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

SCHEDULE 13D

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO § 240.13d-2(a)

(Amendment No. 16)1

<u>United Parks & Resorts Inc.</u> (Name of Issuer)

Common Stock, par value \$0.01 per share (Title of Class of Securities)

81282V100 (CUSIP Number)

SCOTT ROSS HILL PATH CAPITAL LP 150 East 58th Street, 33rd Floor New York, New York 10155 (212) 632-5420

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

February 27, 2024 (Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box \square .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1	NAME OF REPORT	TNG PERSON	
	HILL PATH C	APITAL PARTNERS LP	
2	CHECK THE APPRO	OPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆
			(b) □
3	SEC USE ONLY		
4	SOURCE OF FUND	S	
	WC		
5	CHECK BOX IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR	2(e) 🗆
6	CITIZENSHIP OR P	LACE OF ORGANIZATION	_
	DELAWARE		
NUMBER OF	7	SOLE VOTING POWER	
SHARES BENEFICIALLY		5,885,065	
OWNED BY	8	SHARED VOTING POWER	
EACH REPORTING		-0-	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		5,885,065	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMO	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	_
	5,885,065		
12		E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
	9.2%		
14	TYPE OF REPORTI	NG PERSON	
	PN		

1	NAME OF REPOR	RTING PERSON		
		CAPITAL CO-INVESTMENT PARTNERS LP	(a) 🗆	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP			
			(b) □	
3	SEC USE ONLY			
4	SOURCE OF FUN	TNS		
7	SOURCE OF FOR	מס		
	WC			
5	CHECK BOX IF D	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OF	R 2(e) □	
6	CITIZENSHIP OR	PLACE OF ORGANIZATION		
	557			
NUMBER OF	DELAWARI 7	SOLE VOTING POWER		
SHARES	/	SOLE VOTING POWER		
BENEFICIALLY		176,201		
OWNED BY	8	SHARED VOTING POWER		
EACH				
REPORTING PERSON WITH	9	- 0 - SOLE DISPOSITIVE POWER		
TERSON WITH	9	SOLE DISPOSITIVE POWER		
		176,201		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	177. 201			
12	176,201	THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
12	CHECK BOX II 1	TIE TOOKEOTTE TWO OF THE TOOK (11) EXCECUES CERTAIN STRAKES	Ш	
13	PERCENT OF CL.	ASS REPRESENTED BY AMOUNT IN ROW (11)		
	Less than 1%	, ,		
14	TYPE OF REPORT	TING PERSON		
	DNI			
	PN			

1	NAME OF REPORT	ING PERSON	
	HILL PATH C	APITAL PARTNERS-H LP	
2	CHECK THE APPRO	OPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆
			(b) □
3	SEC USE ONLY		
4	SOURCE OF FUND	S	
	WC		
5	CHECK BOX IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2	2(e) □
6	CITIZENSHIP OR P	LACE OF ORGANIZATION	
	DELAWARE		
NUMBER OF	7	SOLE VOTING POWER	
SHARES BENEFICIALLY		1,334,162	
OWNED BY EACH	8	SHARED VOTING POWER	
REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		1,334,162	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1,334,162		
12	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
	2.1%		
14	TYPE OF REPORTI	NG PERSON	
	PN		

1	NAME OF REPORTING PERSON			
	HILL PATH C	APITAL PARTNERS CO-INVESTMENT E LP		
2		OPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆	
			(b) □	
3	SEC USE ONLY		-	
4	SOURCE OF FUND	DS .		
	WC			
5	CHECK BOX IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR	2(e) 🗆	
6	CITIZENSHIP OR F	PLACE OF ORGANIZATION	-	
	DELAWARE			
NUMBER OF SHARES	7	SOLE VOTING POWER		
BENEFICIALLY		6,109,961		
OWNED BY EACH	8	SHARED VOTING POWER		
REPORTING		- 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
		6,109,961		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMO	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	6,109,961			
12	CHECK BOX IF TH	IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)		
	9.6%	N. G. DVIDGON		
14	TYPE OF REPORTI	ING PERSON		
	PN			

1	NAME OF REPORT	ING PERSON	
	HILL PATH C	APITAL PARTNERS CO-INVESTMENT E2 LP	
2		OPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆
			(b) □
3	SEC USE ONLY		
4	SOURCE OF FUND	S	
	WC		
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2	2(e) 🗆
6	CITIZENSHIP OR P	LACE OF ORGANIZATION	
	DELAWARE		
NUMBER OF	7	SOLE VOTING POWER	
SHARES BENEFICIALLY		402,017	
OWNED BY	8	SHARED VOTING POWER	
EACH REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		402,017	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	402,017		
12		E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
14	Less than 1% TYPE OF REPORTI	NG PERSON	
11			
	PN		

1	NAME OF REPOR	RTING PERSON	
1	TWINE OF REFOR	THO LEGON	
	HILL PATH	CAPITAL PARTNERS CO-INVESTMENT S LP	
2	CHECK THE APP	ROPRIATE BOX IF A MEMBER OF A GROUP	(a) □
			(b) □
	GEG LIGE ONLY		
3	SEC USE ONLY		
4	SOURCE OF FUN	DS	

