Destination Maternity Corp
Form 4
March 05, 2014

FORM 4

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

STATEMENT OF CHANGES IN 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

OMB APPROVAL

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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)

1. Name and Address of Reporting Person *
TIRNAUER JUDD P

(Last) (First) (Middle)

C/O DESTINATION MATERNITY CORPORATION, 456 NORTH FIFTH STREET

(Street)

PHILADELPHIA, PA 19123

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
Destination Maternity Corp [DEST]

3. Date of Earliest Transaction (Month/Day/Year)
03/03/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
EVP & CFO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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

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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/03/2014		F		681 (1)	D	$ 28.16	34,211 (2) (3)	D	

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)

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 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)		8. Price Derivat Securit (Instr.
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (Right to Buy)	$ 11.89							(4)	01/29/2020	Common Stock	16,000	
Stock Options (Right to Buy)	$ 22.13							(5)	03/03/2021	Common Stock	12,000	
Stock Options (Right to Buy)	$ 14.51							(6)	11/18/2021	Common Stock	6,198	
Stock Options (Right to Buy)	$ 19.89							(7)	11/16/2022	Common Stock	8,518	
Stock Options (Right to Buy)	$ 30.5							(8)	12/04/2023	Common Stock	8,437	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TIRNAUER JUDD P C/O DESTINATION MATERNITY CORPORATION 456 NORTH FIFTH STREET PHILADELPHIA, PA 19123			EVP & CFO	

Signatures

Judd P. Tirnauer	03/05/2014
**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).

(1) 681 shares were surrendered to the Issuer to pay applicable tax withholdings on the March 3, 2014 vest of 2,000 shares from the March 3, 2011 grant of 10,000 shares.

(2) Includes 13,718 shares of unvested restricted stock. This includes 4,000 shares from the March 3, 2011 grant of 10,000 shares, which grants each vest in equal annual installments over a five (5) year period; 2,709 shares from the November 18, 2011 grant of 5,417 shares, which shares vest in annual installments over a four (4) year period beginning on November 18, 2012 as follows: 1,354 shares vest on each of November 18, 2012, November 18, 2013, and November 18, 2014, and 1,355 shares vest on November 18, 2015; and 3,457 shares from the November 16, 2012 grant of 4,609 shares, which shares vest in annual installments over a four (4) year period as follows: 1,152 shares vest on each of November 16, 2013, November 16, 2014, and November 16, 2015, and 1,153 shares vest on November 16, 2016. Continued in next footnote.

(3) Also includes 3,552 shares of restricted stock issued to the Reporting Person by the Issuer on December 4, 2013, which shares vest in four (4) equal annual installments beginning on December 4, 2014.

(4) On January 29, 2010, options to purchase 40,000 shares were granted to the Reporting Person by the Issuer. The options vest and are exercisable in five (5) equal annual installments beginning on January 29, 2011. 8,000 of the remaining outstanding January 20, 2010 options are vested and 8,000 are unvested.

(5) On March 3, 2011, options to purchase 20,000 shares were granted to the Reporting Person by the Issuer. The options vest and are exercisable in five (5) equal annual installments beginning on March 3, 2012. 4,000 of the remaining outstanding March 3, 2011 options are vested and 8,000 are unvested.

(6) On November 18, 2011, options to purchase 12,395 shares were granted to the Reporting Person by the Issuer. The options vest and are exercisable in four (4) annual installments beginning on November 18, 2012 as follows: 3,098 shares vested on November 18, 2012, and 3,099 shares vest on each of November 18, 2013, November 18, 2014, and November 18, 2015. All 6,198 of the remaining outstanding November 18, 2011 options are unvested.

(7) On November 16, 2012, options to purchase 11,357 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: 2,839 shares vest on each of November 16, 2013, November 16, 2014, and November 16, 2015, and 2,840 options vest on November 16, 2016. All 8,518 of the remaining outstanding November 16, 2012 options are unvested.

(8) On December 4, 2013, options to purchase 8,437 shares were granted to the Reporting Person by the Issuer. The options vest and are exercisable in four (4) annual installments beginning on December 4, 2014 as follows: 2,109 shares vest on each of December 4, 2014, December 4, 2015, and December 4, 2016, and 2,110 options vest on December 4, 2017. All December 4, 2013 options are unvested.

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