BATEMAN GILES H

Form 4

November 29, 2012

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

OMB APPROVAL OMB

Check this box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

3235-0287 Number: January 31,

2005

if no longer subject to Section 16.

Expires: Estimated average

SECURITIES

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Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **BATEMAN GILES H** Issuer Symbol LIFE TIME FITNESS, INC. [LTM] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) X_ Director 10% Owner Officer (give title Other (specify 2902 CORPORATE PLACE 11/21/2012 below) (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting CHANHASSEN, MN 55317 Person

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 8) (Month/Day/Year) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Amount (D) Price Common 11/21/2012 G 115 D \$0 20,768 D Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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| 1. | Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exer | | 7. Titl | e and | 8. Price of | 9. Nu |
|-----|----------|-------------|---------------------|--------------------|------------|---------------|-----------------------|------------|---------|----------|-------------|--------|
| De | rivative | Conversion | (Month/Day/Year) | Execution Date, if | Transact | iorNumber | umber Expiration Date | | Amou | nt of | Derivative | Deriv |
| Se | curity | or Exercise | • | any | Code | of | (Month/Day | /Year) | Under | lying | Security | Secui |
| (Ir | str. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | 8) Derivative | | | Securi | ities | (Instr. 5) | Bene |
| | | Derivative | | | | Securiti | es | | (Instr. | 3 and 4) | | Own |
| | | Security | | | | Acquire | d | | | | | Follo |
| | | | | | | (A) or | | | | | | Repo |
| | | | | | | Dispose | d | | | | | Trans |
| | | | | | | of (D) | | | | | | (Instr |
| | | | | | | (Instr. 3 | , | | | | | |
| | | | | | | 4, and 5 |) | | | | | |
| | | | | | Code V | (A) (D |) Date | Expiration | Title | Amount | | |
| | | | | | Couc | (11) (12) | Exercisable | * | 11110 | | | |
| | | | | | | | Exercisable | Date | | or | | |
| | | | | | | | | | | Number | | |
| | | | | | | | | | | of | | |
| | | | | | | | | | | Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|---------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| BATEMAN GILES H 2902 CORPORATE PLACE CHANHASSEN, MN 55317 | X | | | | | | |

Signatures

/s/ Brian S. Senger on behalf of Giles H. Bateman

11/29/2012

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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