| FORM | 4 |
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| Check this box if no  |
| longer subject to     |
| Section 16. Form 4 or |
| Form 5 obligations    |
| may continue. See     |
| Instruction 1(b).     |

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

OMB APPROVAL OMB Number 3235-0287 Estimated average burden 0.5 hours per response...

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (Print or Type Respon                        | ses)   |  |  |                                    |         |  |  |   |  |  |                         |
|--|--|--|--|------------------------------------|---------|--|--|---|--|--|-------------------------|
| 1. Name and Address<br>Rowles Michael        | 2. Issuer Name an<br>Live Nation Ente  |  |  |                                    |         | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |  |   |  |  |                         |
| (Last)<br>C/O LIVE NATIC<br>INC., 9348 CIVIC | 3. Date of Earliest Transaction (Month/Day/Year)<br>11/25/2013   |  |  |                                    |         |  | X Officer (give title below) Other (specify below) EVP & General Counsel           |   |  |  |                         |
| BEVERLY HILLS                                | (Street)<br>S, CA 90210  | 4. If Amendment, Date Original Filed(Month/Day/Year) |  |                                    |         |  |  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br>_X_Form filed by One Reporting Person<br>Form filed by More than One Reporting Person |  |  |                         |
| (City)                                       | (State)  | (Zip)  | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |                                    |         |  |  |   |  |  |                         |
| 1.Title of Security<br>(Instr. 3)            | 2. Transaction<br>Date<br>(Month/Day/Year) 2A. Deemed<br>Execution Date, if<br>(Month/Day/Year) any 3. Transaction<br>Code<br>(Instr. 8) |  |  | 4. Secur<br>(A) or D<br>(Instr. 3, | isposed | d of (D)   | 5. Amount of Securities Beneficially<br>Owned Following Reported<br>Transaction(s) | Ownership   | 7. Nature<br>of Indirect<br>Beneficial |  |                         |
|  |  |  | (Month/Day/Year)   | Code                               | v       | Amount   | (A)<br>or<br>(D)   | Price   |  | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | Ownership<br>(Instr. 4) |
| Common Stock                                 |  | 11/25/2013   |  | М                                  |         | 2,253  | А  | \$<br>11.01   | 285,233                                | D  |                         |
| Common Stock                                 |  | 11/25/2013   |  | S                                  |         | 20,015   |  | \$<br>17.57<br><u>(1)</u>   | 265,218                                | D  |                         |

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

Persons who respond to the collection of information

SEC 1474 (9-02)

contained in this form are not 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. Т | Title of   | 2.          | 3. Transaction   | 3A. Deemed         | 4.         |     | 5. Number     |         | 6. Date Exercisable and |            | 7. Title and Amount      |           | 8. Price of | 9. Number of   | 10.        | 11. Nature  |
| Der  | rivative   | Conversion  | Date             | Execution Date, if | Transact   | ion | of            |         | Expiration Date         |            | of Underlying            |           | Derivative  | Derivative     | Ownership  | of Indirect |
| Sec  | curity   | or Exercise | (Month/Day/Year) | any                | Code       |     | Der           | vative  | (Month/Day/Year)        |            | Securities               |           | Security    | Securities     | Form of    | Beneficial  |
| (Ins | str. 3)  | Price of    |                  | (Month/Day/Year)   | (Instr. 8) | )   | Seci          | urities | s                       |            | (Instr. 3 and 4) (Instr. |           | (Instr. 5)  | Beneficially   | Derivative | Ownership   |
|      |  | Derivative  |                  |                    |            |     | Acq           | uired   |                         |            | î î î                    |           |             | Owned          | Security:  | (Instr. 4)  |
|      |  | Security    |                  |                    |            |     | (A)           | or      |                         |            |                          |           |             | Following      | Direct (D) |             |
|      |  | -           |                  |                    |            |     | Dis           | sposed  |                         |            |                          |           | Reported    | or Indirect    |            |             |
|      |  |             |                  |                    |            |     | of (D)        |         |                         |            |                          |           |             | Transaction(s) | (I)        |             |
|      |  |             |                  |                    |            |     | (Instr. 3, 4, |         |                         |            |                          |           |             | (Instr. 4)     | (Instr. 4) |             |
|      |  |             |                  |                    |            |     | and 5)        |         |                         |            |                          |           |             |                |            |             |
|      |  |             |                  |                    |            |     |               |         |                         |            |                          | Amount    |             |                |            |             |
|      |  |             |                  |                    |            |     |               |         | Date                    | Expiration | m.1                      | or        |             |                |            |             |
|      |  |             |                  |                    |            |     |               |         | Exercisable             |            | Title                    | Number    |             |                |            |             |
|      |  |             |                  |                    | Code       | v   | (A)           | (D)     |                         |            |                          | of Shares |             |                |            |             |
| Sto  | ock  |             |                  |                    |            |     |               |         |                         |            | C                        |           |             |                |            |             |
| On   | tion   | \$ 11.01    | 11/25/2013       |                    | М          |     |               | 2,253   | <u>(2)</u>              | 06/23/2020 | Common                   | 2,253.00  | \$ 0        | 133,427        | D          |             |
| (bu  |  | ψ 11.01     | 11/23/2013       |                    | 1/1        |     |               | 2,235   |                         | 00/20/2020 | Stock                    | 2,205.00  | ΨŪ          | 100,427        | D          |             |

## **Reporting Owners**

|   | Relationships |           |                       |       |  |  |  |  |
|---|---------------|-----------|-----------------------|-------|--|--|--|--|
| Reporting Owner Name / Address  | Director      | 10% Owner | Officer               | Other |  |  |  |  |
| Rowles Michael<br>C/O LIVE NATION ENTERTAINMENT, INC.<br>9348 CIVIC CENTER DRIVE<br>BEVERLY HILLS, CA 90210 |               |           | EVP & General Counsel |       |  |  |  |  |

### Signatures

Kathy Willard, Attorney-in-Fact for Michael Rowles 11/27/2013 \*\*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).
- This transaction was executed in multiple trades at prices ranging from \$17.56 to \$17.59. The price reported reflects the weighted average sale price. The reporting person hereby (1) undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (2) Only vested shares may be exercised. As of the date of this report 99,507 shares are vested and exercisable and 33,920 shares will vest on June 23, 2014.

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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