Edgar Filing: Giammatteo Robert - Form 4

CURIVI 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB				
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB	r: 3235-0287			
Check this hav Washington, D.C. 20549 Numbe				
	ed average hours per			
(Print or Type Responses)				
Giammatteo Robert Symbol Issuer	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) Ascena Retail Group, Inc. [ASNA] (Check all applied) (Last) (First) (Middle) 3. Date of Earliest Transaction	cable)			
ASCENA RETAIL GROUP, NIC 022 MACADTILLUP (Month/Day/Year) 09/27/2017 (Month/Day/Year) 09/27/2017 Director Director Officer (give title below) below	Officer (give title Other (specify			
(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filed(Month/Day/Year) Applicable Line) _X_Form filed by One Reporti	ng Person			
MAHWAH, NJ 07430 — Form filed by More than O Person	ne Reporting			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Benef	icially Owned			
1.Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Form: Dir Dir Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) 6. Ownerst Form: Dir Code Disposed of (D) (Instr. 4) (A) or Code V Amount (D) Price (A) or Code V Amount (D) Price 5. Amount of Code V Amount (D) Price 6. Ownerst Form: Dir Code V Amount (D) Price	Beneficial			
Common 26,050 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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

Reporting Owners

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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. Transactio Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Date (Month/Day/Year		7. Title and An Underlying Sec (Instr. 3 and 4)	curit	
					Code V	(A) (D)	Date Exercisable	Expiration Date	Title	An or Nu of
	Option To Buy (1)	\$ 2.37	09/27/2017		А	64,433	09/27/2018 <u>(2)</u>	09/27/2024 <u>(2)</u>	Commmon	64

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Giammatteo Robert ASCENA RETAIL GROUP, INC. 933 MACARTHUR BOULEVARD MAHWAH, NJ 07430			EVP, CFO			
Signatures						
Mary Beth Riley, Powe of Attorney	09/28					
** Signature of Reporting Person	Da	ate				

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) Granted under the Company's 2016 Omnibus Incentive Plan.
- (2) Vests in two annual installments beginning on the first anniversary of the grant date.

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.