SEC Form 4

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. <i>See</i> Instruction 1(b).
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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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In

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			or Section 30(h)	of the Ir	vestr	nent Company A	ct of 19	40			
1. Name and Address of Reporting Person [*] <u>Wynnchurch Partners IV, L.P.</u>			2. Issuer Name and Ticker or Trading Symbol Latham Group, Inc. [SWIM]					Relationship of Rep heck all applicable) X Director		s) to Issuer .0% Owner	
(Last) 6250 N. RIVEI SUITE 10-100		Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/11/2022					Officer (give below)		Other (specify elow)	
(Street) ROSEMONT (City)		50018 Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)				,	Group Filing (Cl One Reporting More than On	g Person		
	Table	I - Non-Deriva	tive Securitie	s Acq	uire	d, Disposed	of, o	r Benefici	ally Owned		
Date		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5) Securities Fo Beneficially (D) Owned Ind Following (In:		Dwnership m: Direct7. Nature of IndirectorBeneficialirect (I)Ownership (Instr. 4)
				Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock per share	, par value \$0.0001	01/11/2022		D		2,702,021 ⁽¹⁾	D	\$18.6713	14,545,703	I	By: Wynnchurch Capital Partners IV

per onare								Partners IV, L.P. ⁽²⁾
Common Stock, par value \$0.0001 per share	01/11/2022	D	81,376 ⁽¹⁾	D	\$18.6713	438,068	I	By: WC Partners Executive IV, L.P. ⁽²⁾

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) 3A. Deemed Execution Date, if any 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Securities 9. Number of derivative Securities 10. Ownership Form: 11. Nature of Indirect Beneficial 3. Transaction Date 8. Price of Derivative 2. Conversion л 5. Number Transaction Code (Instr. 8) of Derivative or Exercise Price of Derivative (Month/Day/Year) Security (Instr. 5) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Ownership (Instr. 4) (Month/Day/Year) Underlying Beneficially Direct (D) or Indirect (I) (Instr. 4) Derivative Owned Security Security (Instr. 3 and 4) Following Reported Transaction(s) (Instr. 4) Amount or Number Date Exercisable Expiration Date of Shares Code v (A) (D) Title

1. Name and Address of Reporting Person* Wynnchurch Partners IV, L.P.

(Last)	(First)	(Middle)	
6250 N. RIVER	ROAD		
SUITE 10-100			
(Street)			
ROSEMONT	IL	60018	
(City)	(State)	(Zip)	
1. Name and Addres	s of Reporting Perso		
<u> </u>	<u>wanagement, </u>	<u>Ltd.</u>	
(Last)	(First)	Ltd. (Middle)	
	(First)		
(Last)	(First)		
(Last) 6250 N. RIVER SUITE 10-100	(First)		
(Last) 6250 N. RIVER	(First) ROAD		

(City)	(State)	(Zip)
1. Name and Address of <u>HATHERLY JC</u>		
(Last) 6250 N. RIVER R(SUITE 10-100	(First) DAD	(Middle)
(Street) ROSEMONT	IL	60018
(City)	(State)	(Zip)

Explanation of Responses:

1. Represents 2,702,021 shares of common stock sold to the Issuer by Wynnchurch Capital Partners IV, L.P. and 81,376 shares of common stock sold to the Issuer by WC Partners Executive IV, L.P. 2. Wynnchurch Capital Partners IV, L.P. directly owns 14,545,703 shares of common stock and WC Partners Executive IV, L.P. directly owns 438,068 shares of common stock. The general partner of Wynnchurch Capital Partners IV, L.P. and WC Partners Executive IV, L.P. is Wynnchurch Partners IV, L.P. (the "General Partner"). The general partner of the General Partner is Wynnchurch Management, Ltd. ("WML"). WML and a limited partner consisting of other senior partners manage the General Partner, provided that WML's consent is required for any action, decision, consent or other determination. The sole director of WML is John Hatherly.

Remarks:

The reporting persons are a member of a 10% group with (i) Pamplona Capital Partners V, L.P., Pamplona Equity Advisors V Ltd, Pamplona PE Investments Malta Limited, Pamplona Capital Management LLC, Pamplona Capital Management LLC, Pamplona Capital Management LLC, Pamplona Capital Management (PE) SL, Pamplona Capital Management (Monaco) SAM, John C. Halsted and Alexander Knaster (collectively, the "Pamplona Entities"), and (ii) Wynnchurch Capital Partners IV, L.P., WC Partners Executive IV, L.P. and Christopher O'Brien. None of the shares of common stock held by Pamplona Entities are reflected in this report. Christopher O'Brien currently serves as the reporting persons' representative on the Latham Group, Inc.'s board of directors, and therefore each reporting person may be deemed to be a "director by deputization" of Latham Group, Inc.

<u>/s/ See signatures attached as</u>	01/12/2022
Exhibit 99.1	01/12/2022

** 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.

This statement on Form 4 is filed by: (i) Wynnchurch Partners IV, L.P., (ii) Wynnchurch Management, Ltd. and (iii) John A. Hatherly.

Name of Designated Filer: Wynnchurch Partners IV, L.P.

Date of Event Requiring Statement: January 11, 2022

Issuer Name and Ticker or Trading Symbol: Latham Group, Inc. SWIM

WYNNCHURCH PARTNERS IV, L.P.

- By: Wynnchurch Management, Ltd., its General Partner
- By: /s/ Christopher P. O'Brien Name: Christopher P. O'Brien Title: Executive Vice President

WYNNCHURCH MANAGEMENT, LTD.

By: /s/ Christopher P. O'Brien Name: Christopher P. O'Brien Title: Executive Vice President

JOHN A. HATHERLY

By: /s/ John A. Hatherly