Destination Maternity Corp Form 4 April 01, 2016

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

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 Romano Anthony Issuer Symbol

Destination Maternity Corp [DEST] (Check all applicable)

(First) (Middle) (Last) 3. Date of Earliest Transaction

(Zip)

(Month/Day/Year) _X__ Director 10% Owner X_ Officer (give title Other (specify 03/30/2016 below) Chief Executive Officer

C/O DESTINATION MATERNITY CORPORATION, 232 STRAWBRIDGE DRIVE

(Street)

(State)

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

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

MOORESTOWN, NJ 08057

(City)

2. Transaction Date 2A. Deemed 4. Securities Acquired 5. Amount of 1. Title of 3. 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Form: Direct Indirect (Instr. 3) Code (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Ownership (Month/Day/Year) (Instr. 8) Owned Indirect (I) (Instr. 4) Following (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Price (D) Amount Common 03/30/2016 \$0 A 27,537 A $62,163 \frac{(1)}{2}$ D Stock

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

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

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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. Transacti Code (Instr. 8)	5. Number of orDerivative 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 Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 19.75					<u>(2)</u>	08/11/2024	Common Stock	34,729
Stock Options (Right to Buy)	\$ 14.3					<u>(3)</u>	12/05/2024	Common Stock	177,618
Stock Options (Right to Buy)	\$ 7.49	03/30/2016		A	132,170	<u>(4)</u>	03/30/2026	Common Stock	132,170

Reporting Owners

Reporting Owner Name / Address	Relationships					
•	Director	10% Owner	Officer	Other		
Romano Anthony C/O DESTINATION MATERNITY CORPORATION 232 STRAWBRIDGE DRIVE MOORESTOWN, NJ 08057	X		Chief Executive Officer			

Signatures

Anthony M.
Romano

**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).

This includes 10,443 shares of restricted stock issued to the Reporting Person by the issuer on August 11, 2014, which shares vest in four (4) annual installments beginning on August 11, 2015 as follows: 2,610 shares vest on August 11, 2015, and 2,611 shares vest on each of August 11, 2016, August 11, 2017, and August 11, 2018; 19,183 shares of restricted stock issued to the Reporting Person by the Issuer on December 5, 2014, which shares vest in four (4) annual installments beginning on December 5, 2015 as follows: 4,795 shares vest on

December 5, 2015, and 4,796 shares vest in four (4) annual installments beginning on December 5, 2017, and December 5, 2018; and 27,537 shares of restricted stock issued to the Reporting Person by the Issuer on March 30, 2016, which shares vest in four (4) annual installments beginning on March 30, 2017 as follows: 6,884 shares vest on each of March 30, 2017, March 30, 2018 and March 30, 2019, and 6,885 shares vest on March 30, 2020.

Reporting Owners 2

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- On August 11, 2014, options to purchase 34,729 shares were granted to the Reporting Person by the Issuer. The options vest and are exercisable in four (4) annual installments beginning on August 11, 2015 as follows: 8,682 shares vest on each of August 11, 2015, August 11, 2016 and August 11, 2017, and 8,683 shares vest on August 11, 2018. 8,682 of the outstanding August 11, 2014 options are vested and 26,047 are unvested.
- On December 5, 2014, options to purchase 177,618 shares were granted to the Reporting Person by the Issuer. The options vest and are exercisable in four (4) annual installments beginning on December 5, 2015 as follows: 44,404 options vest on each of December 5, 2015 and December 5, 2017, and 44,405 options vest on each of December 5, 2016 and December 5, 2018. 44,404 of the outstanding December 5, 2014 options are vested and 133,214 are unvested.
- On March 30, 2016, options to purchase 132,170 shares were granted to the Reporting Person by the Issuer. The options vest and are exercisable in four (4) annual installments beginning on March 30, 2017 as follows: 33,042 options vest on each of March 30, 2017 and March 30, 2019, and 33,043 options vest on each of March 30, 2018 and March 30, 2020. All March 30, 2016 options 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.