# FORM 4

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

| OMB APPROVAL             |           |  |  |  |  |
|--------------------------|-----------|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |
| Estimated average burden |           |  |  |  |  |
| nours per response       | e 0.5     |  |  |  |  |

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

#### 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

|  | pe Response |                  |   |   |      |  |             |   |  |  |  |   |   |   |  |                 |
|--|-------------|------------------|---|---|------|--|-------------|---|--|--|--|---|---|---|--|-----------------|
| 1. Name and Address of Reporting Person * MAYS RANDALL THOMAS                        |             |                  | 2. Issuer Name and Ticker or Trading Symbol Live Nation Entertainment, Inc. [LYV] |   |      |  |             |   | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  X Director 10% Owner   |  |  |   |   |   |  |                 |
| (Last) (First) (Middle) C/O LIVE NATION ENTERTAINMENT, INC., 9348 CIVIC CENTER DRIVE |             |                  |   | 3. Date of Earliest Transaction (Month/Day/Year) 06/06/2017 |      |  |             |   |  |  | er (give title belo                              | ow)                                       | Other (spe  |   | w)   |                 |
| (Street) BEVERLY HILLS, CA 90210   |             |                  | 4. If Amendment, Date Original Filed(Month/Day/Year)                              |   |      |  |             |   | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person _Form filed by More than One Reporting Person |  |  |   |   |   |  |                 |
| (City  | )           | (State)          | (Zip)   | Table I - Non-Derivative Securities Acqui                   |      |  |             |   |  | ired, Disposed of, or Beneficially Owned |  |   |   |   |  |                 |
| 1.Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)                 |             | •                |   | Code<br>(Instr. 8)  |      | 4. Securities Acquire (A) or Disposed of ( (Instr. 3, 4 and 5) |             |   | (D) Beneficially Owned Following<br>Reported Transaction(s)  |  |  | Ownership Form:                           |   | Beneficial  |  |                 |
|  |             |                  | (Month/Day/Year)  |   | Code | v  | Amoun       | (A) or (D)                              | Price  | (Instr. 3 and 4)                         |  |   | or India<br>(I)<br>(Instr. 4  | ect (I  | wnership<br>nstr. 4)   |                 |
| Common   | Stock       |                  | 06/06/2017  |   |      | A  |             | 4,389                                   | A  | \$ 0<br>(1) (2)                          | 116,547  | 5,547                                     |   | D   |  |                 |
| Common Stock   |             |                  |   |   |      |  |             |   |  | 38,198                                   |  |   | Ι   |   | ee<br>ootnote  |                 |
| Reminder: indirectly.  | Report on a | separate line fo | or each class of secu   | rities beneficial   | ly o | wned dire  | Pers        | ons wh                                  | n this i   | form a                                   | re not req                                       | ection of ir<br>juired to re<br>d OMB cor | espond un   | less  | SEC  | 1474 (9-<br>02) |
|  |             |                  |   | erivative Secur   |      |  |             |   |  |  |  | i   |   |   |  |                 |
| Security   | Conversion  | (Month/Day/Y     | saction 3A. Deemed Execution Day/Year) any  | 4.  |      | 5. Number 6 of a   |             | 6. Date Exercisable and Expiration Date |  | 7. An<br>Un<br>Sec                       | Fitle and abount of derlying curities str. 3 and | Derivative<br>Security<br>(Instr. 5)      | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s<br>(Instr. 4) | Own<br>Forn<br>Der<br>Secon<br>Dire<br>or In<br>(s) (I) | nership<br>m of<br>ivative<br>urity:<br>ect (D)<br>ndirect<br>tr. 4) | (Instr. 4)      |
|  |             |                  |   | Code  | V    | (A) (D)  | Date<br>Exe | _                                       | Expirat<br>Date  | ion Tit                                  | or<br>Number<br>of<br>Shares                     |   |   |   |  |                 |

### **Reporting Owners**

| Describer Occurs Name / Address     | Relationships |           |         |       |  |  |  |
|-------------------------------------|---------------|-----------|---------|-------|--|--|--|
| Reporting Owner Name / Address      |               | 10% Owner | Officer | Other |  |  |  |
| MAYS RANDALL THOMAS                 |               |           |         |       |  |  |  |
| C/O LIVE NATION ENTERTAINMENT, INC. | X             |           |         |       |  |  |  |
| 9348 CIVIC CENTER DRIVE             | Λ             |           |         |       |  |  |  |
| BEVERLY HILLS, CA 90210             |               |           |         |       |  |  |  |

### **Signatures**

| Kathy Willard, Attorney-in-Fact for Randall Thomas Mays | 06/08/2017 |  |  |
|---|------------|--|--|
| **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).

- Reporting person received the award under the Live Nation Entertainment, Inc. 2005 Stock Incentive Plan, as amended and restated as of March 19, 2015. (2) Represents a restricted stock award. These shares will vest in full on June 6, 2018.
- (3) The reporting person's indirect beneficial ownership is comprised of (i) 32,568 shares held by trusts of which the reporting person is the trustee, but not the beneficiary and (ii) 5,630 shares held by a trust of which the reporting person is a 25% beneficiary and co-trustee.

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.