5	WC	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) O	D 2(a)
3	CHECK BOX IF I	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO TIEM 2(d) O	K 2(e) □
6	CITIZENSHIP OR	PLACE OF ORGANIZATION	
NUMBER OF	DELAWARI 7	SOLE VOTING POWER	
SHARES	/	SOLE VOTING POWER	
BENEFICIALLY		83,900	
OWNED BY	8	SHARED VOTING POWER	
EACH			
REPORTING PERSON WITH	9	- 0 - SOLE DISPOSITIVE POWER	
TERSON WITH		SOLL DISTOSITIVE TOWER	
		83,900	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AM	IOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	83,900	NIE - GODEO - WE - MONTH DAD ON (44) EVOLVEDES CEDE DA ON DES	
12	CHECK BOX IF T	THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)	
1.4	Less than 19		
14	TYPE OF REPOR	I ING PERSUN	
	PN		

1	NAME OF REPORT	TNG PERSON	
	HEP FUND LI	p	
2	CHECK THE APPRO	OPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆
			(b) □
3	SEC USE ONLY		
4	SOURCE OF FUND	S	
	WC		
5	CHECK BOX IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR	2(e) 🗆
6	CITIZENSHIP OR P	LACE OF ORGANIZATION	
	DELAWARE		
NUMBER OF	7	SOLE VOTING POWER	
SHARES BENEFICIALLY		10,518,006	
OWNED BY EACH	8	SHARED VOTING POWER	
REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		10,518,006	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMO	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	10,518,006		
12	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
	16.4%		
14	TYPE OF REPORTI	NG PERSON	
	PN		

1	NAME OF REPORT	ING PERSON	
	HM FUND LP		
2		DPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆
			(b) □
2	and han on the		
3	SEC USE ONLY		
4	SOURCE OF FUNDS	S	
	WC		
5		CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2	(e) 🗆
6	CITIZENSHIP OR P	LACE OF ORGANIZATION	
O	CITIZENSIIII OKT	EACE OF ORGANIZATION	
141 (DED 07	DELAWARE		
NUMBER OF SHARES	7	SOLE VOTING POWER	
BENEFICIALLY		2,695,994	
OWNED BY	8	SHARED VOTING POWER	
EACH REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		2,695,994	
	10	SHARED DISPOSITIVE POWER	
11	ACCRECATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	AGGREGATE AMO	UNI BENEFICIALLI OWNED DI EACH KEI OKTINGTEKSON	
	2,695,994		
12	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (11)	
	4.2%		
14	TYPE OF REPORTI	NG PERSON	
	D) I		
	PN		

1	NAME OF REPORT	ING PERSON	
	HAT FUND LI		
2		OPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆
2		STAINE BOTTH TIMESIBER OF TOROOT	(a) □ (b) □
			(8) =
3	SEC USE ONLY		
4	SOURCE OF FUND	S	
	CHECK DON IE DIG	NOT OCUPE OF LEGAL PROCEEDINGS IS REQUIRED BUILDING TO SEEM AVILOR.	
5	CHECK BOX IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2	(e) 🗆
6	CITIZENSHIP OR P	LACE OF ORGANIZATION	
	DEL AWA DE		
NUMBER OF	DELAWARE 7	SOLE VOTING POWER	
SHARES	,	SOLL VOTINGTOWER	
BENEFICIALLY		- 0 -	
OWNED BY EACH	8	SHARED VOTING POWER	
REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
	10	- 0 - SHARED DISPOSITIVE POWER	
	10	SHARED DISTOSHIVE FOWER	
		- 0 -	
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	- 0 -		
12	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
13		STEELESELVIES DI MINOUVI II (10)	
	0%		
14	TYPE OF REPORTI	NG PERSON	
	PN		

1	NAME OF REPORT	TING PERSON	
	HAT FUND I		
2	CHECK THE APPR	OPRIATE BOX IF A MEMBER OF A GROUP	(a) □
			(b) □
2	SEC USE ONLY		
3	SEC USE ONLY		
4	SOURCE OF FUND	OS .	
5	CUECK DOX IE DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR	2(e) 🖂
3	CHECK BOX II DI	SCLOSURE OF LEGAL TROCEEDINGS IS REQUIRED TORSUANT TO THEM 2(u) OR	2(6)
6	CITIZENSHIP OR I	PLACE OF ORGANIZATION	
	DEL AWARE		
NUMBER OF	DELAWARE 7	SOLE VOTING POWER	
SHARES	/	SOLE VOTING POWER	
BENEFICIALLY		- 0 -	
OWNED BY	8	SHARED VOTING POWER	
EACH			
REPORTING PERSON WITH	9	- 0 - SOLE DISPOSITIVE POWER	
TERSON WITH	9	SOLE DISTOSITIVE TOWER	
		- 0 -	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMO	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	- 0 -		
12	CHECK BOX IF TH	IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)	
10		55 162 16521 (125 51 161 60 (11)	
	0%		
14	TYPE OF REPORT	ING PERSON	
	PN		

