

WAGNER WILLIAM J
Form 4
August 14, 2018

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 *
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)
			Code	V	Amount (D) or Price		
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, Inc. Common Stock	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	

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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(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 Benef 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.

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