

INITIAL STATEMENT OF 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 TPG Group Holdings (SBS) Advisors, Inc.		2. Date of Event Requiring Statement (Month/Day/Year) 10/07/2021		3. Issuer Name and Ticker or Trading Symbol Life Time Group Holdings, Inc. [LTH]	
(Last) (First) (Middle) C/O TPG GLOBAL, LLC, 301 COMMERCE STREET, SUITE 3300				4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ X _____ 10% Owner ____ Officer (give title below) _____ Other (specify below)	
(Street) FORT WORTH, TX 76102				5. If Amendment, Date Original Filed(Month/Day/Year)	
(City) (State) (Zip)				6. Individual or Joint/Group Filing(Check Applicable Line) ____ Form filed by One Reporting Person ____ X ____ Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	37,699,999	I	See Explanation of Responses (1) (2) (5) (6)

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series A Convertible Participating Preferred Stock	(4)	(4)	Common Stock	2,503,065	\$ (4)	I	See Explanation of Responses (1) (2) (3) (5) (6)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TPG Group Holdings (SBS) Advisors, Inc. C/O TPG GLOBAL, LLC 301 COMMERCE STREET, SUITE 3300 FORT WORTH, TX 76102		X		
TPG Advisors VII, Inc. C/O TPG GLOBAL, LLC 301 COMMERCE STREET, SUITE 3300 FORT WORTH, TX 76102		X		
BONDERMAN DAVID C/O TPG GLOBAL, LLC 301 COMMERCE STREET, SUITE 3300 FORT WORTH, TX 76102		X		
COULTER JAMES G C/O TPG GLOBAL, LLC 301 COMMERCE STREET, SUITE 3300 FORT WORTH, TX 76102		X		

Signatures

/s/ Michael LaGatta, Vice President, TPG Group Holdings (SBS) Advisors, Inc. (7)	10/07/2021
<small>Signature of Reporting Person</small>	<small>Date</small>
/s/ Michael LaGatta, Vice President, TPG Advisors VII, Inc. (7)	10/07/2021
<small>Signature of Reporting Person</small>	<small>Date</small>
/s/ Gerald Neugebauer on behalf of David Bonderman (7)(8)	10/07/2021
<small>Signature of Reporting Person</small>	<small>Date</small>
/s/ Gerald Neugebauer on behalf of James G. Coulter (7)(8)	10/07/2021
<small>Signature of Reporting Person</small>	<small>Date</small>

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- David Bonderman and James G. Coulter are sole shareholders of each of (i) TPG Advisors VII, Inc. ("TPG Advisors VII") and (ii) TPG Group Holdings (SBS) Advisors, Inc. ("TPG Group Holdings") and, together with Messrs. Bonderman and Coulter and TPG Advisors VII, the "Reporting Person".
- (1) VII is the general partner of TPG VII Magni Co-Invest, L.P., which directly holds (i) 4,897,022 shares of Common Stock, par value \$0.01 per share ("Common Stock"), of Life Time Group Holdings, Inc. (the "Issuer"), and (ii) 165,738 shares of Series A Convertible Participating Preferred share ("Series A Preferred Shares"), of the Issuer.
- TPG Group Holdings is the sole member of TPG Group Holdings (SBS) Advisors, LLC, which is the general partner of TPG Group Holdings (SBS), L.P., which is the sole shareholder of TPG Holdings III-A, Inc., which is the general partner of TPG Holdings III-A, L.P., which is the general partner of TPG VII Magni Co-Invest, L.P., which is the sole member of each of (i) TPG VII Magni GenPar Advisors, LLC and (ii) TPG Lonestar GenPar I Advisors, LLC. TPG VII Magni GenPar Advisors, LLC is the general partner of TPG VII Magni SPV, L.P., which is the general partner of TPG VII Magni SPV, L.P., which is the sole member of each of (i) TPG VII Magni SPV, L.P. and (ii) TPG VII Magni SPV, L.P.
- (3) TPG Lonestar GenPar I Advisors, LLC is the general partner of TPG Lonestar GenPar I, L.P., which is the general partner of TPG Lonestar I, L.P. (together with TPG VII Magni Co-Invest, L.P. and TPG VII Magni SPV, L.P., the "TPG Funds"), which directly holds 212,210 Series A Preferred Shares.
- (4) Pursuant to the Certificate of Designation of the Issuer pertaining to the Series A Preferred Shares, the Series A Preferred Shares automatically convert into shares of Common Stock upon certain events, including the consummation of an initial public offering, with the number of shares of each Series A Preferred Share converts determined as set forth in the Certificate of Designation.
- (5) Because of the relationship between the Reporting Persons and the TPG Funds, the Reporting Persons may be deemed to beneficially own the securities reported herein to the extent of the greater of their respective direct or indirect pecuniary interests in the profits or capital accounts of each Reporting Person disclaims beneficial ownership of the securities reported herein, except to the extent of such TPG Fund's or such Reporting Person's pecuniary interest therein, if any.
- (6) Pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), this filing shall not be deemed an admission that the Reporting Persons are, for purposes of Section 16 of the Exchange Act or otherwise, the beneficial owners of any equity security of the Issuer.

Remarks:

7. The Reporting Persons are jointly filing this Form 3 pursuant to Rule 16a-3(j) under the Exchange Act. 8. Gerald Neugebauer is signing on behalf of both Messrs. Bonderman and Coulter pursuant to authorization and designation letters dated February 26, 2020, which were previously filed with the Securities and Exchange Commission.

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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