

SeaWorld Entertainment, Inc.
Form 4
December 17, 2013

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Blackstone Holdings III L.P.

2. Issuer Name and Ticker or Trading Symbol
SeaWorld Entertainment, Inc.
[SEAS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

C/O THE BLACKSTONE GROUP
L.P., 345 PARK AVENUE

12/17/2013

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

NEW YORK, NY 10154

(City) (State) (Zip)

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 Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	12/17/2013		S		14,065,928	D	\$ 28.875 (1)	31,840,340 I	See Footnotes (1) (2) (3) (13) (14) (15) (16) (17)
Common Stock	12/17/2013		S		439,049	D	\$ 28.875 (1)	993,855 I	See Footnotes (1) (2) (4) (13) (14) (15) (16) (17)
	12/17/2013		S		493,788	D		1,117,763 I	

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Common Stock					\$ 28.875 <u>(1)</u>			See Footnotes <u>(1) (2) (5)</u> <u>(13) (14) (15)</u> <u>(16) (17)</u>
Common Stock	12/17/2013	S	450,505	D	\$ 28.875 <u>(1)</u>	1,019,786	I	See Footnotes <u>(1) (2) (6)</u> <u>(13) (14) (15)</u> <u>(16) (17)</u>
Common Stock	12/17/2013	S	161,847	D	\$ 28.875 <u>(1)</u>	366,366	I	See Footnotes <u>(1) (2) (7)</u> <u>(13) (14) (15)</u> <u>(16) (17)</u>
Common Stock	12/17/2013	S	507,207	D	\$ 28.875 <u>(1)</u>	1,148,140	I	See Footnotes <u>(1) (2) (8)</u> <u>(13) (14) (15)</u> <u>(16) (17)</u>
Common Stock	12/17/2013	S	396,398	D	\$ 28.875 <u>(1)</u>	897,307	I	See Footnotes <u>(1) (2) (9)</u> <u>(13) (14) (15)</u> <u>(16) (17)</u>
Common Stock	12/17/2013	S	603,734	D	\$ 28.875 <u>(1)</u>	1,366,644	I	See Footnotes <u>(1) (2) (10)</u> <u>(13) (14) (15)</u> <u>(16) (17)</u>
Common Stock	12/17/2013	S	661,158	D	\$ 28.875 <u>(1)</u>	1,496,630	I	See Footnotes <u>(1) (2) (11)</u> <u>(13) (14) (15)</u> <u>(16) (17)</u>
Common Stock	12/17/2013	S	220,386	D	\$ 28.875 <u>(1)</u>	498,877	I	See Footnotes <u>(1) (2) (12)</u> <u>(13) (14) (15)</u> <u>(16) (17)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Blackstone Holdings III L.P. C/O THE BLACKSTONE GROUP L.P. 345 PARK AVENUE NEW YORK, NY 10154		X		
SW Cayman Ltd C/O THE BLACKSTONE GROUP L.P. 345 PARK AVENUE NEW YORK, NY 10154		X		
Blackstone Capital Partners (Cayman III) V L.P. C/O THE BLACKSTONE GROUP L.P. 345 PARK AVENUE NEW YORK, NY 10154		X		
Blackstone Management Associates (Cayman) V L.P. C/O THE BLACKSTONE GROUP L.P. 345 PARK AVENUE NEW YORK, NY 10154		X		
BCP V GP L.L.C. C/O THE BLACKSTONE GROUP L.P. 345 PARK AVENUE NEW YORK, NY 10154		X		
Blackstone Holdings III GP L.P. C/O THE BLACKSTONE GROUP L.P. 345 PARK AVENUE NEW YORK, NY 10154		X		

Blackstone Holdings III GP Management L.L.C.
 C/O THE BLACKSTONE GROUP L.P. X
 345 PARK AVENUE
 NEW YORK, NY 10154

Blackstone Group L.P.
 C/O THE BLACKSTONE GROUP L.P. X
 345 PARK AVENUE
 NEW YORK, NY 10154

Blackstone Group Management L.L.C.
 C/O THE BLACKSTONE GROUP L.P. X
 345 PARK AVENUE
 NEW YORK, NY 10154

SCHWARZMAN STEPHEN A
 C/O THE BLACKSTONE GROUP, L.P. X
 345 PARK AVENUE
 NEW YORK, NY 10154

Signatures

SW CAYMAN LIMITED; By: Blackstone Capital Partners (Cayman III) V L.P., its general partner; By: BCP V GP L.L.C., its general partner; By: /s/ John G. Finley, Name: John G. Finley, Title: Chief Legal Officer 12/17/2013

__Signature of Reporting Person Date

BLACKSTONE CAPITAL PARTNERS (CAYMAN III) V L.P.; By: Blackstone Management Associates (Cayman) V L.P., its general partner; By: BCP V GP L.L.C., its general partner; By: /s/ John G. Finley, Name: John G. Finley, Title: Chief Legal Officer 12/17/2013

__Signature of Reporting Person Date

BLACKSTONE MANAGEMENT ASSOCIATES (CAYMAN) V L.P.. By: /s/ John G. Finley, Name: John G. Finley, Title: Chief Legal Officer 12/17/2013

__Signature of Reporting Person Date

BCP V GP L.L.C.; By: /s/ John G. Finley, Name: John G. Finley, Title: Chief Legal Officer 12/17/2013

__Signature of Reporting Person Date

BLACKSTONE HOLDINGS III L.P.; By: Blackstone Holdings III GP L.P., its general partner; By: Blackstone Holdings III GP Management L.L.C., its general partner; By: /s/ John G. Finley, Name: John G. Finley, Title: Chief Legal Officer 12/17/2013

__Signature of Reporting Person Date

BLACKSTONE HOLDINGS III GP L.P.; By: Blackstone Holdings III GP Management L.L.C., its general partner; By: /s/ John G. Finley, Name: John G. Finley, Title: Chief Legal Officer 12/17/2013

__Signature of Reporting Person Date

BLACKSTONE HOLDINGS III GP MANAGEMENT L.L.C.; By: /s/ John G. Finley, Name: John G. Finley, Title: Chief Legal Officer 12/17/2013

__Signature of Reporting Person Date

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Due to the limitations of the Securities and Exchange Commission's EDGAR system, SWD, SWDA, SWDB, SWDC, SWDD, SWDE, SWDF, SWDCI, SWDGS, and SW Delaware (GSO) L.P. have filed a separate Form 4.

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