

# Edgar Filing: BROTHERS CLIVE - Form 4

BROTHERS CLIVE

Form 4

March 03, 2003

-----  
 FORM 4  
 -----

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

/ / Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. SEE Instruction 1(b).  
 (Print or Type Responses)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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  
 Section 30(h) of the Investment Company Act of 1940

-----

1. Name and Address of Reporting Person*			2. Issuer Name AND Ticker or Trading Symbol		6. R
Brothers	Clive		Weight Watchers International, Inc. (WTW)		--
(Last)	(First)	(Middle)			X
c/o Weight Watchers International Inc. 175 Crossways Park West			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	4. Statement for Month/Day/Year February 27, 2003	--
(Street)					

Woodbury	New York	11797	5. If Amendment, Date of Original (Month/Day/Year)			7. <u>X</u>
(City)	(State)	(Zip)				

TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR TRANSFERRED

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 Reporting Transaction (Instr. 3 and 4)
				Code	V	Amount	(A) or (D) Price	

Common Stock, no par value	2-27-03		M			10,000	A	\$2.125	
Common Stock, no par value	2-27-03		S			10,000	D	\$39.90	
Common Stock, no par value	2-27-03		S			33,000	D	\$39.90	61,108

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 Required to be Issued (Instr. 9)
---	--	---	---	-----------------------------------	--

7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following	10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

# Edgar Filing: BROTHERS CLIVE - Form 4

-----		Reported	(Instr. 4)
Title		Transaction(s)	
Amount or		(Instr. 4)	
Number of			
Shares			
-----			
Common Stock,	10,000	205,268	D
no par value			
-----			
-----			
-----			
-----			
-----			
-----			
-----			
-----			
-----			
-----			
-----			
-----			

## Explanation of Responses:

Note 1: Explanation of Responses: 1) Options for 94,107 shares were granted on December 17, 1999 that vest on the following schedule: 10% on December 17, 1999; 15% on December 30, 2000; 20% on December 29, 2001; 20% on December 28, 2002; 20% on January 3, 2004; and 15% on January 1, 2005. Options for 188,215 shares were granted on December 17, 1999 that, subject to meeting certain EBITDA targets, vest on the following schedule: 25% on December 30, 2000; 25% on December 29, 2001; 25% on December 28, 2002; 12.5 on January 3, 2004; and 12.5% on January 1, 2005.

/s/ Clive Brothers	02/27/03
-----	-----
**Signature of Reporting Person	Date
Clive Brothers	

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

\* 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).

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

<http://www.sec.gov/division/corpfin/forms/form4.htm>  
 LAST UPDATE: 09/05/2002