(Zip)

**Explanation of Responses:**

**Remarks:**

On December 19 and 20, 2024, LifeCo LLC contributed these securities to Bevco Lux S.a.r.l. ("Bevco Lux") through its parent company Aguila Ltd. As the managing member of LifeCo LLC, Aguila Ltd. controls LifeCo LLC. Aguila Ltd. indirectly controls Bevco Lux and as a result may be deemed to be the beneficial owner of the securities owned by Bevco Lux. Aguila Ltd. is controlled by its board of directors, which consists of Alec Anderson, Craig MacIntyre, Edward Rance, Alejandro Santo Domingo and Carlos Perez.

/s/ Alec Anderson

12/30/2024

\*\* Signature of Reporting Person

Date

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

\* 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).

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**