1	NAME OF REPORT	TING PERSON	-			
	HILL PATH O	CAPITAL PARTNERS GP LLC				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □ (b) □					
3	SEC USE ONLY	SEC USE ONLY				
4	SOURCE OF FUNI AF	SOURCE OF FUNDS AF				
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) □					
6	CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE					
NUMBER OF SHARES BENEFICIALLY	7	SOLE VOTING POWER 7,395,428				
OWNED BY EACH REPORTING	8	SHARED VOTING POWER - 0 -				
PERSON WITH	9	SOLE DISPOSITIVE POWER 7,395,428				
	10	SHARED DISPOSITIVE POWER - 0 -				
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 7,395,428					
12	CHECK BOX IF THE	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 11.6%					
14	TYPE OF REPORT	ING PERSON				

1	NAME OF REPORTING PERSON			
	HILL PATH C	APITAL PARTNERS E GP LLC		
2	CHECK THE APPR	OPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆	
			(b) □	
-				
3	SEC USE ONLY			
4	SOURCE OF FUND	OS .		
5	AF	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR	2(e) \sqcap	
3	CHECK BOX II DI	SCLOSURE OF LEGAL TROCEEDINGS IS REQUIRED TORSUANT TO TIEM 2(d) OR	. 2(6)	
6	CITIZENSHIP OR F	PLACE OF ORGANIZATION		
	DELAWARE			
NUMBER OF	7	SOLE VOTING POWER		
SHARES	,	SOLE VOINGTOWER		
BENEFICIALLY		6,511,978		
OWNED BY	8	SHARED VOTING POWER		
EACH REPORTING		- 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
	10	6,511,978 SHARED DISPOSITIVE POWER		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMO	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	6,511,978			
12		IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
			_	
13	PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)		
	10.2%			
14	TYPE OF REPORTI	ING PERSON		
	00			
	1 00			

1	NAME OF REPORTING PERSON			
	HILL PATH CAPITAL PARTNERS S GP LLC			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □ (b) □			
3	SEC USE ONLY			
4	SOURCE OF FUNDS AF			
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) □			
6	CITIZENSHIP OR DELAWARE			
NUMBER OF SHARES BENEFICIALLY	7	SOLE VOTING POWER 83,900		
OWNED BY EACH REPORTING	8	SHARED VOTING POWER		
PERSON WITH	9	SOLE DISPOSITIVE POWER 83,900		
	10	SHARED DISPOSITIVE POWER - 0 -		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 83,900			
12	CHECK BOX IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 1%			
14	TYPE OF REPORTING PERSON OO			

1	NAME OF REPOR	TING PERSON		
1	NAME OF REPOR	TINO I EKSON		
	HE GP LLC			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □			
			(b) □	
			,	
3	SEC USE ONLY			
4	SOURCE OF FUN	DC		
7	SOURCE OF FUN.	03		
	AF			
5	CHECK BOX IF D	ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) O	R 2(e)	
6	CITIZENSHIP OR	PLACE OF ORGANIZATION		
	DELAWARE			
NUMBER OF	7	SOLE VOTING POWER		
SHARES				
BENEFICIALLY		10,518,006		
OWNED BY	8	SHARED VOTING POWER		
EACH REPORTING		- 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
		SOLD BISTOSTITY LITOWINE		
		10,518,006		
	10	SHARED DISPOSITIVE POWER		
11	AGGREGATE AM	- 0 - OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
11	7.GGILLOTTL AW	CONT BENEFICIALLY ONNER BY ENGINEER ON THOU TEROON		
	10,518,006			
12	CHECK BOX IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
12	DED CENT OF CL	ACC DEDDECENTED DV AMOUNT IN DOW (11)		
13	PERCENT OF CLA	ASS REPRESENTED BY AMOUNT IN ROW (11)		
	16.4%			
14	TYPE OF REPORTING PERSON			
	00			

1	NAME OF REPORT	TNG PERSON	
	HM GP LLC		
2		OPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆
			(b) □
3	SEC USE ONLY		
4	SOURCE OF FUND	o'S	
5	AF	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OF	D 2(a) -
<i>J</i>	CHECK BOA II DI	SCLOSURE OF LEGAL FROCEEDINGS IS REQUIRED FORSOAINT TO TILIN 2(u) OF	K 2(e) 📋
6	CITIZENSHIP OR P	PLACE OF ORGANIZATION	
	DELAWARE		
NUMBER OF	DELAWARE 7	SOLE VOTING POWER	
SHARES	/	SOLE VOINGTOWER	
BENEFICIALLY		2,695,994	
OWNED BY	8	SHARED VOTING POWER	
EACH REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		2,695,994	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMC	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	2 (05 004		
12	2,695,994	IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
12	CHECK BOX II 111	ENGOREONE MINOCON IN NOW (II) ENCEOPES CERTAIN STRIKES	Ш
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
	4.2%		
14	TYPE OF REPORTI	NG PERSON	
	00		

