

SeaWorld Entertainment, Inc.  
Form 8-K  
December 17, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of Earliest Event Reported): December 17, 2013**

**SeaWorld Entertainment, Inc.**

**(Exact Name of Registrant as Specified in Charter)**

**Delaware**  
**(State or Other jurisdiction**  
**of Incorporation)**

**001-35883**  
**(Commission**  
**File Number)**

**27-1220297**  
**(IRS Employer**  
**Identification No.)**

**9205 South Park Center Loop, Suite 400**  
**Orlando, Florida**  
**(Address of Principal Executive Offices)**

**(407) 226-5011**

**32819**  
**(Zip Code)**

**(Registrant's telephone number, including area code)**

**Not Applicable**

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events.**

The previously announced underwritten secondary offering (the Offering ) by the selling stockholders (the Selling Stockholders ) affiliated with The Blackstone Group L.P. of 18,000,000 shares of common stock of SeaWorld Entertainment, Inc. (the Company ), at a price of \$30.00 per share, closed on December 17, 2013. The Selling Stockholders received all of the net proceeds from the Offering. No shares were sold by the Company.

Concurrently with the closing of the Offering, the Company repurchased 1,500,000 shares of its common stock directly from the Selling Stockholders in a private, non-underwritten transaction at a price price per share equal to the price per share that was paid to the Selling Stockholders by the underwriters in the Offering.

**Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SEAWORLD ENTERTAINMENT, INC.

Date: December 17, 2013

By: /s/ G. Anthony (Tony) Taylor  
Name: G. Anthony (Tony) Taylor  
Title: Chief Legal and Corporate Affairs  
  
Officer, General Counsel and  
  
Corporate Secretary