

SARDINI ANN  
Form 4  
May 03, 2007

**FORM 4**

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

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).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SARDINI ANN

2. Issuer Name and Ticker or Trading Symbol  
WEIGHT WATCHERS  
INTERNATIONAL INC [WTW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
11 MADISON AVENUE, 17TH  
FLOOR

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/01/2007

\_\_\_\_ Director  
 Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
CFO

(Street)  
NEW YORK, NY 10010

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

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

(City) (State) (Zip)

**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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |     |       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
|                                 |                                      |  |                                | (A) or (D)  | Code  | V  | Amount                            | (D) | Price |

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

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(9-02)

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

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction of Derivative | 5. Number | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Security |
|------------------------|---------------|--------------------------------------|-------------------------------|------------------------------|-----------|---|--|
|------------------------|---------------|--------------------------------------|-------------------------------|------------------------------|-----------|---|--|

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| Security (Instr. 3)                       | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year)          | (Instr. 3 and 4) |              |               |
|---|--|----------------------|-----------------|---|---------------------------|------------------|--------------|---------------|
|   |  |                      | Code            | V (A) (D)   | Date Exercisable          | Expiration Date  | Title        | Am or N of Sh |
| Non-Qualified Stock Option (right to buy) | \$ 42.27                                 | 05/01/2007           | M               | 1,600   | 12/30/2005 <sup>(1)</sup> | 01/12/2008       | Common Stock | 1             |
| Non-Qualified Stock Option (right to buy) | \$ 42.27                                 | 05/01/2007           | M               | 900   | 12/30/2005 <sup>(1)</sup> | 01/12/2008       | Common Stock |               |
| Non-Qualified Stock Option (right to buy) | \$ 42.27                                 | 05/01/2007           | M               | 1,140   | 12/30/2005 <sup>(1)</sup> | 01/12/2008       | Common Stock | 1             |
| Non-Qualified Stock Option (right to buy) | \$ 42.27                                 | 05/01/2007           | M               | 100   | 12/30/2005 <sup>(1)</sup> | 01/12/2008       | Common Stock |               |
| Non-Qualified Stock Option (right to buy) | \$ 42.27                                 | 05/01/2007           | M               | 1,300   | 12/30/2005 <sup>(1)</sup> | 01/12/2008       | Common Stock | 1             |
| Non-Qualified Stock Option (right to buy) | \$ 42.27                                 | 05/01/2007           | M               | 800   | 12/30/2005 <sup>(1)</sup> | 01/12/2008       | Common Stock |               |
| Non-Qualified Stock Option (right to buy) | \$ 42.27                                 | 05/01/2007           | M               | 4,800   | 12/30/2005 <sup>(1)</sup> | 01/12/2008       | Common Stock | 4             |
| Non-Qualified Stock Option (right to buy) | \$ 42.27                                 | 05/01/2007           | M               | 700   | 12/30/2005 <sup>(1)</sup> | 01/12/2008       | Common Stock |               |
| Non-Qualified Stock Option (right to buy) | \$ 42.27                                 | 05/01/2007           | M               | 1,000   | 12/30/2005 <sup>(1)</sup> | 01/12/2008       | Common Stock | 1             |
| Non-Qualified Stock Option (right to buy) | \$ 42.27                                 | 05/01/2007           | M               | 200   | 12/30/2005 <sup>(1)</sup> | 01/12/2008       | Common Stock |               |
| Non-Qualified Stock Option (right to buy) | \$ 42.27                                 | 05/01/2007           | M               | 400   | 12/30/2005 <sup>(1)</sup> | 01/12/2008       | Common Stock |               |
| Non-Qualified                             | \$ 42.27                                 | 05/01/2007           | M               | 300   | 12/30/2005 <sup>(1)</sup> | 01/12/2008       | Common       |               |

|   |          |            |   |     |                           |            |  |                 |
|---|----------|------------|---|-----|---------------------------|------------|--|-----------------|
| Stock Option<br>(right to buy)                  |          |            |   |     |                           |            |  | Stock           |
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 42.27 | 05/01/2007 | M | 700 | 12/30/2005 <sup>(1)</sup> | 01/12/2008 |  | Common<br>Stock |
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 42.27 | 05/01/2007 | M | 900 | 12/30/2005 <sup>(1)</sup> | 01/12/2008 |  | Common<br>Stock |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| SARDINI ANN<br>11 MADISON AVENUE<br>17TH FLOOR<br>NEW YORK, NY 10010 |               |           | CFO     |       |

## Signatures

Ann Sardini                      05/03/2007

\_\_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) Options for 20,000 shares were granted on January 13, 2003 and vested at 100% on December 30, 2005.

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.