1	NAME OF REPOR	TING PERSON		
1	TOTAL OF KEI ON	III O I ELOON		
	HILL PATH	INVESTMENT HOLDINGS LLC		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □			
			(b) □	
			,	
3	SEC USE ONLY			
4	SOURCE OF FUN	DS .		
7	SOURCE OF FOR			
	AF			
5	CHECK BOX IF D	ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d)	OR 2(e)	
6	CITIZENSHIP OR	PLACE OF ORGANIZATION		
	DELAWARE			
NUMBER OF	7	SOLE VOTING POWER		
SHARES				
BENEFICIALLY		27,205,306		
OWNED BY	8	SHARED VOTING POWER		
EACH REPORTING		- 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
	-			
		27,205,306		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	27,205,306			
12	CHECK BOX IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLA	ASS REPRESENTED BY AMOUNT IN ROW (11)		
13	LICENTION	be Refreserved by Angolium Rom (11)		
	42.5%			
14	TYPE OF REPORT	TING PERSON		
	00			
	1 00			

1 NAME OF REPORTING PERSON HILL PATH CAPITAL LP 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP 3 SEC USE ONLY 4 SOURCE OF FUNDS AF 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 9 SOLE DISPOSITIVE POWER 27,205,306 10 SHARED USPOSITIVE POWER 27,205,306 10 SHARED DISPOSITIVE POWER 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 27,205,306 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 42.5% 14 TYPE OF REPORTING PERSON				
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)	1	NAME OF REPORT	ING PERSON	
3 SEC USE ONLY 4 SOURCE OF FUNDS AF 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 9 SOLE VOTING POWER - 0 - 10 SHARED DISPOSITIVE POWER - 27,205,306 10 SHARED DISPOSITIVE POWER - 0 - 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 27,205,306 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 42.5%		HILL PATH C	APITAL LP	
4 SOURCE OF FUNDS AF 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE NUMBER OF SHARES PERFECIALLY OWNED BY EACH SPORTING PERSON WITH 9 SOLE DISPOSITIVE POWER 27,205,306 10 SHARED DISPOSITIVE POWER -0- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 27,205,306 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 42.5%	2	CHECK THE APPRO	OPRIATE BOX IF A MEMBER OF A GROUP	
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13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 42.5% 14 TYPE OF REPORTING PERSON	11	27,205,306		
42.5% 14 TYPE OF REPORTING PERSON				
	14	TYPE OF REPORTI	NG PERSON	

1	NAME OF REPOR	TING PERSON		
1				
	HILL PATH	HOLDINGS LLC		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) \Box			
			(b) □	
	and tian over			
3	SEC USE ONLY			
4	SOURCE OF FUN	DS		
5	AF	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) O	D 2(-)	
3	CHECK BOX IF L	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO THEM 2(d) O	rk 2(e) □	
6	CITIZENSHIP OR	PLACE OF ORGANIZATION		
	DET			
NUMBER OF	DELAWARE 7	SOLE VOTING POWER		
SHARES	/	SOLE VOTING FOWER		
BENEFICIALLY		27,205,306		
OWNED BY	8	SHARED VOTING POWER		
EACH REPORTING		- 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
T DIES GIV WITTI		SOLE DISTOSTITY LTOWER		
		27,205,306		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
12	27,205,306	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
12	CHECK BUX IF I	THE AUGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	40.504			
14	42.5% TYPE OF REPORT	FING DEDSON		
14	TITE OF KEFOR	IIIO I ERSON		
	00			

1	NAME OF REPORTING PERSON		
	SCOTT ROSS		
2		OPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆
			(b) □
3	SEC USE ONLY		
3	SEC USE UNET		
4	SOURCE OF FUND	S	
4	SOURCE OF FUND	J	
	AF, OO	COLOCURE OF LEGAL PROCEEDINGS IS REQUIRED BURGLANT TO ITEM AVIDADO	
5	CHECK BOX IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2	!(e) □
6	CITIZENSHIP OR P	LACE OF ORGANIZATION	
	USA		
NUMBER OF	7	SOLE VOTING POWER	
SHARES BENEFICIALLY		27,268,253	
OWNED BY	8	SHARED VOTING POWER	
EACH REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		27,268,253	
	10	SHARED DISPOSITIVE POWER	
11	AGGREGATE AMO	- 0 - OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	27.260.25		
12	27,268,253 CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
12	CHECK BOX II 111	ENGOLESTI ENGOCITI IN NOW (11) ENCEOPES CERTIAIN STEMES	
12	DED GENER OF GLACI	CORPORED DV (MOUNTED DV (MOUNTED)	
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
	42.6%		
14	TYPE OF REPORTI	NG PERSON	
	IN		

1	NAME OF REPOR	TING PERSON		
	JAMES P. CHAMBERS			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □ (b) □			
3	SEC USE ONLY			
4	SOURCE OF FUNDS OO			
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) □			
6	CITIZENSHIP OR USA	PLACE OF ORGANIZATION		
NUMBER OF SHARES BENEFICIALLY	7	SOLE VOTING POWER 31,375		
OWNED BY EACH REPORTING	8	SHARED VOTING POWER - 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER 31,375		
	10	SHARED DISPOSITIVE POWER - 0 -		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 31,375			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 1%			
14	TYPE OF REPORTING PERSON IN			

The following constitutes Amendment No. 16 to the Schedule 13D filed by the undersigned ("Amendment No. 16"). This Amendment No. 16 amends the Schedule 13D as specifically set forth herein.

