

Northwest Bancshares, Inc.
Form 4
November 16, 2016

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Scalise Jonathan P

(Last) (First) (Middle)

100 LIBERTY STREET

(Street)

WARREN, PA 16365

(City) (State) (Zip)

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

Northwest Bancshares, Inc. [NWB]I

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

11/14/2016

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 ____ Other (specify
below) below)

EVP Business Development

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.	11/14/2016		X	1,124 A \$ 9.79	19,723	D	
Northwest Bancshares, Inc.	11/14/2016		X	1,124 A \$ 7.48	20,847	D	
Northwest Bancshares, Inc.	11/14/2016		X	1,828 A \$ 11.49	22,675	D	
Northwest Bancshares,	11/14/2016		X	4,644 A \$ 12.12	27,319	D	

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Inc.

Northwest Bancshares, Inc.	11/14/2016	S	8,720	D	\$ 17.983	18,599	D
					(1)		

Northwest Bancshares, Inc.					33,331.142		I	401-K
					(2)			

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 of Shares
Stock Options (Right to Buy)	\$ 9.79	11/14/2016		X		1,124		11/19/2009	11/19/2018	Northwest Bancshares, Inc. common stock	3,937
Stock Options (Right to Buy)	\$ 7.48	11/14/2016		X		1,124		02/18/2010	02/18/2019	Northwest Bancshares, Inc. Common stock	3,937
Stock options (Right to BUy)	\$ 11.49	11/14/2016		X		1,828		01/20/2011	01/20/2020	Northwest Bancvshares, Inc. Common stock	6,400
Stock Options (Right to Buy)	\$ 12.12	11/14/2016		X		4,644		01/19/2012	01/19/2021	Northwest Bancshares, Inc. Common stock	6,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Scalise Jonathan P 100 LIBERTY STREET WARREN, PA 16365			EVP Business Development	

Signatures

Jonathan P.
Scalise

11/16/2016

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 20 lots with a high of \$18.03 and a low of \$17.935.
- (2) Reflects transactions not required to be reported pursuant to Section 16 of the Securities Exchange Act of 1934, as amended

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