| SEC | Form | 4 |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Check this box to indicate that a

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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| | | Table I - Non- | Derivative Securities Acquired, Disposed of, or Bene | eficially Owned | | | | | |
|--|--|----------------|---|--|-----------------------|--|--|--|--|
| (City) | (State) | (Zip) | | | | | | | |
| Street) BEVERLY | HILLS CA | 90210 | | Form filed by More than | One Reporting Person | | | | |
| C/O LIVE NATION ENTERTAINMENT, INC. 9348 CIVIC CENTER DRIVE | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | X Form filed by One Repo | | | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 06/13/2024 | Officer (give title below) | Other (specify below) | | | | |
| 1. Name and A <u>Paul Rich</u> | ddress of Reporting Per ard A. | son* | 2. Issuer Name and Ticker or Trading Symbol Live Nation Entertainment, Inc. [LYV] | 5. Relationship of Reporting Perso (Check all applicable) X Director | | | | | |
| affirmative of | s intended to satisfy the defense conditions of Rule See Instruction 10. | | | | | | | | |

6. Ownership Form: Direct (D) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 7. Nature of 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of Date Execution Date, Transaction Securities Indirect (Month/Dav/Year) if anv Code (Instr. Beneficially Owned or Indirect (I) Beneficial 8) (Month/Day/Year) Following Reported (Instr. 4) Ownership Transaction(s) (Instr. 4) (A) or (D) (Instr. 3 and 4) Code v Amount Price 06/13/2024 2,115 **\$0**⁽¹⁾⁽²⁾ 4,928 D Common Stock Α Α

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | Execution Date, | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported | Direct (D) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|---|--|-----------------|---|---|--|-----|--|--------------------|--|-------------------------------------|--------------------------------------|--|------------|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | Transaction(s) (Instr. 4) | | |

Explanation of Responses:

1. Reporting person received the award under the Live Nation Entertainment, Inc. 2005 Stock Incentive Plan, as amended and restated as of March 21, 2024.

2. Represents a restricted stock award. These shares will vest in full on June 13, 2025.

Remarks:

Brian Capo, Attorney-in-Fact for 06/14/2024 Richard A. Paul

** Signature of Reporting Person

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

 * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the

Date