

Planet Fitness, Inc.  
Form SC 13G/A  
February 13, 2017

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**SCHEDULE 13G**  
**(Rule 13d-102)**  
**Information Statement Pursuant to Rules 13d-1 and 13d-2**  
**Under the Securities Exchange Act of 1934**  
**(Amendment No. 1)\***

**Planet Fitness, Inc.**  
**(Name of Issuer)**

**Class A common stock, par value \$0.0001 per share**  
**(Title of Class of Securities)**

**72703H101**  
**(CUSIP Number)**

**December 31, 2016**  
**(Date of Event Which Requires Filing of this Statement)**

Check the appropriate box to designate the rule pursuant to which this schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 72703H101

13G

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1. NAME OF REPORTING PERSON

TSG6 Management L.L.C.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) (b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF 5. SOLE VOTING POWER

SHARES

BENEFICIALLY 0  
6. SHARED VOTING POWER

OWNED BY

EACH 30,860,510 (a)  
7. SOLE DISPOSITIVE POWER

REPORTING

PERSON

WITH 0  
8. SHARED DISPOSITIVE POWER