Item 1. <u>Security and Issuer.</u>

Item 1 is hereby amended and restated to read as follows:

This statement relates to the Common Stock, par value \$0.01 per share (the "Shares"), of United Parks & Resorts Inc., a Delaware corporation (the "Issuer"). The address of the principal executive offices of the Issuer is 6240 Sea Harbor Drive, Orlando, Florida 32821.

Item 2. <u>Identity and Background</u>.

Item 2(b) is hereby amended and restated to read as follows:

(b) The address of the principal office of each of the Reporting Persons is 150 East 58th Street, 33rd Floor, New York, New York 10155.

Item 3. Source and Amount of Funds or Other Consideration.

Item 3 is hereby amended to add the following:

The 62,947 Shares beneficially owned directly by Mr. Ross were awarded to him in his capacity as a director of the Issuer.

The 31,375 Shares beneficially owned directly by Mr. Chambers were awarded to him in his capacity as a director of the Issuer.

Item 4. <u>Purpose of Transaction</u>.

Item 4 is hereby amended to add the following:

On February 27, 2024, Hill Path Capital LP ("Hill Path") and the Issuer entered into the First Amendment to Stockholders Agreement (the "Amendment"), which amended the Stockholders Agreement, dated May 27, 2019 (the "Original Agreement" and, as amended by the Amendment, the "Agreement") with the Issuer.

As set forth in the Amendment, the Board of Directors (the "Board") of the Issuer has determined to authorize repurchases from time to time of up to \$500 million of Shares or such lesser amount as to ensure that the beneficial ownership of the Reporting Persons and certain other affiliates ("Hill Path Affiliates"), in the aggregate, does not equal or exceed 50% (the "Repurchase Program"). The Board has also determined (i) to call a special meeting of the Issuer's stockholders (the "Special Meeting"); (ii) to submit the Repurchase Program and the Amendment for approval by the holders of a majority of the outstanding Shares not held by the Hill Path Affiliates (and Nomura Global Financial Products Inc., as counterparty on certain derivatives) (such approval, the "Disinterested Stockholder Approval"); and (iii) to recommend that such stockholders vote in favor of the Disinterested Stockholder Approval.

The Amendment provides that its terms will only become effective if Disinterested Stockholder Approval is obtained for both the Amendment and the Repurchase Program and when Shares are first purchased under such program. If the Amendment or the Repurchase Program proposal is not approved by the Issuer's stockholders, the Amendment, in accordance with its terms, will automatically terminate and have no effect.

Following its effectiveness, the Amendment will cease to have effect at any time if both the aggregate beneficial ownership and the aggregate economic ownership of the Hill Path Affiliates fall below their current levels. The Amendment will again become effective at any time thereafter if either the aggregate beneficial ownership or the aggregate economic ownership of the Hill Path Affiliates again equals or exceeds their current levels.

Pursuant to the Amendment, subject to certain conditions and exceptions, for most matters put to a stockholder vote (including director elections, acquisition transactions and other routine matters), the Hill Path Affiliates agree to vote all of their Shares in excess of 24.9% of the total outstanding Shares in the same proportion as the Shares owned by other stockholders are voted.

In addition, the Amendment provides that any acquisition of all or substantially all of the Issuer's Shares not owned by Hill Path Affiliates, whether by merger, consolidation, tender offer or otherwise proposed by Hill Path or directors affiliated with Hill Path shall be subject to the approval of (i) a special committee of the Board comprised solely of directors who are not affiliated with Hill Path and are disinterested from Hill Path (such approval, the "Special Committee Approval"), and (ii) the holders of a majority of the outstanding Shares not held by the Hill Path Affiliates. The Amendment also provides that any material related party transaction with any Hill Path Affiliate will be subject to Special Committee Approval. The Amendment also provides that any future amendment to or waiver by the Issuer of the Amendment will require Special Committee Approval.

The foregoing description of the Amendment does not purport to be complete and is subject to, and qualified in its entirety by, the full text of the Amendment, which is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Item 5. <u>Interest in Securities of the Issuer.</u>

Items 5(a) - (c) are hereby amended and restated to read as follows:

The aggregate percentage of Shares reported owned by each person named herein is based upon 63,944,033 Shares outstanding as of November 3, 2023, which is the total number of Shares outstanding as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 9, 2023.

A. Hill Path Capital

(a) As of the close of business on the date hereof, Hill Path Capital beneficially owned 5,885,065 Shares.

Percentage: Approximately 9.2%

- (b) 1. Sole power to vote or direct vote: 5,885,065
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 5,885,065
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Hill Path Capital has not entered into any transactions in the Shares during the past sixty days.

