

TOWN SPORTS INTERNATIONAL HOLDINGS INC

Form 8-K

June 30, 2005

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **June 30, 2005**

Town Sports International Holdings, Inc.

(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or other Jurisdiction
of Incorporation)

333-114210
(Commission File Number)

20-0640002
(I.R.S. Employer
Identification No.)

888 Seventh Avenue, New York, New York
(Address of Principal Executive Offices)

10106
(Zip Code)

Registrant's telephone number, including area code: **(212) 246-6700**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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ITEM 8.01. Other Events.

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ITEM 8.01. Other Events.

On June 30, 2005, Town Sports International Holdings, Inc. (the Company) announced that it intends to file a registration statement with the Securities and Exchange Commission for a proposed underwritten initial public offering of its common stock.

A copy of the Company s press release related to this announcement is attached as Exhibit 99.1 hereto, and is incorporated by reference into this report.

ITEM 9.01. Financial Statements and Exhibits.

(c) Exhibits

99.1 Press Release dated June 30, 2005.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**TOWN SPORTS INTERNATIONAL
HOLDINGS, INC.**

(Registrant)

Date: June 30, 2005

By: /s/ RICHARD PYLE
Richard Pyle
Chief Financial Officer

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99.1 Press Release dated June 30, 2005.