

WEIGHT WATCHERS INTERNATIONAL INC  
 Form 3  
 May 16, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 \*

Â BASONE MICHAEL  
 (Last) (First) (Middle)

11 MADISON AVENUE,Â 17TH FLOOR

(Street)

NEW YORK,Â NYÂ 10010

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)  
 05/06/2008

3. Issuer Name and Ticker or Trading Symbol

WEIGHT WATCHERS INTERNATIONAL INC  
 [WTW]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer \_\_\_ Other  
 (give title below) (specify below)  
 President of WW.com & CTO

5. 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

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D) or Indirect

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable Expiration Date

Title Amount or Number of Shares

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						(I) (Instr. 5)	
Non-Qualified Stock Option (right to buy)	05/22/2007 <sup>(1)</sup>	05/22/2016	Common Stock	42,000	\$ 42.08	D	Â
Non-Qualified Stock Option (right to buy)	03/28/2011 <sup>(2)</sup>	03/28/2018	Common Stock	22,500	\$ 47.05	D	Â
Non-Qualified Stock Option (right to buy)	03/14/2009 <sup>(3)</sup>	03/14/2018	Common Stock	11,250	\$ 47.1	D	Â
Non-Qualified Stock Option (right to buy)	03/12/2010 <sup>(4)</sup>	03/12/2017	Common Stock	12,000	\$ 47.49	D	Â
Non-Qualified Stock Option (right to buy)	07/14/2006 <sup>(5)</sup>	07/14/2010	Common Stock	7,500	\$ 53.03	D	Â
Non-Qualified Stock Option (right to buy)	07/14/2006 <sup>(6)</sup>	07/14/2015	Common Stock	15,000	\$ 53.03	D	Â
Restricted Stock Unit Award	07/14/2006 <sup>(7)</sup>	07/14/2008	Common Stock	208	\$ 0	D	Â
Restricted Stock Unit Award	01/15/2009 <sup>(8)</sup>	01/15/2009	Common Stock	5,500	\$ 0	D	Â
Restricted Stock Unit Award	03/12/2010 <sup>(9)</sup>	03/12/2010	Common Stock	1,000	\$ 0	D	Â
Restricted Stock Unit Award	07/14/2006 <sup>(10)</sup>	07/14/2010	Common Stock	750	\$ 0	D	Â
Restricted Stock Unit Award	03/28/2011 <sup>(11)</sup>	03/28/2011	Common Stock	1,875	\$ 0	D	Â
Restricted Stock Unit Award	05/22/2007 <sup>(12)</sup>	05/22/2011	Common Stock	9,500	\$ 0	D	Â
Restricted Stock Unit Award	03/14/2009 <sup>(13)</sup>	03/14/2013	Common Stock	938	\$ 0	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BASONE MICHAEL 11 MADISON AVENUE 17TH FLOOR NEW YORK, NY 10010	Â	Â	Â President of WW.com & CTO	Â

## Signatures

Michael Basone 05/16/2008

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Non-Qualified Stock Options for 52,500 shares were granted on May 22, 2006 with a five year vesting schedule. 10,500 shares (20%) vested on May 22, 2007. 10,500 shares (20%) will vest on May 22, 2008; 10,500 shares (20%) will vest on May 22, 2009; 10,500 shares (20%) will vest on May 22, 2010; and 10,500 shares (20%) will vest on May 22, 2011.
- (2) Non-Qualified Stock Options for 22,500 shares were granted on March 28, 2008. The grant will vest 100% on March 28, 2011.
- (3) Non-Qualified Stock Options for 11,250 shares were granted on March 14, 2008 with a five year vesting schedule. 2,250 options (20%) will vest on March 14, 2009; 2,250 options (20%) will vest on March 14, 2010; 2,250 options (20%) will vest on March 14, 2011; 2,250 options (20%) will vest on March 14, 2012; and 2,250 options (20%) will vest on March 14, 2013.
- (4) Non-Qualified Stock Options for 12,000 shares were granted on March 12, 2007. The grant will vest 100% on March 12, 2010.
- (5) Non-Qualified Stock Options for 7,500 shares were granted on July 14, 2005 with a three year vesting schedule. 2,500 options (one-third) vested on July 14, 2006 and 2,500 options (one-third) vested on July 14, 2007. 2,500 options (one-third) will vest on July 14, 2008.
- (6) Non-Qualified Stock Options for 15,000 shares were granted on July 14, 2005 with a five year vesting schedule. 3,000 options (20%) vested on July 14, 2006 and 3,000 options (20%) vested on July 14, 2007. 3,000 options (20%) will vest on July 14, 2008; 3,000 options (20%) will vest on July 14, 2009; and 3,000 options (20%) will vest on July 14, 2010.
- (7) 625 Restricted Stock Units were granted on July 14, 2005 with a three year vesting schedule. 209 shares (one-third) vested on July 14, 2006 and 208 shares (one-third) vested on July 14, 2007. 208 shares (one-third) will vest on July 14, 2008.
- (8) 5,500 Restricted Stock Units were granted on March 10, 2006. The grant will vest 100% on January 15, 2009.
- (9) 1,000 Restricted Stock Units were granted on March 12, 2007. The grant will vest 100% on March 12, 2010.
- (10) 1,250 Restricted Stock Units were granted on July 14, 2005 with a five year vesting schedule. 250 shares (20%) vested on July 14, 2006 and 250 shares (20%) vested on July 14, 2007. 250 shares (20%) will vest on July 14, 2008; 250 shares (20%) will vest on July 14, 2009; and 250 shares (20%) will vest on July 14, 2010.
- (11) 1,875 Restricted Stock Units were granted on March 28, 2008. The grant will vest 100% on March 28, 2011.
- (12) 7,500 Restricted Stock Units were granted on May 22, 2006 with a five year vesting schedule. 1,500 shares (20%) vested on May 22, 2007. 1,500 shares (20%) will vest on May 22, 2008; 1,500 shares (20%) will vest on May 22, 2009; 1,500 shares (20%) will vest on May 22, 2010; and 1,500 shares (20%) will vest on May 22, 2011. Additionally, 4,375 Restricted Stock Units were granted on May 22, 2006 with a five year vesting schedule. 875 shares (20%) vested on May 22, 2007. 875 shares (20%) will vest on May 22, 2008; 875 shares (20%) will vest on May 22, 2009; 875 shares (20%) will vest on May 22, 2010; and 875 shares (20%) will vest on May 22, 2011.
- (13) 938 Restricted Stock Units were granted on March 14, 2008 with a five year vesting schedule. 188 shares (20%) will vest on March 14, 2009; 188 shares (20%) will vest on March 14, 2010; 188 shares (20%) will vest on March 14, 2011; 187 shares (20%) will vest on March 14, 2012; and 187 shares (20%) will vest on March 14, 2013.

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