

GNC HOLDINGS, INC.

Form 3

June 27, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *

Â Szabo Joseph G.

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

06/18/2013

3. Issuer Name **and** Ticker or Trading Symbol
GNC HOLDINGS, INC. [GNC]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other
(give title below) (specify below)

VP, Manufacturing

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting PersonC/O GENERAL NUTRITION
CENTERS, INC.,Â 300 SIXTH
AVENUE

(Street)

PITTSBURGH,Â PAÂ 15222

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)Class A Common Stock, par value \$0.001
("Common Stock")2,529 ⁽¹⁾

D Â

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

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security4. Conversion
or Exercise5. Ownership
Form of6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â (2)	04/21/2018	Common Stock	6,000	\$ 18.82	D	Â
Stock Option (right to buy)	Â (3)	11/05/2019	Common Stock	5,565	\$ 36.16	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Szabo Joseph G. C/O GENERAL NUTRITION CENTERS, INC. 300 SIXTH AVENUE PITTSBURGH, PA 15222	Â	Â	Â VP, Manufacturing	Â

Signatures

Amanda J. Skov, by power of attorney 06/26/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- Represents grants, in each case pursuant to the GNC Holdings, Inc. 2011 Stock and Incentive Plan, of (a) 801 shares of restricted stock on April 1, 2011, of which 20% vest on April 21, 2014, 30% vest on April 21, 2015 and 50% vest on April 21, 2016, and (b) 1,728 restricted stock units, each of which represents a contingent right to receive one share of Common Stock, that were granted on November 5, 2012 and vest in three equal annual installments on November 5, 2013, 2014 and 2015.
- (1) Options to purchase 1,500 shares vested on April 21, 2013, and the remaining options vest in equal installments on April 21, 2014 through 2016.
- (2) Options vest in four equal annual installments on November 5, 2013 through 2016.

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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