

FISHER STEVEN G

Form 4

June 18, 2018

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
FISHER STEVEN G

(Last) (First) (Middle)

100 LIBERTY STREET

(Street)

WARREN, PA 16365

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Northwest Bancshares, Inc. [NWBI]

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

06/15/2018

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)

Sr. EVP- Chief Revenue Officer

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)
Northwest Bancshares, Inc. Common Stock	06/15/2018		M	10,115 A \$ 11.49	172,103	D	
Northwest Bancshares, Inc. Common Stock	06/15/2018		M	10,769 A \$ 12.12	182,872	D	
Northwest Bancshares,	06/15/2018		M	17,911 A \$ 12.32	200,783	D	

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Inc.
Common
Stock

Northwest
Bancshares,

Inc. 06/15/2018

Common
Stock

S

38,795

A

\$

17.5596

161,988

D

(1)

Northwest
Bancshares,

Inc.

Common
Stock

22,500

I

Wife

Northwest
Bancshares,

Inc.

Common
Stock

4,275

I

Inherited
Beneficiary
IRA

Northwest
Bancshares,

Inc.

Common
Stock

6,080

I

Son and
Wife JT

Northwest
Bancshares,

Inc.

Common
Stock

126,817.72
(2)

I

401-K

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)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number

Stock Options (Right to Buy)	\$ 11.49	06/15/2018	M	10,115	01/20/2011	01/20/2020	Common Stock	10,115
Stock Options (Right to Buy)	\$ 12.12	06/15/2018	M	10,769	01/19/2012	01/19/2021	Common Stock	10,769
Stock Options (Right to Buy)	\$ 12.32	06/15/2018	M	17,911	05/18/2011	05/18/2021	Common Stock	17,911

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FISHER STEVEN G 100 LIBERTY STREET WARREN, PA 16365			Sr. EVP- Chief Revenue Officer	

Signatures

/s/ Steven G.
Fisher

06/18/2018

**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) Average price of 226 lots with a high of \$17.615 and a low of \$17.50.

(2) 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.

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