SEC Form 4	

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL								
OMB Number: 3235-028								
Estimated average burden								
hours per response	. 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

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

(Last) (First) (Middle) C/C PAMPLONA CAPITAL MANAGEMENT LLC, 3. Date of Earliest Transaction (Month/Day/Year) See Remarks 667 MADISON AVENUE, 22ND FLOOR 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) New YORK NY 10065 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of Beneficially (Instr. 3) 6. Amount of Person 6. Amount of Beneficially (Instr. 4) 6. See Footnotes ^{(U)(3)} Common Stock 05/02/2022 jc ² jc ² 12,961,421 A c ² 51,845,685 I See Footnotes ^{(U)(3)} Common Stock 05/02/2022 jc ² jc ² </th <th colspan="3">1. Name and Address of Reporting Person[*] <u>Pamplona Capital Partners V, L.P.</u></th> <th colspan="7">2. Issuer Name and Ticker or Trading Symbol Latham Group, Inc. [SWIM]</th> <th colspan="6">5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner Officer (give title V Other (specify</th>	1. Name and Address of Reporting Person [*] <u>Pamplona Capital Partners V, L.P.</u>			2. Issuer Name and Ticker or Trading Symbol Latham Group, Inc. [SWIM]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner Officer (give title V Other (specify									
Image: state of the state	C/O PAMPLONA CAPITAL MANAGEMENT LLC,				· · · · · ·									v)	1	b				
(Sites) (City) (Sites) (Sites) (Sites) (City) (Sites)				4. lf /	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable						
Table I - Non-Derivative Socurities Acquired, Disposed of, or Beneficially Owned 1. Title of Socurity (Instr. 3) 2. Transaction (Instr. 0)															Line) Form filed by One Reporting Person Form filed by More than One Reporting					
1. This of Security (Instr. 3) 2. Security (Instr. 3) 2. Security (Instr. 3) 3. Security (Instr. 3) Security (Instr. 3) 3. Security (Instr. 3) 1. Security (Instr. 3) 1. Security (Instr. 3) Security (Instr. 4) 1. Security (Instr. 4) 1. Security (Instr. 4) 1. Security (Instr. 4) Security (Instr. 4) 1. Security (Instr. 4) Security (Instr. 4) Security (Instr. 4) Security (Instr. 4) Security (Instr. 4) <td>(City)</td> <td>(St</td> <td>ate) (A</td> <td>Zip)</td> <td></td>	(City)	(St	ate) (A	Zip)																
Initial Control Description			Table	I - Non-Deriva	tive \$	Sec	urities	s Acq	uired	l, Dis	posed	of, or	Benefi	cially Own	ed					
Image: constraint of the standard	1. Title of Security (Instr. 3)		Date	Execution Date		n Date,	ate, Transa Code (saction Disposed Of (D) 9 (Instr. 5)) (Instr. 3, 4 and		Securities Beneficially Owned Following Reported		Form: Direct (D) or Indirect (I)		Indirect Beneficial Ownership (Instr.			
Common Stock 05/02/2022 p ^{2/2} 12/961,421 D i ^{2/3} 38/884,204 I Footnotes ^{11/2} Common Stock 05/02/2022 j ^{2/3} 12/961,421 A i ^{2/3} 51.845,685 I Nee Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) St.845,685 I Nee 1. Title of Berniter Berniter Common Stock 0.5/02/2022 St.Mumber of the securities Convertible securities Number of Or adverter St.Number of Or adverter St.Price of Disposed Number of Or adverter Number of Or adver Numb								Code	V	Amo	unt	(D)	Price							
Common Stock 05/02/2022 pi/2 pi/2 12/96/1,4/21 A (2) 51,345,6/3 I Footnotes(04) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible Securities) 1. Title of Derivative Security Transaction Derivative Security A. Derivative Security B. Price of Security (Memb/DayYear) B. Number of Security (Memb/DayYear) S. Number Security (Memb/DayYear) Transaction Security (Memb/DayYear) B. Price of Security (Memb/DayYear) B. Price of Security (Memb/DayYear) B. Price of Security (Memb/DayYear) B. Number of Security (Memb/DayYear) B. Number of Security (Memb/DayYear) B. Number of Security (Memb/DayYear) B. Price of Security (Memb/DayYear) B. Number of Security (Memb/DayYear) B.	Common	Common Stock 05/02/20						J ⁽²⁾		12,9	61,421	1,421 D		38,884,26	384,264				tes ⁽¹⁾⁽³⁾⁽⁴⁾	
