Masciantonio Ronald James
Form 4
April 02, 2018

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 *
Masciantonio Ronald James

(Last) (First) (Middle)

C/O DESTINATION MATERNITY CORPORATION, 232 STRAWBRIDGE DRIVE

(Street)

MOORESTOWN, NJ 08057

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
03/30/2018

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 & CAO

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	03/30/2018		F		1,337 (1)	D	$ 2.59	124,723 (2)	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							(3)	01/29/2020	Common Stock	12,000	
Stock Options (Right to Buy)	$ 22.13							(4)	03/03/2021	Common Stock	9,000	
Stock Options (Right to Buy)	$ 14.51							(5)	11/18/2021	Common Stock	4,882	
Stock Options (Right to Buy)	$ 19.89							(6)	11/16/2022	Common Stock	7,744	
Stock Options (Right to Buy)	$ 30.5							(7)	12/04/2023	Common Stock	7,788	
Stock Options (Right to Buy)	$ 14.3							(8)	12/05/2024	Common Stock	75,353	
Stock Options (Right to Buy)	$ 7.49							(9)	03/30/2026	Common Stock	56,072	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Masciantonio Ronald James
C/O DESTINATION MATERNITY CORPORATION
232 STRAWBRIDGE DRIVE
MOORESTOWN, NJ 08057

EVP & CAO

Signatures

Ronald J. Masciantonio 04/02/2018

**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) 1,337 shares were surrendered to the Issuer to pay applicable tax withholdings on the March 30, 2018 vest of 2,921 shares from the March 30, 2016 grant of 11,683 shares.

(2) Includes 107,877 shares of unvested restricted stock. This includes 100,000 shares from the October 19, 2017 grant of 100,000 shares, which shares vest in four (4) equal annual installments beginning on October 19, 2018; 2,035 shares from the December 5, 2014 grant of 8,138 shares, which shares vest in four (4) annual installments beginning on December 5, 2015 as follows: 2,034 shares vest on each of December 5, 2015 and December 5, 2017, and 2,035 shares vest on each of December 5, 2016 and December 5, 2018; and 5,842 shares from the March 30, 2016 grant of 11,683 shares, which shares vest in four (4) annual installments beginning on March 30, 2017 as follows: 2,920 shares vest on March 30, 2017, and 2,921 shares vest on each of March 30, 2018, March 30, 2019, and March 30, 2020.

(3) On January 29, 2010, options to purchase 30,000 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. All of the remaining outstanding January 29, 2010 options are vested.

(4) On March 3, 2011, options to purchase 15,000 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. All of the remaining outstanding March 3, 2011 options are vested.

(5) On November 18, 2011, options to purchase 9,764 shares were granted to the Reporting Person by the Issuer. The options vest and are exercisable in four (4) equal annual installments beginning on November 18, 2012. All of the remaining outstanding November 18, 2011 options are vested.

(6) On November 16, 2012, options to purchase 10,325 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: 2,581 options vest on each of November 16, 2013, November 16, 2014, and November 16, 2015, and 2,582 options vest on November 16, 2016. All of the remaining outstanding November 16, 2012 options are vested.

(7) On December 4, 2013, options to purchase 7,788 shares were granted to the Reporting Person by the Issuer. The options vest and are exercisable in four (4) equal annual installments beginning on December 4, 2014. All of the outstanding December 4, 2013 options are vested.

(8) On December 5, 2014, options to purchase 75,353 shares were granted to the Reporting Person by the Issuer. The options vest and are exercisable in four (4) annual installments beginning on December 5, 2015 as follows: 18,838 options vest on each of December 5, 2015, December 5, 2016, and December 5, 2017, and 18,839 options vest on December 5, 2018. 56,514 of the outstanding December 5, 2014 options are vested and 18,839 are unvested.

(9) On March 30, 2016, options to purchase 56,072 shares were granted to the Reporting Person by the Issuer. The options vest and are exercisable in four (4) equal annual installments beginning on March 30, 2017. 28,036 of the outstanding March 30, 2016 options are vested and 28,036 are unvested.

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