

Hotchkin Nicholas P  
Form 4  
November 16, 2017

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Hotchkin Nicholas P

2. Issuer Name and Ticker or Trading Symbol  
WEIGHT WATCHERS  
INTERNATIONAL INC [WTW]

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)

(Last) (First) (Middle)  
  
675 AVENUE OF THE AMERICAS, 6TH FLOOR  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
11/14/2017

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
CFO

NEW YORK, NY 10010

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	11/14/2017		M			16,363	A	\$ 0	80,191	D	
Common Stock	11/14/2017		F			8,439	D	\$ 44.26	71,752	D	
Common Stock	11/15/2017		M			10,207	A	\$ 0	81,959	D	
Common Stock	11/15/2017		F			5,264	D	\$ 44.34	76,695	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.

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(9-02)

**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. Transaction Code (Instr. 8)	5. Number of 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 Amount of Underlying Security (Instr. 3 and 4)	8. Amount or Number of Shares
Restricted Stock Unit Award	\$ 0 <sup>(1)</sup>	11/15/2017		A	7,066	<sup>(2)</sup> 11/15/2020	Common Stock	7,066
Restricted Stock Unit Award	\$ 0	11/14/2017		M	16,363	11/14/2017 11/14/2017	Common Stock	16,363
Restricted Stock Unit Award	\$ 0	11/15/2017		M	10,207	11/15/2017 11/15/2019	Common Stock	10,207

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

Hotchkin Nicholas P  
675 AVENUE OF THE AMERICAS, 6TH FLOOR  
NEW YORK, NY 10010

CFO

## Signatures

/s/ Stephanie Delavale, as Attorney-In-Fact for Nicholas P. Hotchkin

11/16/2017

\*\*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) Each Restricted Stock Unit represents a contingent right to receive one share of common stock.

(2) Restricted Stock Units granted on November 15, 2017 will vest on the following schedule: one-third on November 15, 2018; one-third on November 15, 2019; and one-third on November 15, 2020.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

## Edgar Filing: Hotchkin Nicholas P - Form 4

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