

ENDEAVOR GROUP HOLDINGS, INC.

Reported by
EMANUEL ARIEL

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
Fiscal Year	12/31

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 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)		
Emanuel Ariel			Endeavor Group Holdings, Inc. [EDR]			<input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)			<input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
9601 WILSHIRE BOULEVARD, 3RD FLOOR			8/4/2022			Chief Executive Officer		
(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		
(City) (State) (Zip)						<input type="checkbox"/> Form filed by More than One Reporting Person		

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		D		16517	D	\$0.00	31585215	I	See footnote (2)
Class Y Common Stock	8/4/2022		D		16517	D	\$0.00	31585215	I	See footnote (2)
Class X Common Stock	8/5/2022		D		38767	D	\$0.00	31546448	I	See footnote (2)
Class Y Common Stock	8/5/2022		D		38767	D	\$0.00	31546448	I	See footnote (2)
Class X Common Stock								10153217	D	
Class Y Common Stock								10153217	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				
Endeavor Operating Company Units	(3)	8/4/2022		J	(4)		16517	(3)	(3)	Class A Common Stock	16517	\$0.00	28295315	I	See footnote (2)
Endeavor Operating Company Units	(3)	8/5/2022		J	(4)		38767	(3)	(3)	Class A Common Stock	38767	\$0.00	28256548	I	See footnote (2)
Endeavor Operating Company Units	(3)							(3)	(3)	Class A Common Stock	4193328		4193328	D	

Explanation of Responses:

- This Form 4 relates to the redemption of common units issued by Endeavor Executive Holdco, LLC and Endeavor Executive PIU Holdco, LLC to an executive officer of the Issuer (other than the Reporting Person) in accordance with the respective limited liability company agreements of Endeavor Executive Holdco, LLC and Endeavor Executive PIU Holdco, LLC. None of the transactions reported herein involve a sale of Class A Common Stock by the Reporting Person or any other executive officer or director of the Issuer (other than by the executive officer in connection with the redemption of such common units). The disposition in Table I reflects the cancellation for no consideration of a number of shares of Class X Common Stock and Class Y Common Stock upon the exchange of an equal number of limited liability company units of Endeavor Operating Company, LLC ("OpCo Units").
- Represents securities held by Endeavor Executive Holdco, LLC, Endeavor Executive PIU Holdco, LLC and Endeavor Executive II Holdco, LLC, which are managed by a board of directors composed of the Reporting Person and Patrick Whitesell.
- 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.
- This Form 4 relates to the redemption of common units issued by Endeavor Executive Holdco, LLC and Endeavor Executive PIU Holdco, LLC to an

executive officer of the Issuer (other than the Reporting Person) in accordance with the respective limited liability company agreements of Endeavor Executive Holdco, LLC Endeavor Executive PIU Holdco, LLC. In connection with such redemption, Endeavor Executive Holdco, LLC and Endeavor Executive PIU Holdco, LLC distributed OpCo Units of Endeavor Operating Company, LLC to the executive officer in redemption of corresponding equity interests that such person held in Endeavor Executive Holdco, LLC and Endeavor Executive PIU Holdco, LLC. None of the transactions reported herein involve a sale of Class A Common Stock by the Reporting Person or any other executive officer or director of the Issuer (other than by the executive officer in connection with the redemption of such common units).

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Emanuel Ariel 9601 WILSHIRE BOULEVARD, 3RD FLOOR BEVERLY HILLS, CA 90210	X	X	Chief Executive 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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