

Kossover Amy
 Form 3
 April 06, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | |
|--|---|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Kossover Amy</p> <p>(Last) (First) (Middle)</p> <p>11 MADISON AVE., 17TH FLOOR</p> <p>(Street)</p> <p>NEW YORK, NY 10010</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>03/30/2012</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>WEIGHT WATCHERS INTERNATIONAL INC [WTW]</p> <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP Corp Fin, Controller, PAO</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|--|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 1,301 | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
| | Date Exercisable | Title | | | |

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| | Expiration Date | Expiration Date | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---|---------------------------|-----------------|----------------------------|----------|---------------------------------------|-----|
| Non-Qualified Stock Option (right to buy) | 03/27/2012 | 03/27/2019 | Common Stock | 12,000 | \$ 19.74 | D Â |
| Non-Qualified Stock Option (right to buy) | 03/26/2013 ⁽¹⁾ | 03/26/2020 | Common Stock | 12,000 | \$ 25.76 | D Â |
| Non-Qualified Stock Option (right to buy) | 03/25/2014 ⁽²⁾ | 03/25/2021 | Common Stock | 5,025 | \$ 63.59 | D Â |
| Restricted Stock Unit Award | 03/26/2013 ⁽³⁾ | 03/26/2013 | Common Stock | 1,000 | \$ 0 ⁽⁴⁾ | D Â |
| Restricted Stock Unit Award | 03/25/2014 ⁽⁵⁾ | 03/25/2014 | Common Stock | 1,256 | \$ 0 ⁽⁴⁾ | D Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Kossover Amy 11 MADISON AVE., 17TH FLOOR NEW YORK, NY 10010 | Â | Â | Â SVP Corp Fin, Controller, PAO | Â |

Signatures

Stephanie Delavale, as Attorney-In-Fact for Amy Kossover

04/06/2012

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Non-Qualified Stock Options granted on March 26, 2010 will vest at 100% on March 26, 2013.
- (2) Non-Qualified Stock Options granted on March 25, 2011 will vest at 100% on March 25, 2014.
- (3) Restricted Stock Units granted on March 26, 2010 will vest at 100% on March 26, 2013.
- (4) Each Restricted Stock Unit represents a contingent right to receive one share of common stock.
- (5) Restricted Stock Units granted on March 25, 2011 will vest at 100% on March 25, 2014.

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.