

ENDEAVOR GROUP HOLDINGS, INC.

Reported by
MUIRHEAD CHRISTIAN

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 08/05/22 for the Period Ending 08/04/22

Address	9601 WILSHIRE BOULEVARD, 3RD FLOOR BEVERLY HILLS, CA, 90210
Telephone	(310) 285-9000
CIK	0001766363
Symbol	EDR
SIC Code	7900 - Services-Amusement and Recreation Services
Industry	Entertainment Production
Sector	Consumer Cyclical
Fiscal Year	12/31

FORM 4

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

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continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Muirhead Christian			Endeavor Group Holdings, Inc. [EDR]			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Communications Officer		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
9601 WILSHIRE BOULEVARD, 3RD FLOOR			8/4/2022					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
BEVERLY HILLS, CA 90210						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			
Class X Common Stock	8/4/2022		C		16517	A	\$0.00	51878	D	
Class X Common Stock	8/4/2022		D		16517	D	\$0.00	35361	D	
Class A Common Stock	8/4/2022		C		16517	A	\$0.00	25136	D	
Class A Common Stock	8/4/2022		S		19109	D	\$24.00	6027	D	
Class X Common Stock	8/5/2022		C		38767	A	\$0.00	74128	D	
Class X Common Stock	8/5/2022		D		38767	D	\$0.00	35361	D	
Class A Common Stock	8/5/2022		C		38767	A	\$0.00	44794	D	
Class A Common Stock	8/5/2022		S		39409	D	\$24.0105	5385	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Units of Executive Holdco	(3)	8/4/2022		C		16517		(3)	(3)	Units of Endeavor Operating Company	16517	\$0.00	485723	D	
Units of Endeavor Operating Company	(4)	8/4/2022		C		16517		(4)	(4)	Class A Common Stock	16517	\$0.00	51878	D	
Units of Endeavor Operating Company	(4)	8/4/2022		C		16517		(4)	(4)	Class A Common Stock	16517	\$0.00	35361	D	
Units of Executive Holdco	(3)	8/5/2022		C		38767		(3)	(3)	Units of Endeavor Operating Company	38767	\$0.00	446956	D	
Units of Endeavor Operating Company	(4)	8/5/2022		C		38767		(4)	(4)	Class A Common Stock	38767	\$0.00	74128	D	
Units of Endeavor Operating Company	(4)	8/5/2022		C		38767		(4)	(4)	Class A Common Stock	38767	\$0.00	35361	D	

Explanation of Responses:

(1) This Form 4 relates to sales and redemption that were effected pursuant to a 10b5-1 trading plan adopted by the reporting person in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended. Such redemption involved an exchange of common units issued by Endeavor Executive Holdco, LLC and Endeavor Executive PIU Holdco, LLC for an equal number of limited liability company units of Endeavor Operating Company, LLC ("OpCo Units") and paired shares of Class X Common Stock of the Issuer, and subsequently an exchange of such OpCo Units and shares of Class X Common Stock

for an equal number of shares of Class A Common Stock. The disposition of Class X Common Stock reported reflects the cancellation for no consideration of a number of shares of Class X Common Stock upon the exchange of an equal number of OpCo Units.

- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$24.00 to \$24.03. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (3) Each of the units is exchangeable on a 1-for-1 basis for OpCo Units and an equal number of paired shares of Class X Common Stock of the Issuer.
- (4) The OpCo Units are exchangeable by the holder on a 1-for-1 basis for, at the option of the Issuer (i) a share of Class A Common Stock, subject to conversion rate adjustments for stock splits, stock dividends, reclassification and other similar transactions or (ii) subject to certain conditions, an equivalent amount of cash. Upon exchange, an equal number of shares of Class X Common Stock will automatically be cancelled.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Muirhead Christian 9601 WILSHIRE BOULEVARD, 3RD FLOOR BEVERLY HILLS, CA 90210			Chief Communications Officer	

Signatures

/s/ Robert Hilton, Attorney-in-fact

8/5/2022

**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.

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