

GNC HOLDINGS, INC.  
Form 8-K/A  
October 31, 2014

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

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FORM 8-K/A  
Amendment No. 1

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
Date of Report (Date of earliest event reported):  
October 31, 2014

GNC HOLDINGS, INC.  
(Exact Name of Registrant as Specified in Charter)

|                                      |                                       |   |
|--------------------------------------|---------------------------------------|---|
| Delaware<br>(State of Incorporation) | 001-35113<br>(Commission File Number) | 20-8536244<br>(IRS Employer Identification No.) |
|--------------------------------------|---------------------------------------|---|

300 Sixth Avenue  
Pittsburgh, Pennsylvania 15222  
(Address of principal executive offices, including zip code)

(412) 288-4600  
(Registrant's telephone number, including area code)

N/A  
(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 (see General Instruction A.2. below):

- 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))
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Item 2.02. Results of Operations and Financial Condition.

On October 30, 2014, GNC Holdings, Inc. (the “Company”) filed a Current Report on Form 8-K regarding the issuance of a press release (the “Press Release”) announcing the Company’s financial results for the quarter ended September 30, 2014. The furnished version of the Press Release incorrectly identified the representatives of the Company to whom investors should direct questions. A corrected copy of the Press Release is included as Exhibit 99.1 to this amendment. The information disclosed under this Item 2.02, including Exhibit 99.1 hereto, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 and shall not be deemed incorporated by reference into any filing made under the Securities Act of 1933, except as expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits:

| Exhibit Number | Description                           |
|----------------|---------------------------------------|
| 99.1           | Press Release, dated October 30, 2014 |

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SIGNATURE

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.

October 31, 2014

GNC HOLDINGS, INC.

By: /s/ Gerald J. Stubenhofer, Jr.  
Gerald J. Stubenhofer, Jr.  
Senior Vice President, Chief Legal Officer  
and Secretary

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Exhibit Index

Exhibit Number

Description

99.1

Press Release, dated October 30, 2014