1. The order of period of	Common Stock 05/02/2022								12,961,421				51,845,685				See Footnotes ⁽¹⁾⁽³⁾⁽⁴⁾			
1. The dot Security 2. Transaction or Exercise (Month/Day/Year) 3. Transaction (Month/Day/Year) 3. Denned (Transaction) 4. Denned Derivative (Month/Day/Year) 4. Denned (Transaction) 4. Denned Derivative (Month/Day/Year) 1. The end (Month/Day/Year) 8. Uniter of Derivative (Month/Day/Year) 8. Uniter of Derivativ																				
1. Name and Address of Reporting Person' Pamplona Capital Partners V, L.P, (Last) (First) (Middle) C/O PAMPLONA CAPITAL MANAGEMENT LLC, 667 MADISON AVENUE, 22ND FLOOR (Street) NEW YORK NY 1. Name and Address of Reporting Person' Pamplona Private Equity Carryco Y, L.P. (Last) (First) (Middle) C/O PAMPLONA CAPITAL MANAGEMENT LLC, 667 MADISON AVENUE, 22ND FLOOR (Street) NEW YORK NY 10065 (Last) (First) (Middle) C/O PAMPLONA CAPITAL MANAGEMENT LLC, 667 MADISON AVENUE, 22ND FLOOR	Derivative Security	Conversion or Exercise Price of Derivative	Date	Execution Date, if any	4. Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		6. Date Exercisa Expiration Date		ate	Ame Sec Und Der Sec	ount of urities lerlying ivative urity (Inst	Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported Transaction(s)		Ownership Form: Direct (D) or Indirect		11. Nature of Indirect Beneficial Ownership (Instr. 4)	
Pamplona Capital Partners V, L.P. (Last) (First) (Last) (First) (CO PAMPLONA CAPITAL MANAGEMENT LLC, 667 MADISON AVENUE, 22ND FLOOR (Street) NEW YORK NEW YORK NY 1. Name and Address of Reporting Person [*] Pamplona Private Equity Carryco V, L.P. (Last) (First) (Niddle) C/O PAMPLONA CAPITAL MANAGEMENT LLC 667 MADISON AVENUE, 22ND FLOOR (Street) NEW YORK NY 10065					Code	v	/ (A) (D)						or Numbe of	ər						
(Last) (First) (Middle) C/O PAMPLONA CAPITAL MANAGEMENT LLC, 667 MADISON AVENUE, 22ND FLOOR (Street) (Street) NEW YORK NY 10065 (City) (State) (Zip) 1. Name and Address of Reporting Person [*] Pamplona Private Equity Carryco V, L.P. (Last) (First) (Middle) C/O PAMPLONA CAPITAL MANAGEMENT LLC 667 MADISON AVENUE, 22ND FLOOR (Street) NVENUE, 22ND FLOOR (Street) NY 10065						T	_				1									
C/O PAMPLONA CAPITAL MANAGEMENT LLC, 667 MADISON AVENUE, 22ND FLOOR (Street) NEW YORK NY 10065 (City) (State) (Zip) 1. Name and Address of Reporting Person" Pamplona Private Equity Carryco V, L.P. (Last) (First) (Middle) C/O PAMPLONA CAPITAL MANAGEMENT LLC 667 MADISON AVENUE, 22ND FLOOR (Street) NEW YORK NY 10065	Pamplo	ona Capit	<u>al Partners V</u> ,	<u>L.P.</u>																
NEW YORK NY 10065 (City) (State) (Zip) 1. Name and Address of Reporting Person [*] Pamplona Private Equity Carryco V, L.P. (Last) (First) (Last) (First) C/O PAMPLONA CAPITAL MANAGEMENT LLC 667 MADISON AVENUE, 22ND FLOOR (Street) NEW YORK NY 10065	C/O PAN	MPLONA C	CAPITAL MAN	AGEMENT LLC	, ,															
1. Name and Address of Reporting Person* Pamplona Private Equity Carryco V, L.P. (Last) (First) (Middle) C/O PAMPLONA CAPITAL MANAGEMENT LLC 667 MADISON AVENUE, 22ND FLOOR (Street) NEW YORK NY 10065		ORK	NY	10065																
Pamplona Private Equity Carryco V, L.P. (Last) (First) (Middle) C/O PAMPLONA CAPITAL MANAGEMENT LLC 667 MADISON AVENUE, 22ND FLOOR (Street) (Street) NEW YORK NY	(City)		(State)	(Zip)																
C/O PAMPLONA CAPITAL MANAGEMENT LLC 667 MADISON AVENUE, 22ND FLOOR (Street) NEW YORK NY 10065																				
NEW YORK NY 10065	C/O PAN	MPLONA C	CAPITAL MAN	AGEMENT LLC	2															
(City) (State) (Zip)		ORK	NY	10065																
	(City)		(State)	(Zip)																

