BARD JOHN F Form 4

November 16, 2004

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

0.5

Estimated average burden hours per

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * **BARD JOHN F**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

WEIGHT WATCHERS INTERNATIONAL INC [WTW]

(Check all applicable)

(First) (Middle)

(Street)

3. Date of Earliest Transaction (Month/Day/Year)

X Director 10% Owner Officer (give title Other (specify below)

175 CROSSWAYS PARK WEST

11/12/2004

Filed(Month/Day/Year)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person

WOODBURY, NY 11797-2055

(Instr. 3, 4 and 5)

Form filed by More than One Reporting Person

(Instr. 4)

(City) (State) (Zip)

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

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct (D) or Indirect Beneficial (I)

Indirect Ownership (Instr. 4)

(A)

(Instr. 8)

Following Reported Transaction(s)

or (Instr. 3 and 4) Code V Amount (D) Price

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of 3. Transaction Date 3A. Deemed 5. Number 6. Date Exercisable and Derivative Conversion Transaction Derivative **Expiration Date** (Month/Day/Year) Execution Date, if Code (Month/Day/Year) Security or Exercise Securities any

1

(Instr. 3 and 4)

7. Title and Amour

Underlying Securit

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Code V

(A)

Price of (Month/Day/Year) (Instr. 8) Acquired (Instr. 3) Derivative (A) or Security Disposed of (D) (Instr. 3, 4, and 5)

> (D) Date Expiration Title

Exercisable Date

Num of Shar

Amo

or

Non-Qualified

11/12/2005 11/12/2009 **Stock Option** \$ 39.9 11/12/2004 A 2,000 (right to buy)

Common 2,0 Stock

Reporting Owners

Relationships

Reporting Owner Name / Address 10% Director Officer Other Owner

BARD JOHN F 175 CROSSWAYS PARK WEST X WOODBURY, NY 11797-2055

Signatures

John Bard 11/16/2004 **Signature of Date Reporting Person

Explanation of Responses:

- 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).
- The name of the trust is the John F. Bard Trust.

Remarks:

The number of derivative securities stated in Column 9 does not reflect any previous Non-Qualified Stock Option grants.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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