B. Hill Path Co-Investment

(a) As of the close of business on the date hereof, Hill Path Co-Investment beneficially owned 176,201 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 176,201
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 176,201
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Hill Path Co-Investment has not entered into any transactions in the Shares during the past sixty days.

C. Hill Path H

(a) As of the close of business on the date hereof, Hill Path H beneficially owned 1,334,162 Shares.

Percentage: Approximately 2.1%

- (b) 1. Sole power to vote or direct vote: 1,334,162
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 1,334,162
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Hill Path H has not entered into any transactions in the Shares during the past sixty days.

D. Hill Path E

(a) As of the close of business on the date hereof, Hill Path E beneficially owned 6,109,961 Shares.

Percentage: Approximately 9.6%

- (b) 1. Sole power to vote or direct vote: 6,109,961
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 6,109,961
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Hill Path E has not entered into any transactions in the Shares during the past sixty days.

E. Hill Path E2

(a) As of the close of business on the date hereof, Hill Path E2 beneficially owned 402,017 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 402,017
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 402,017
 - 4. Shared power to dispose or direct the disposition: 0

(c) Hill Path E2 has not entered into any transactions in the Shares during the past sixty days.

F. Hill Path S

(a) As of the close of business on the date hereof, Hill Path S beneficially owned 83,900 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 83,900
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 83,900
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Hill Path S has not entered into any transactions in the Shares during the past sixty days.

G. HEP Fund

(a) As of the close of business on the date hereof, HEP Fund beneficially owned 10,518,006 Shares.

Percentage: Approximately 16.4%

- (b) 1. Sole power to vote or direct vote: 10,518,006
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 10,518,006
 - 4. Shared power to dispose or direct the disposition: 0
- (c) HEP Fund has not entered into any transactions in the Shares during the past sixty days.

H. HM Fund

(a) As of the close of business on the date hereof, HM Fund beneficially owned 2,695,994 Shares.

Percentage: Approximately 4.2%

- (b) 1. Sole power to vote or direct vote: 2,695,994
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 2,695,994
 - 4. Shared power to dispose or direct the disposition: 0
- (c) HM Fund has not entered into any transactions in the Shares during the past sixty days.

I. HAT Fund

(a) As of the close of business on the date hereof, HAT Fund does not beneficially own any Shares.

Percentage: 0%

- (b) 1. Sole power to vote or direct vote: 0
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 0
 - 4. Shared power to dispose or direct the disposition: 0
- (c) HAT Fund has not entered into any transactions in the Shares during the past sixty days.

J. HAT Fund II

(a) As of the close of business on the date hereof, HAT Fund II does not beneficially own any Shares.

Percentage: 0%

- (b) 1. Sole power to vote or direct vote: 0
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 0
 - 4. Shared power to dispose or direct the disposition: 0
- (c) HAT Fund II has not entered into any transactions in the Shares during the past sixty days.

K. Hill Path GP

(a) Hill Path GP, as the general partner of each of Hill Path Capital, Hill Path Co-Investment and Hill Path H, may be deemed the beneficial owner of the (i) 5,885,065 Shares owned by Hill Path Capital, (ii) 176,201 Shares owned by Hill Path Co-Investment and (iii) 1,334,162 Shares owned by Hill Path H.

Percentage: Approximately 11.6%

- (b) 1. Sole power to vote or direct vote: 7,395,428
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 7,395,428
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Hill Path GP has not entered into any transactions in the Shares during the past sixty days.

L. Hill Path E GP

(a) Hill Path E GP, as the general partner of each of Hill Path E and Hill Path E2, may be deemed the beneficial owner of the (i) 6,109,961 Shares owned by Hill Path E and (ii) 402,017 Shares owned by Hill Path E2.

Percentage: Approximately 10.2%

- (b) 1. Sole power to vote or direct vote: 6,511,978
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 6,511,978
 - 4. Shared power to dispose or direct the disposition: 0

(c) Hill Path E GP has not entered into any transactions in the Shares during the past sixty days.

M. Hill Path S GP

(a) Hill Path S GP, as the general partner of Hill Path S, may be deemed the beneficial owner of the 83,900 Shares owned by Hill Path S.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 83,900
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 83,900
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Hill Path S GP has not entered into any transactions in the Shares during the past sixty days.

N. HE GP

(a) HE GP, as the general partner of HEP Fund, may be deemed the beneficial owner of the 10,518,006 Shares owned by HEP Fund.

Percentage: Approximately 16.4%

- (b) 1. Sole power to vote or direct vote: 10,518,006
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 10,518,006
 - 4. Shared power to dispose or direct the disposition: 0
- (c) HE GP has not entered into any transactions in the Shares during the past sixty days.

O. HM GP

(a) HM GP, as the general partner of HM Fund, may be deemed the beneficial owner of the 2,695,994 Shares owned by HM Fund.

Percentage: Approximately 4.2%

- (b) 1. Sole power to vote or direct vote: 2,695,994
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 2,695,994
 - 4. Shared power to dispose or direct the disposition: 0
- (c) HM GP has not entered into any transactions in the Shares during the past sixty days.