Explanation of Responses:

1. This statement is being filed by Pamplona Capital Partners V, L.P. ("PCP V") and Pamplona Private Equity Carryco V, L.P. ("PPEC V", and together with PCP V, the "Reporting Persons").

2. Represents a cross-trade, pursuant to which PCP V transferred 12,961,421 shares of common stock, par value \$0.0001 per share (the "Common Stock") of Latham Group, Inc. (the "Issuer") to PPEC V for no monetary consideration.

3. The shares of Common Stock are held by PCP V and PPEC V. PCP V is controlled by Pamplona Equity Advisors V Ltd. ("PEA V"), its general partner. Mr. John C. Halsted owns 100% of the shares of PEA V. Pamplona PE Investments Malta Limited ("PE Malta") serves as an investment manager to PCP V. Pamplona Capital Management LLP ("PCM LLP"), Pamplona Capital Management LLC ("PCM LLC") and Pamplona Capital Management (PE) SL ("PCM SL", and collectively with PCM LLP and PCM LLC, the "Pamplona Manager Entities") serve as investment advisors to PE Malta. Mr. John C. Halsted and Mr. Alexander M. Knaster are the principals of the Pamplona Manager Entities. PPEC V is controlled by Pamplona Equity Carryco Advisors V, Ltd. ("PECA V"), its general partner. Pamplona PE Investments II, Ltd. ("PPEI") owns 100% of the shares of PECA V. Mr. Alexander M. Knaster owns 100% of the shares of PPEI.

4. Each Reporting Person disclaims beneficial ownership of the securities reported herein except to the extent of its pecuniary interest therein, if any, and this report shall not be deemed an admission that any such person or entity is the beneficial owner of, or has any pecuniary interest in, such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

Remarks:

Each of PCP V, PEA V, PPEC V, PE Malta, PECA V, PPEI, the Pamplona Manager Entities, Mr. Halsted and Mr. Knaster (collectively, "Pamplona") is a member of a 10% group with Wynnchurch Capital Partners, IV, L.P., WC Partners Executive IV, L.P., Wynnchurch Partners IV, L.P., Wynnchurch Management, Ltd., Wynnchurch Capital, L.P., John Hatherly, Frank Hayes and Christopher O'Brien (collectively, "Wynnchurch"). None of the shares of Common Stock held by Wynnchurch are reflected in this report. Dane Derbyshire and William Pruellage currently serve as Pamplona's representatives on the Issuer's board of directors, and therefore Pamplona may be deemed to be a "director by deputization" of the Issuer. Due to limitations on the number of reporting persons permitted in one filing on the SEC EDGAR filing system, the following entities and individuals are filing a separate Form 4: (i) PEA V; (ii) PECA V; (iii) PPEI; (iv) PE Malta; (v) PCM LLP (vi) PCM LLC; (vii) PCM SL; (viii) Mr. Halsted; and (ix) Mr. Knaster.

/s/ Ronan Guilfoyle, Director
of PAMPLONA CAPITAL
PARTNERS V, L.P. By:05/04/2022Pamplona Equity Advisors V
Ltd., its General Partner05/04/2022/s/ Ronan Guilfoyle, Director
of PAMPLONA PRIVATE
EQUITY CARRYCO V, L.P.
By: Pamplona Equity Carryco
Advisors V, Ltd., its General
Partner05/04/2022** Signature of Reporting PersonDate

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.