Antorcha Gustavo Form 4 March 15, 2019

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

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

1(b).

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obligations

may continue.

See Instruction

(Print or Type Responses)

1. Name and Address of Reporting Person *

Antorcha Gustavo

2. Issuer Name and Ticker or Trading

Symbol

SeaWorld Entertainment, Inc.

[SEAS]

(Last)

(First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year)

03/14/2019

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

9205 SOUTHPARK CENTER

LOOP, SUITE 400

X_ Officer (give title Other (specify below)

Chief Executive Officer

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

_X__ Director

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

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

ORLANDO, FL 32819

Security

(Instr. 3)

(City) (State) (Zip) 1. Title of 2. Transaction Date 2A. Deemed

3. 4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Code Disposed of (D)

(Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)

5. Amount of Securities Beneficially Owned (I)

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

10% Owner

Reported Transaction(s)

Following

(A) or (Instr. 3 and 4)

Code V Amount (D) Price

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)

1. Title of Derivative Conversion 3. Transaction Date 3A. Deemed

5. Number of (Month/Day/Year) Execution Date, if TransactiorDerivative

6. Date Exercisable and **Expiration Date**

7. Title and Amou Underlying Securi

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) o Disposed of (D (Instr. 3, 4, and 5)))	;)	(Instr. 3 and	4)
				Code V	(A) (D	D) Date Exercisable	Expiration Date	Title	Amo Num Shar
Employee Stock option (right to buy)	\$ 25.7	03/14/2019		A	115,169	03/14/2022(1)	03/14/2029	Common Stock	115
Restricted Stock Units	<u>(2)</u>	03/14/2019		A	38,389	(3)	(3)	Common Stock	38

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
Antorcha Gustavo 9205 SOUTHPARK CENTER LOOP SUITE 400 ORL ANDO FL 32819	X		Chief Executive Officer			

Signatures

Harold Herman, Power of Attorney 03/15/2019

**Signature of Reporting Person Dat

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).
- The option becomes exercisable on the third anniversary of the date of grant, or, if earlier, (x) when the first vesting tranche of the (1) Sign-On PSUs vest or (y) upon a Change in Control (as defined in the Company's 2017 Omnibus Incentive Plan), provided, in each case,
- that the Executive remains employed by the Company through such date.
- (2) Each restricted stock unit represents a contingent right to receive, at settlement, one share of SeaWorld Entertainment, Inc. common stock.
- (3) The restricted stock units vest in three substantially equal annual installments beginning March 14, 2020.

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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