

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>KENNEDY LEWIS MANAGEMENT LP</u> (Last) (First) (Middle) 111 WEST 33RD STREET, SUITE 1910 (Street) NEW YORK NY 10120 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TOWN SPORTS INTERNATIONAL HOLDINGS INC [CLUBQ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 12/28/2020	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	12/28/2020		J ⁽¹⁾		31,041,265	A	(1)	31,041,265	I	By Fitness TSI Fund II LLC ⁽²⁾⁽⁴⁾⁽⁵⁾⁽⁶⁾
Common Stock	12/28/2020		J ⁽¹⁾		10,494,218	A	(1)	14,694,218	I	By Fitness TSI, LLC ⁽³⁾⁽⁴⁾⁽⁵⁾⁽⁶⁾

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)
						Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*
KENNEDY LEWIS MANAGEMENT LP
 (Last) (First) (Middle)
 111 WEST 33RD STREET, SUITE 1910
 (Street)
 NEW YORK NY 10120
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
KLM GP LLC
 (Last) (First) (Middle)
 111 WEST 33RD STREET, SUITE 1910
 (Street)
 NEW YORK NY 10120
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
KENNEDY LEWIS INVESTMENT MANAGEMENT LLC

(Last)	(First)	(Middle)
111 WEST 33RD STREET, SUITE 1910		
(Street)		
NEW YORK	NY	10120
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

Richman Darren

(Last)	(First)	(Middle)
111 WEST 33RD STREET, SUITE 1910		
(Street)		
NEW YORK	NY	10120
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

CHENE DAVID

(Last)	(First)	(Middle)
111 WEST 33RD STREET, SUITE 1910		
(Street)		
NEW YORK	NY	10120
(City)	(State)	(Zip)

Explanation of Responses:

- On December 28, 2020 (the "Closing Date"), Town Sports International Holdings, Inc. (the "Issuer") entered into a credit agreement (the "Credit Agreement") with the several lenders party thereto that are investment funds for which Kennedy Lewis Management LP (the "Adviser") serves as investment manager (the "Lenders") and Alter Domus (US) LLC, as administrative agent. As compensation for the Lenders providing the loans and related commitments pursuant to the Credit Agreement, on the Closing Date, Fitness TSI Fund II LLC ("TSI II"), a private investment fund for which the Adviser serves as investment manager, received 31,041,265 shares of common stock and Fitness TSI, LLC ("TSI", and together with TSI II, the "Funds"), a private investment fund for which the Adviser serves as investment manager, received 10,494,218 shares of common stock from the Issuer.
- These shares of common stock of the Issuer are held for the account of TSI II, a private investment fund for which the Adviser serves as investment manager.
- These shares of common stock of the Issuer are held for the account of TSI, a private investment fund for which the Adviser serves as investment manager.
- The Adviser may be deemed to beneficially own the shares of common stock of the Issuer held by the Funds because the Adviser has been delegated voting and investment power over such shares. KLM GP LLC ("KLM") may be deemed to exercise voting and investment power over and thus have beneficial ownership of such shares of common stock of the Issuer held by the Funds as the general partner of the Adviser.
- [continued from Footnote 4] In addition, Kennedy Lewis Investment Management LLC ("Kennedy Lewis Management") may be deemed to exercise voting and investment power over and thus have beneficial ownership of such shares of common stock of the Issuer held by the Funds as the owner and control person of KLM. Further, Darren Richman and David Chene may be deemed to exercise voting and investment power over and thus have beneficial ownership of such shares of common stock of the Issuer held by the Funds as the managing members and control persons of Kennedy Lewis Management.
- For purposes of Section 16 of the Securities Exchange Act of 1934, each of the Adviser, KLM, Kennedy Lewis Management, Mr. Richman and Mr. Chene disclaims beneficial ownership of the securities of the Issuer held directly by the Funds except to the extent of their pecuniary interest therein, and this report shall not be deemed an admission that any of the Adviser, KLM, Kennedy Lewis Management, Mr. Richman or Mr. Chene is the beneficial owner of such securities for purposes of Section 16 or any other purpose.

Remarks:

David Chene, a managing member of Kennedy Lewis Investment Management LLC, Brian Dubin, a partner at the Adviser, and Doug Logigian, a partner at the Adviser, each serve, or in the case of Mr. Logigian, will serve, on the Board of Directors of Town Sports International Holdings, Inc. (the "Issuer"). By virtue of their representation on the Board of Directors of the Issuer, for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, the reporting persons other than Mr. Chene are deemed directors by deputation of the Issuer.

KENNEDY LEWIS
MANAGEMENT LP, By:
KLM GP LLC, its general 12/30/2020
partner, Name: /s/ Anthony
Pasqua, Title: Chief Operating
Officer
KLM GP LLC, Name: /s/
Anthony Pasqua, Title: Chief 12/30/2020
Operating Officer
KENNEDY LEWIS
INVESTMENT
MANAGEMENT LLC, 12/30/2020
Name: /s/ Anthony Pasqua,
Title: Chief Operating Officer
DARREN RICHMAN, Name: 12/30/2020
/s/ Darren Richman
DAVID CHENE, Name: /s/ 12/30/2020
David Chene
** 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.

Form 4 Joint Filer Information

Name: KLM GP LLC
Address: 111 West 33rd Street, Suite 1910
New York, NY 10120
Date of Event Requiring Statement: 12/28/2020

Name: Kennedy Lewis Investment Management
LLC
Address: 111 West 33rd Street, Suite 1910
New York, NY 10120
Date of Event Requiring Statement: 12/28/2020

Name: Darren Richman
Address: 111 West 33rd Street, Suite 1910
New York, NY 10120
Date of Event Requiring Statement: 12/28/2020

Name: David Chene
Address: 111 West 33rd Street, Suite 1910
New York, NY 10120
Date of Event Requiring Statement: 12/28/2020