Edgar Filing: WEIGHT WATCHERS INTERNATIONAL INC - Form 4

WEIGHT WATCHERS INTERNATIONAL INC Form 4 April 03, 2007 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations 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). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading SARDINI ANN Issuer Symbol WEIGHT WATCHERS (Check all applicable) INTERNATIONAL INC [WTW] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_Officer (give title Other (specify (Month/Day/Year) below) below) 11 MADISON AVENUE, 17TH 04/02/2007 CFO **FLOOR** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting NEW YORK, NY 10010 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed 5. Amount of 1.Title of 3. 4. Securities Acquired 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Price Code V Amount (D) Common \$ 04/02/2007 800 M 800 A D Stock 36.32 Common 04/02/2007 S⁽¹⁾ 800 D 0 D Stock 46.04 Common 04/02/2007 Μ 1,800 А 1,800 D 36.32 Stock Common S⁽¹⁾ 04/02/2007 D 1.800 D 0 Stock 46.05 Common 04/02/2007 Μ 1,300 1.300 D А

Stock

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 $S^{(1)}$

Common Stock 04/02/2007

07

1,300 D ^{\$}/_{46.06} 0 D

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

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 control number.

 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. Transactio Code (Instr. 8) | 5. Number out 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 Ame Underlying Secu (Instr. 3 and 4) | |
|---|---|---|---|--|--|--|--------------------|---|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | A o Title N o S | |
| Non-Qualified Stock Option (right to buy) | \$ 36.32 | 04/02/2007 | | М | 600 | 04/29/2003(2) | 04/29/2012 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | \$ 36.32 | 04/02/2007 | | М | 300 | 04/29/2003 <u>(2)</u> | 04/29/2012 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | \$ 36.32 | 04/02/2007 | | М | 600 | 04/29/2003(2) | 04/29/2012 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | \$ 36.32 | 04/02/2007 | | М | 1,200 | 04/29/2003(2) | 04/29/2012 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | \$ 36.32 | 04/02/2007 | | М | 100 | 04/29/2003 <u>(2)</u> | 04/29/2012 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | \$ 36.32 | 04/02/2007 | | М | 100 | 04/29/2003 <u>(2)</u> | 04/29/2012 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | \$ 36.32 | 04/02/2007 | | М | 500 | 04/29/2003(2) | 04/29/2012 | Common Stock | |
| | \$ 36.32 | 04/02/2007 | | М | 300 | 04/29/2003(2) | 04/29/2012 | | |

| Non-Qualified Stock Option (right to buy) | | | | | | | Common Stock |
|---|----------|------------|---|-------|----------------------------|---------|-----------------|
| Non-Qualified Stock Option (right to buy) | \$ 36.32 | 04/02/2007 | М | 300 | 04/29/2003 <u>(2)</u> 04/2 | 29/2012 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 36.32 | 04/02/2007 | М | 100 | 04/29/2003 <u>(2)</u> 04/2 | 29/2012 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 36.32 | 04/02/2007 | М | 700 | 04/29/2003 <u>(2)</u> 04/2 | 29/2012 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 36.32 | 04/02/2007 | М | 200 | 04/29/2003 <u>(2)</u> 04/2 | 29/2012 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 36.32 | 04/02/2007 | М | 500 | 04/29/2003 <u>(2)</u> 04/2 | 29/2012 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 36.32 | 04/02/2007 | М | 200 | 04/29/2003 <u>(2)</u> 04/2 | 29/2012 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 36.32 | 04/02/2007 | М | 400 | 04/29/2003 <u>(2)</u> 04/2 | 29/2012 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 36.32 | 04/02/2007 | М | 800 | 04/29/2003 <u>(2)</u> 04/2 | 29/2012 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 36.32 | 04/02/2007 | М | 1,800 | 04/29/2003 <u>(2)</u> 04/2 | 29/2012 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 36.32 | 04/02/2007 | М | 1,300 | 04/29/2003 <u>(2)</u> 04/2 | 29/2012 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| SARDINI ANN | | | | | | |
| 11 MADISON AVENUE | | | CFO | | | |
| 17TH FLOOR | | | CFU | | | |
| NEW YORK, NY 10010 | | | | | | |

Signatures

Ann Sardini

H

04/03/2007

| **Signature of |
|------------------|
| Reporting Person |

Date

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).
- (1) The sale was made pursuant to a previously adopted trading plan dated March 2, 2007 intended to comply with Rule 10b5-1. The plan was adopted to exercise stock options prior to their expiration and to diversify my holdings for financial and estate planning purposes.
- (2) Options for 100,000 shares were granted on April 29, 2002 that vest on the following schedule: 20% on April 29, 2003; 20% on April 29, 2004; 20% on April 29, 2005; 20% on April 29, 2006 and 20% on April 29, 2007.

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.