

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

**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

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 transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>Rapino Michael</u> _____ (Last) (First) (Middle) <u>C/O LIVE NATION ENTERTAINMENT, INC.</u> <u>9348 CIVIC CENTER DRIVE</u> _____ (Street) <u>BEVERLY HILLS CA</u> <u>90210</u> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Live Nation Entertainment, Inc. [ LYV ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><b>President &amp; CEO</b></p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/12/2024</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock <sup>(1)</sup>	09/12/2024		M		150,000	A	\$25.33	3,800,964	D	
Common Stock	09/12/2024		S		98,849	D	\$97.5 <sup>(2)</sup>	3,702,115	D	

**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)	3A. Deemed Execution Date, if any (Month/Day/Year)	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)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (buy)	\$25.33	09/12/2024		M			150,000	(3)	01/22/2025	Common Stock	150,000	\$0	0	D	

**Explanation of Responses:**

- This Form 4 reports the exercise of employee stock options by the reporting person that were granted approximately 10 years ago and that would otherwise expire in January 2025 if not exercised during an open trading window prior to such expiration. THE REPORTING PERSON EXERCISED THE OPTIONS IN A MANNER INTENDED TO MAXIMIZE THE NUMBER OF SHARES ACQUIRED AND RETAINED, AFTER THE SALE OF SHARES IN AN AMOUNT SUFFICIENT TO GENERATE PROCEEDS USED TO PAY WITHHOLDING TAXES AND EXERCISE PRICE. AS A RESULT OF THE TRANSACTIONS REPORTED ON THIS FORM 4, THE REPORTING PERSON'S OWNERSHIP OF THE ISSUER'S COMMON STOCK INCREASED BY 51,151 SHARES.
- This transaction was executed in multiple trades at prices ranging from \$97.03 to \$98.00. The price reported reflects the weighted average sale price. The reporting person hereby 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.
- The reporting person received the stock options on January 22, 2015 under the Live Nation Entertainment, Inc. 2005 Stock Incentive Plan, as amended and restated as of April 15, 2011. The stock options vested in two equal annual installments on March 31, 2016 and March 31, 2017.

**Remarks:**

Brian Capo, Attorney-in-Fact for 09/12/2024  
Michael Rapino  
 \*\* Signature of Reporting Person Date

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.