

BRACALE SCOTT M
Form 4
August 23, 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 *
BRACALE SCOTT M

(Last) (First) (Middle)

8323 WALTON PARKWAY

(Street)

NEW ALBANY, OH 43054

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TWEEN BRANDS, INC. [TWB]

3. Date of Earliest Transaction
(Month/Day/Year)
08/22/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Pres, Tween Brands Agency Inc.

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock, \$.01 par value	08/22/2007		M	1,260	A \$ 16.5	28,873	D
Common Stock, \$.01 par value	08/22/2007		M	861	A \$ 16.5	29,734	D
Common Stock, \$.01 par value	08/22/2007		M	3,126	A \$ 16.26	32,860	D

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 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. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 16.5	08/22/2007		M	861	⁽¹⁾ 02/01/2009	Common Stock, \$.01 par value	861
Stock Option (Right to Buy)	\$ 16.5	08/22/2007		M	1,260	⁽²⁾ 08/23/2009	Common Stock, \$.01 par value	1,260
Stock Option (Right to Buy)	\$ 16.26	08/22/2007		M	3,126	⁽³⁾ 02/10/2014	Common Stock, \$.01 par value	3,126

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BRACALE SCOTT M
8323 WALTON PARKWAY
NEW ALBANY, OH 43054

Pres, Tween Brands Agency Inc.

Signatures

By: Robert J. Tannous,
Attorney-in-Fact

08/23/2007

**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) Option vests 10% on each of the first, second and third anniversaries; 15% on the fourth anniversary; 20% on the fifth anniversary and 35% on the sixth anniversary, beginning 2/1/00.
- (2) Option vests 10% on each of the first, second and third anniversaries of the date of grant; 15% on the fourth anniversary; 20% on the fifth anniversary and 35% on the sixth anniversary.
- (3) Option vests 25% per year beginning on the first anniversary of the date of grant.

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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