## Edgar Filing: Rosengarten Bruce - Form 4

Rosengarten Brud Form 4 May 17, 2012	ce									
FORM 4	UNITED	STATES					COMMISSIO	N OMB	PPROVAL 3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b).	STATEM Filed pur Section 17(	Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES 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 30(h) of the Investment Company Act of 1940						Estimated burden hou response	urs per	
(Print or Type Respo	nses)									
· · · · · · · · · · · · · · · · · · ·			2. Issuer Name <b>and</b> Ticker or Trading Symbol WEIGHT WATCHERS INTERNATIONAL INC [WTW]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) 11 MADISON A				f Earliest Ti Day/Year) 2012	ransaction		Director X Officer (gi below) Pres		% Owner er (specify fic	
			ed(Month/Day/Year) Applicable Line) _X_Form filed by OForm filed by M			y One Reporting P	vint/Group Filing(Check One Reporting Person fore than One Reporting			
	(State)	(Zip)	Tab	la I. Nan I	Dominations	Securities A	Person	of on Donoficio	lly Owned	
1.Title of 2. Tra Security (Mon (Instr. 3)	ansaction Date hth/Day/Year)	2A. Deeme Execution I any (Month/Da	ed Date, if y/Year)	3. Transaction Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3, 4 Amount	ies (A) or of (D) 4 and 5) (A) or (D) Price	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Reminder: Report or	n a separate line	e for each cla	ass of sect	urities benef	Perso	ons who res	or indirectly. Spond to the colle tained in this form		SEC 1474 (9-02)	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Ar
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Se
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 57.69	05/15/2012		А	12,023	05/15/2015(1)	05/15/2022	Common Stock
Restricted Stock Unit Award	\$ 0 <u>(2)</u>	05/15/2012		А	1,230	05/15/2015 <u>(3)</u>	05/15/2015	Common Stock

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Rosengarten Bruce 11 MADISON AVE., 17TH FLOOR NEW YORK, NY 10010			President, Asia Pacific				
Signatures							
/s/ Stephanie Delavale, as Attorney-In Rosengarten	-Fact for I	Bruce	05/17/2012				

\*\*Signature of 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).

Date

- (1) Non-qualified stock options granted on May 15, 2012 will vest at 100% on May 15, 2015.
- (2) Each Restricted Stock Unit represents a contingent right to receive one share of common stock.
- (3) Restricted Stock Units granted on May 15, 2012 will vest at 100% on May 15, 2015.

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.