

WAGNER WILLIAM J

Form 4

August 14, 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 *
WAGNER WILLIAM J

(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)

08/10/2018

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)

Executive Chairman

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 Indirect Beneficial Ownership (Instr. 4)
Northwest Bancshares, Inc. Common Stock	08/10/2018		S	200	D \$ 17.835	135,756.56	D
Northwest Bancshares, Inc. Common Stock	08/10/2018		S	1,099	D \$ 17.84	134,657.56	D
Northwest Bancshares,	08/10/2018		S	700	D \$ 17.845	133,957.56	D

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Inc. Common Stock								
Northwest Bancshares, Inc. Common Stock	08/10/2018	S	2,004	D	\$ 17.85	131,953.56	D	
Northwest Bancshares, Inc. Common Stock	08/10/2018	S	7,390	D	\$ 17.86	124,563.56	D	
Northwest Bancshares, Inc. Common Stock	08/10/2018	S	134	D	\$ 17.8601	124,429.56	D	
Northwest Bancshares, Inc. Common Stock	08/10/2018	S	1,400	D	\$ 17.865	123,029.56	D	
Northwest Bancshares, Inc. Common Stock	08/10/2018	S	4,307	D	\$ 17.87	118,722.56	D	
Northwest Bancshares, Inc. Common Stock	08/10/2018	S	1,400	D	\$ 17.8701	117,322.56	D	
Northwest Bancshares, Inc. Common Stock	08/10/2018	S	100	D	\$ 17.8723	117,222.56	D	
Northwest Bancshares, Inc. Common Stock	08/10/2018	S	300	D	\$ 17.8732	116,922.56	D	
Northwest Bancshares, Inc.	08/10/2018	S	200	D	\$ 17.8733	116,722.56	D	

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Common
Stock

Northwest
Bancshares,
Inc.

08/10/2018

S 200 D \$ 17.875 116,522.56 D

Common
Stock

Northwest
Bancshares,
Inc.

170,991.61 I By Wife

Common
Stock

Northwest
Bancshares,
Inc.

4,762 I By IRA

Common
Stock

Northwest
Bancshares,
Inc.

5,840 I By
Wife's
IRA

Common
Stock

Northwest
Bancshares,
Inc.

3,406.92 I By Trust
for Son

Common
Stock

Northwest
Bancshares,
Inc.

10.537 ⁽¹⁾ I By
401(k)

Common
Stock

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

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SEC 1474
(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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo
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(A) or
Disposed
of (D)
(Instr. 3,
4, and 5)

Repor
Trans
(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WAGNER WILLIAM J 100 LIBERTY STREET WARREN, PA 16365	X		Executive Chairman	

Signatures

/s/ William J.

Wagner

08/14/2018

**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) 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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