Edgar Filing: Destination Maternity Corp - Form 4

Destination Maternity Corp Form 4 November 27, 2013

Common

Common

Stock

Stock

11/25/2013

11/25/2013

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 **KRELL EDWARD M** Issuer Symbol Destination Maternity Corp [DEST] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) _X__ Director 10% Owner X_Officer (give title Other (specify C/O DESTINATION MATERNITY 11/25/2013 below) below) **CORPORATION, 456 NORTH** Chief Executive Officer FIFTH STREET (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 PHILADELPHIA, PA 19123 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) anv Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial

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

(Month/Day/Year)

(Instr. 8)

Code V

Μ

Μ

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Owned

(A)

or

(D)

Α

A

Amount

30,162

3.614

Price

\$ 6.87

11.89

Following Reported

Transaction(s)

(Instr. 3 and 4)

157,990 (1)

161,604 (1)

(2)

(2)

(D) or

Indirect (I)

(Instr. 4)

D

D

Ownership

(Instr. 4)

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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 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. 5. Number of TransactiorDerivative Code Securities (Instr. 8) 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 Securities (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 6.87	11/25/2013		D		49,838	(3)	09/29/2018	Common Stock	49,838
Stock Options (Right to Buy)	\$ 6.87	11/25/2013		М		30,162	(3)	09/29/2018	Common Stock	30,162
Stock Options (Right to Buy)	\$ 11.89	11/25/2013		D		8,386	(5)	01/29/2020	Common Stock	8,386
Stock Options (Right to Buy)	\$ 11.89	11/25/2013		М		3,614	(5)	01/29/2020	Common Stock	3,614
Stock Options (Right to Buy)	\$ 22.13						(6)	03/03/2021	Common Stock	40,000
Stock Options (Right to Buy)	\$ 18.2						(7)	03/06/2022	Common Stock	28,604
Stock Options (Right to Buy)	\$ 19.89						(8)	11/16/2022	Common Stock	23,230

Reporting Owners

 Reporting Owner Name / Address
 Relationships

 Director
 10% Owner
 Officer

Other

8 E S () KRELL EDWARD M C/O DESTINATION MATERNITY CORPORATION 456 NORTH FIFTH STREET PHILADELPHIA, PA 19123

X

Chief Executive Officer

Signatures

Edward M. 11/27/2013 Krell

<u>**</u>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).

Includes 9,600 shares of unvested restricted stock from the March 3, 2011 grant of 16,000 shares, which shares vest in equal annual installments over a five (5) year period beginning on March 3, 2012; 9,150 shares from the March 6, 2012 grant of 18,299 shares, which shares vest in four (4) annual installments beginning on November 18, 2012 as follows: 4,574 shares vested on November 18, 2012, and

- (1) shares vest in four (4) annual installments beginning on rovember 16, 2012 as follows. 4,574 shares vested on November 18, 2012, and 4,575 shares vest on each of November 18, 2013, November 18, 2014, and November 18, 2015; and 7,071 shares from the November 16, 2012 grant of 9,427 shares, which shares vest in four (4) annual installments beginning on November 16, 2013 as follows: 2,356 shares vested on November 16, 2013, and 2,357 shares vest on each of November 16, 2014, November 16, 2015, and November 16, 2016.
- (2) 1,182 of these shares were purchased by the Reporting Person pursuant to the Issuer's Employee Stock Purchase Plan.
- (3) On September 29, 2008, options to purchase 400,000 shares were granted to the Reporting Person by the Issuer. The options are fully vested and exercisable.
- (4) The inherent value of the shares underlying these options being surrendered to the Issuer is being applied to pay the exercise price and applicable tax withholdings for the option exercise reported in the next line in this Table II.

On January 29, 2010, options to purchase 60,000 shares were granted to the Reporting Person by the Issuer. The options vest and are
 (5) exercisable in five (5) equal annual installments beginning on January 29, 2011. All 24,000 of the remaining outstanding January 29, 2010 options are unvested.

On March 3, 2011, options to purchase 40,000 shares were granted to the Reporting Person by the Issuer. The options vest and are
(6) exercisable in five (5) equal annual installments beginning on March 3, 2012. 16,000 of the March 3, 2011 options are vested and 24,000 are unvested.

On March 6, 2012, options to purchase 28,604 shares were granted to the Reporting Person by the Issuer. The options vest and are (7) exercisable in four (4) equal annual installments beginning on November 18, 2012. 14,302 of the March 6, 2012 options are vested and 14,302 are unvested.

On November 16, 2012, options to purchase 23,230 shares were granted to the Reporting Person by the Issuer. The options vest and are exercisable in four (4) annual installments beginning on November 16, 2013 as follows: 5,807 shares vest on each of November 16, 2013

(8) excertisable in four (4) and an installinents beginning on Hovember 16, 2015 as follows: 5,607 shares vest on each of November 16, 2015 and November 16, 2016. 5,807 of the November 16, 2012 options are vested and 17,423 are unvested.

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.