

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

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

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>Walsh Patrick</u> (Last) (First) (Middle) 141 W. JACKSON BLVD. STE. 1702 (Street) CHICAGO IL 60604 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TOWN SPORTS INTERNATIONAL HOLDINGS INC [CLUB]</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) 06/13/2016	
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, \$0.001 par value ⁽¹⁾	06/13/2016		P		34,148	A	\$2.6459	3,213,944	I	By PW Partners Atlas Fund III LP ⁽²⁾
Common Stock, \$0.001 par value ⁽¹⁾	06/13/2016		P		10,000	A	\$2.6459	30,000	I	By PW Partners Master Fund (QP) LP ⁽³⁾
Common Stock, \$0.001 par value ⁽¹⁾	06/14/2016		P		83,774	A	\$2.7828	3,297,718	I	By PW Partners Atlas Fund III LP ⁽²⁾
Common Stock, \$0.001 par value ⁽¹⁾								299,294	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		Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*

[Walsh Patrick](#)

(Last) (First) (Middle)
141 W. JACKSON BLVD.
STE. 1702

(Street)
CHICAGO IL 60604

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[PW Partners Atlas Fund III, LP](#)

(Last) (First) (Middle)
141 W. JACKSON BLVD.
STE. 1702

(Street)
CHICAGO IL 60604

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[PW Partners Atlas Funds, LLC](#)

(Last) (First) (Middle)
141 W. JACKSON BLVD.
STE. 1702

(Street)
CHICAGO IL 60604

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[PW Partners Master Fund \(QP\), L.P.](#)

(Last) (First) (Middle)
141 W. JACKSON BLVD.
STE. 1702

(Street)
CHICAGO IL 60604

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[PW Partners, LLC](#)

(Last) (First) (Middle)
141 W. JACKSON BLVD.
STE. 1702

(Street)
CHICAGO IL 60604

(City) (State) (Zip)

1. Name and Address of Reporting Person*		
PW Partners Capital Management LLC		
(Last)	(First)	(Middle)
141 W. JACKSON BLVD. STE. 1702		
(Street)		
CHICAGO	IL	60604
(City)	(State)	(Zip)

Explanation of Responses:

1. This Form 4 is filed jointly by PW Partners Atlas Fund III LP ("Atlas Fund III"), PW Partners Master Fund (QP) LP ("Master Fund QP"), PW Partners Atlas Funds, LLC ("Atlas Fund GP"), PW Partners, LLC ("PW Partners GP"), PW Partners Capital Management LLC ("PW Capital Management") and Patrick Walsh (collectively, the "Reporting Persons"). Each of the Reporting Persons may be deemed to be a member of a Section 13(d) group that collectively beneficially owns more than 10% of the Issuer's outstanding shares of Common Stock. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein except to the extent of his or its pecuniary interest therein.

2. Represents securities owned directly by Atlas Fund III. As the General Partner of Atlas Fund III, Atlas Fund GP may be deemed to beneficially own the securities owned directly by Atlas Fund III. As the Investment Manager of Atlas Fund III, PW Capital Management may be deemed to beneficially own the securities owned directly by Atlas Fund III. As the Managing Member of PW Capital Management and the Managing Member and Chief Executive Officer of Atlas Fund GP, Mr. Walsh may be deemed to beneficially own the securities owned directly by Atlas Fund III.

3. Represents securities owned directly by Master Fund QP. As the General Partner of Master Fund QP, PW Partners GP may be deemed to beneficially own the securities owned directly by Master Fund QP. As the Investment Manager of Master Fund QP, PW Capital Management may be deemed to beneficially own the securities owned directly by Master Fund QP. As the Managing Member of PW Capital Management and the Managing Member and Chief Executive Officer of PW Partners GP, Mr. Walsh may be deemed to beneficially own the securities owned directly by Master Fund QP.

By: /s/ Patrick Walsh	06/15/2016
By: PW Partners Atlas Fund III LP, By: PW Partners Atlas Funds, LLC, General Partner,	
By: /s/ Patrick Walsh, Managing Member and Chief Executive Officer	06/15/2016
By: PW Partners Master Fund (QP) LP, By: PW Partners, LLC, General Partner, By: /s/ Patrick Walsh, Managing Member and Chief Executive Officer	06/15/2016
By: PW Partners, LLC, By: /s/ Patrick Walsh, Managing Member and Chief Executive Officer	06/15/2016
By: PW Partners Atlas Funds, LLC, By: /s/ Patrick Walsh, Managing Member and Chief Executive Officer	06/15/2016
By: PW Partners Capital Management LLC, By: /s/ Patrick Walsh, Managing Member	06/15/2016
** 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.