

SeaWorld Entertainment, Inc.
Form 8-K
April 09, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): April 9, 2014

SeaWorld Entertainment, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other jurisdiction

of Incorporation)

9205 South Park Center Loop, Suite 400

001-35883
(Commission

File Number)

27-1220297
(IRS Employer

Identification No.)

32819

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Orlando, Florida
(Address of Principal Executive Offices)
(407) 226-5011

(Zip Code)

(Registrant's telephone number, including area code)

Not Applicable

(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))

Item 8.01. Other Events.

The previously announced underwritten secondary offering (the Offering) by the selling stockholders (the Selling Stockholders) affiliated with The Blackstone Group L.P. of 17,250,000 shares of common stock of SeaWorld Entertainment, Inc. (the Company), including 2,250,000 shares that were offered and sold by the Selling Stockholders pursuant to the full exercise of the underwriters option to purchase additional shares, at a price of \$30.00 per share, closed on April 9, 2014. The Selling Stockholders received all of the net proceeds from the Offering. No shares were sold by the Company.

Concurrently with the closing of the Offering, the Company repurchased 1,750,000 shares of its common stock directly from the Selling Stockholders in a private, non-underwritten transaction at a price per share equal to the price per share that was paid to the Selling Stockholders by the underwriters in the Offering. A copy of the press release announcing the closing of the Offering and this repurchase transaction is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

99.1 Press release of SeaWorld Entertainment, Inc., dated April 9, 2014.

Signatures

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.

SEAWORLD ENTERTAINMENT, INC.

Date: April 9, 2014

By: /s/ G. Anthony (Tony) Taylor
Name: G. Anthony (Tony) Taylor
Title: Chief Legal and Corporate Affairs
Officer, General Counsel and
Corporate Secretary

Exhibit Index

| Exhibit Number | Description |
|-------------------|---|
| 99.1 | Press release of SeaWorld Entertainment, Inc., dated April 9, 2014. |