

TIRNAUER JUDD P
Form 4
May 02, 2011

FORM 4

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

OMB APPROVAL

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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 *
TIRNAUER JUDD P

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
04/28/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP & CFO

C/O DESTINATION MATERNITY CORPORATION, 456 NORTH FIFTH STREET

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

PHILADELPHIA, PA 19123

(City) (State) (Zip)

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)
			Code	V	Amount or Price		
Common Stock	04/28/2011		M		626 A \$ 6.43	28,133.82 ⁽¹⁾ ₍₂₎	D
Common Stock	04/28/2011		M		2,249 A \$ 5.005	30,382.82 ⁽¹⁾ ₍₂₎	D
Common Stock	04/28/2011		M		967 A \$ 3.515	31,349.82 ⁽¹⁾ ₍₂₎	D
Common Stock	04/28/2011		M		2,942 A \$ 11.89	34,291.82 ⁽¹⁾ ₍₂₎	D
Common Stock	04/28/2011		S		4,400 D \$ 24.35	29,891.82 ⁽¹⁾ ₍₂₎	D

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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 Options (Right to Buy)	\$ 6.43	04/28/2011		D	574	<u>(3)</u> 11/24/2014	Common Stock	574
Stock Options (Right to Buy)	\$ 6.43	04/28/2011		M	626	<u>(3)</u> 11/24/2014	Common Stock	626
Stock Options (Right to Buy)	\$ 5.005	04/28/2011		D	1,751	<u>(5)</u> 11/28/2015	Common Stock	1,751
Stock Options (Right to Buy)	\$ 5.005	04/28/2011		M	2,249	<u>(5)</u> 11/28/2015	Common Stock	2,249
Stock Options (Right to Buy)	\$ 3.515	04/28/2011		D	633	<u>(6)</u> 11/19/2018	Common Stock	633
Stock Options (Right to Buy)	\$ 3.515	04/28/2011		M	967	<u>(6)</u> 11/19/2018	Common Stock	967
Stock Options	\$ 11.89	04/28/2011		D	5,058	<u>(7)</u> 01/29/2020	Common Stock	5,058

(Right to
Buy)

Stock

Options (Right to Buy)	\$ 11.89	04/28/2011	M	2,942	(7)	01/29/2020	Common Stock	2,942
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TIRNAUER JUDD P C/O DESTINATION MATERNITY CORPORATION 456 NORTH FIFTH STREET PHILADELPHIA, PA 19123			SVP & CFO	

Signatures

Judd P. Tirnauer 05/02/2011

__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) Includes 18,400 shares of unvested restricted stock, including 400 shares from the November 22, 2006 grant, 800 shares from the November 21, 2007 grant, 6,000 shares from the July 23, 2008 grant, 1,200 shares from the November 19, 2008 grant, and 10,000 shares from the March 3, 2011 grant. All currently outstanding and unvested restricted stock of the Reporting Person vest in equal annual installments over a five (5) year period.
 - (2) 507,8206 of these shares were purchased by the Reporting Person pursuant to the Issuer's Employee Stock Purchase Plan.
 - (3) The options were fully vested and exercisable on November 24, 2009.
 - (4) The inherent value of the shares underlying these options being surrendered to the Issuer is being applied to pay the exercise price and applicable tax withholdings for the option exercise reported in the next line in this Table II.
 - (5) The options were fully vested and exercisable on November 28, 2010.
 - (6) The options vest and are exercisable in five (5) equal annual installments beginning on November 19, 2009.
 - (7) The options vest and are exercisable in five (5) equal annual installments beginning on January 29, 2011.

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.