P. Hill Path Investment Holdings

(a) Hill Path Investment Holdings, as the managing member of each of Hill Path GP, Hill Path E GP, Hill Path S GP, HE GP and HM GP, may be deemed to beneficially own the (i) 5,885,065 Shares owned by Hill Path Capital, (ii) 176,201 Shares owned by Hill Path Co-Investment, (iii) 1,334,162 Shares owned by Hill Path H, (iv) 6,109,961 Shares owned by Hill Path E, (v) 402,017 Shares owned by Hill Path E2, (vi) 83,900 Shares owned by Hill Path S, (vii) 10,518,006 Shares owned by HEP Fund and (viii) 2,695,994 Shares owned by HM Fund.

Percentage: Approximately 42.5%

- (b) 1. Sole power to vote or direct vote: 27,205,306
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 27,205,306
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Hill Path Investment Holdings has not entered into any transactions in the Shares during the past sixty days.

Q. Hill Path

(a) Hill Path, as the investment manager of each of Hill Path Capital, Hill Path Co-Investment, Hill Path H, Hill Path E, Hill Path E2, Hill Path S, HEP Fund and HM Fund, may be deemed to beneficially own the (i) 5,885,065 Shares owned by Hill Path Capital, (ii) 176,201 Shares owned by Hill Path Co-Investment, (iii) 1,334,162 Shares owned by Hill Path H, (iv) 6,109,961 Shares owned by Hill Path E2, (vi) 83,900 Shares owned by Hill Path S, (vii) 10,518,006 Shares owned by HEP Fund and (viii) 2,695,994 Shares owned by HM Fund.

Percentage: Approximately 42.5%

- (b) 1. Sole power to vote or direct vote: 27,205,306
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 27,205,306
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Hill Path has not entered into any transactions in the Shares during the past sixty days.

R. Hill Path Holdings

(a) Hill Path Holdings, as the general partner of Hill Path, may be deemed to beneficially own the (i) 5,885,065 Shares owned by Hill Path Capital, (ii) 176,201 Shares owned by Hill Path Co-Investment, (iii) 1,334,162 Shares owned by Hill Path H, (iv) 6,109,961 Shares owned by Hill Path E, (v) 402,017 Shares owned by Hill Path E2, (vi) 83,900 Shares owned by Hill Path S, (vii) 10,518,006 Shares owned by HEP Fund and (viii) 2,695,994 Shares owned by HM Fund.

Percentage: Approximately 42.5%

- (b) 1. Sole power to vote or direct vote: 27,205,306
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 27,205,306
 - 4. Shared power to dispose or direct the disposition: 0

(c) Hill Path Holdings has not entered into any transactions in the Shares during the past sixty days.

S. Mr. Ross

(a) As of the close of business on the date hereof, Mr. Ross beneficially owned directly 70,265 Shares. Mr. Ross, as the managing partner of each of Hill Path Investment Holdings, Hill Path and Hill Path Holdings, may be deemed to beneficially own the (i) 5,885,065 Shares owned by Hill Path Capital, (ii) 176,201 Shares owned by Hill Path Co-Investment, (iii) 1,334,162 Shares owned by Hill Path H, (iv) 6,109,961 Shares owned by Hill Path E, (v) 402,017 Shares owned by Hill Path E2, (vi) 83,900 Shares owned by Hill Path S, (vii) 10,518,006 Shares owned by HEP Fund and (viii) 2,695,994 Shares owned by HM Fund.

Percentage: Approximately 42.6%

- (b) 1. Sole power to vote or direct vote: 27,268,253
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 27,268,253
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Other than as set forth in Item 6, Mr. Ross has not entered into any transactions in the securities of the Issuer during the past sixty days.

T. Mr. Chambers

(a) As of the close of business on the date hereof, Mr. Chambers beneficially owned 31,375 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 31,375
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 31,375
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Other than as set forth in Item 6, Mr. Chambers has not entered into any transactions in the securities of the Issuer during the past sixty days.

The filing of this Schedule 13D shall not be deemed an admission that the Reporting Persons are, for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), the beneficial owners of any securities of the Issuer that he or it does not directly own. Each of the Reporting Persons specifically disclaims beneficial ownership of the securities reported herein that he or it does not directly own.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.

Item 6 is hereby amended to add the following:

On February 27, 2024, Hill Path and the Issuer entered into the Amendment as defined and described in Item 4 above and attached as Exhibit 99.1 hereto.

On December 31, 2022, Mr. Ross was granted 2,345 restricted stock units pursuant to the Issuer's 2017 Omnibus Incentive Plan (the "Incentive Plan"), which vested immediately. On March 31, 2023, Mr. Ross was granted 1,353 restricted stock units pursuant to the Incentive Plan, which vested immediately. On June 13, 2023, Mr. Ross was granted 2,951 restricted stock units pursuant to the Incentive Plan, which vest 100% on the day before the Issuer's 2024 Annual Meeting of Stockholders (the "2024 Annual Meeting"). On June 30, 2023, Mr. Ross was granted 1,430 restricted stock units pursuant to the Incentive Plan, which vested immediately. On September 30, 2023, Mr. Ross was granted (i) 1,891 restricted stock units pursuant to the Incentive Plan, which vested immediately, and (ii) 432 restricted stock units pursuant to the Incentive Plan, which vested immediately. On December 31, 2023, Mr. Ross was granted 1,902 restricted stock units pursuant to the Incentive Plan, which vested immediately.

