Northwest Bancshares, Inc. Form 4

November 30, 2016

Northwest

Bancshares.

11/29/2016

OMB APPROVAL UNITED STATES SECURITIES AND EXCHANGE COMMISSION **OMB** 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Laws Richard K Issuer Symbol Northwest Bancshares, Inc. [NWBI] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify 100 LIBERTY STREET 11/29/2016 below) below) **EVP Chief Legal Counsel** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting **WARREN**, PA 16365 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial Ownership (Month/Day/Year) (Instr. 8) Owned Direct (D) or Indirect Following (Instr. 4) Reported (I)(A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount (D) Price Northwest Bancshares. 11/29/2016 X Inc. 1,632 \$ 12.44 17,052 D Α Common Stock Northwest Bancshares. X Inc. 11/29/2016 2,448 \$ 13.15 19,500 D Α Common Stock

X

1,632

Α

\$ 12.37

21,132

D

Inc. Common Stock								
Northwest Bancshares, Inc. Common Stock	11/29/2016	X	1,248	A	\$ 14.15	22,380	D	
Northwest Bancshares, Inc. Common Stock	11/29/2016	S	6,960	D	\$ 18.2085	15,420	D	
Northwest Bancshares, Inc. Common Stock	11/29/2016	S	1,722	D	\$ 18.2009 (2)	13,698	D	
Northwest Bancshares, Inc. Common Stock						2,648.592	I	401-k

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	2.	3. Transaction Date	3A. Deemed	4.	5. N	umber	6. Date Exercis	sable and	7. Title and A	Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction of Derivative		Expiration Date		Underlying Securities		
Security	or Exercise		any	Code Securities		(Month/Day/Year)		(Instr. 3 and 4)		
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acq	uired				
	Derivative				(A)	or				
	Security				Disp	osed of				
					(D)					
					(Inst	r. 3, 4,				
					and :	5)				
										Amount
							Date	Expiration		or
							Exercisable	Date	Title	Number
				Code V	(A)	(D)	Excicisable	Date		of Shares
				Code v	(A)	(D)				of Shares
Stock	\$ 12.44	11/29/2016		X		1,632	05/15/2013	05/15/2023	Common	4,080
Options						,			Stock	,
-									Stock	
(Right to										

SEC 1474

(9-02)

Buy)								
Stock Options (Right to Buy)	\$ 13.15	11/29/2016	X	2,448	05/21/2014	05/21/2024	Common Stock	8,160
Stock Options (Right to Buy)	\$ 12.37	11/29/2016	X	1,632	05/20/2015	05/20/2025	Common Stock	8,160
Stock Options (Right to Buy)	\$ 14.15	11/29/2016	X	1,248	05/18/2016	05/18/2026	Common Stock	12,480

Reporting Owners

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

Laws Richard K 100 LIBERTY STREET WARREN, PA 16365

EVP Chief Legal Counsel

Signatures

Richard K.
Laws

11/30/2016

**Signature of Pate Reporting Person

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) Average price of 47 lots with a high of \$18.225 and a low of \$18.20.
- (2) Average price of 9 lots with a high of \$18.21 and a low of \$18.20.
- (3) Reflects transactions not required to be reported pursuant to Section 16 of the Securities Exchange Act of 1934, as amended.

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.

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