On December 31, 2022, Mr. Chambers was granted 1,546 restricted stock units pursuant to the Incentive Plan, which vested immediately. On March 31, 2023, Mr. Chambers was granted 698 restricted stock units pursuant to the Incentive Plan, which vested immediately. On June 13, 2023, Mr. Chambers was granted 2,951 deferred stock units pursuant to the Incentive Plan, which vest 100% on the day before the 2024 Annual Meeting (the Shares subject to these units will be issued to Mr. Chambers three months after his "separation from service" as a director of the Issuer). On June 30, 2023, Mr. Chambers was granted 737 restricted stock units pursuant to the Incentive Plan, which vested immediately. On September 30, 2023, Mr. Chambers was granted (i) 1,054 restricted stock units pursuant to the Incentive Plan, which vested immediately, and (ii) 432 deferred stock units pursuant to the Incentive Plan, which vest 100% on the day before the 2024 Annual Meeting (the Shares subject to these units will be issued to Mr. Chambers three months after his "separation from service" as a director of the Issuer). On December 31, 2023, Mr. Chambers was granted 1,168 restricted stock units pursuant to the Incentive Plan, which vested immediately.

Item 7. <u>Material to be Filed as Exhibits.</u>

Item 7 is hereby amended to add the following exhibits:

99.1 First Amendment to Stockholders Agreement, dated as of February 27, 2024 (incorporated by reference to Exhibit 10.1 of the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on February 28, 2024).

SIGNATURES

After reasonable inquiry and to the best of his knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: February 29, 2024

Hill Path Capital Partners LP

By: Hill Path Capital LP Investment Manager

By: /s/ Scott Ross

Name: Scott Ross Title: Managing Partner

Hill Path Capital Co-Investment Partners LP

By: Hill Path Capital LP Investment Manager

By: /s/ Scott Ross

Name: Scott Ross Title: Managing Partner

Hill Path Capital Partners-H LP

By: Hill Path Capital LP Investment Manager

By: /s/ Scott Ross

Name: Scott Ross Title: Managing Partner

Hill Path Capital Partners Co-Investment E LP

By: Hill Path Capital LP Investment Manager

By: /s/ Scott Ross

Name: Scott Ross Title: Managing Partner Hill Path Capital Partners Co-Investment E2 LP

By: Hill Path Capital LP Investment Manager

By: /s/ Scott Ross

Name: Scott Ross Title: Managing Partner

Hill Path Capital Partners Co-Investment S LP

By: Hill Path Capital LP Investment Manager

By: /s/ Scott Ross

Name: Scott Ross Title: Managing Partner

HEP Fund LP

By: Hill Path Capital LP

Investment Manager

By: /s/ Scott Ross

Name: Scott Ross

Title: Managing Partner

HM Fund LP

By: Hill Path Capital LP

Investment Manager

By: /s/ Scott Ross

Name: Scott Ross

Title: Managing Partner

HAT Fund LP

By: Hill Path Capital LP

Investment Manager

By: /s/ Scott Ross

Name: Scott Ross Title: Managing Partner

HAT Fund II LP

By: Hill Path Capital LP

Investment Manager

By: /s/ Scott Ross

Name: Scott Ross Title: Managing Partner

Hill Path Capital Partners GP LLC

By: Hill Path Investment Holdings LLC

Managing Member

By: /s/ Scott Ross

Name: Scott Ross

Title: Managing Partner

Hill Path Capital Partners E GP LLC

By: Hill Path Investment Holdings LLC

Managing Member

By: /s/ Scott Ross

Name: Scott Ross

Title: Managing Partner

Hill Path Capital Partners S GP LLC

By: Hill Path Investment Holdings LLC

Managing Member

By: /s/ Scott Ross

Name: Scott Ross

Title: Managing Partner

HE GP LLC

By: Hill Path Investment Holdings LLC

Managing Member

By: /s/ Scott Ross

Name: Scott Ross

Title: Managing Partner

HM GP LLC

By: Hill Path Investment Holdings LLC

Managing Member

By: /s/ Scott Ross

Name: Scott Ross Title: Managing Partner

Hill Path Investment Holdings LLC

By: /s/ Scott Ross

Name: Scott Ross Title Managing Partner

Hill Path Capital LP

By: Hill Path Holdings LLC

General Partner

By: /s/ Scott Ross

Name: Scott Ross Title: Managing Partner

Hill Path Holdings LLC

By: /s/ Scott Ross

Name: Scott Ross Title: Managing Partner

/s/ Scott Ross

Scott Ross

/s/ James P. Chambers

James P. Chambers