Northwest Bancshares, Inc.
Form 4
May 02, 2014

FORM 4

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

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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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(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)
05/01/2014

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
President & CEO

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)
			Code	V	Amount	(A) or (D)	Price			
Northwest Bancshares, Inc. Common Stock								226,331.56	D	
Northwest Bancshares, Inc. Common Stock								170,991.61	I	Wife
Northwest Bancshares,								4,762	I	IRA

Inc. Common Stock									
Northwest Bancshares, Inc. Common Stock							5,840	I	Wife's IRA
Northwest Bancshares, Inc. Common Stock							3,398.94	I	Trust For Daughter
Northwest Bancshares, Inc. Common Stock							3,406.92	I	Trust For Son
Northwest Bancshares Inc. Common Stock	05/01/2014	05/01/2014	P	11,461.924	A	$ 13.2958	143,951.04 (1)	I	401-K
Northwest Bancshares, Inc. Common Stock							57,172.65	I	ESOP

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

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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. P Der Sec (Ins

		Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	$ 14.63					04/24/2014	12/15/2014	Common Stock	19,166
Stock Options (Right to Buy)	$ 9.86					01/18/2007	01/18/2016	Common Stock	21,374
Stock Options (Right to Buy)	$ 11.51					01/17/2008	01/17/2017	Common Stock	21,374
Stocp Options (Right to Buy)	$ 11.12					01/16/2009	01/16/2018	Common Stock	21,375
Stock Options (Right to Buy)	$ 9.79					11/19/2009	11/19/2018	Common Stock	21,374
Stock Options (Right to Buy)	$ 7.48					02/18/2010	02/18/2019	Common Stock	21,374
Stock Options (Right to Buy)	$ 11.49					01/20/2011	01/20/2020	Common Stock	19,000
Stock Options (Right to Buy)	$ 12.12					01/19/2012	01/19/2021	Common Stock	19,000
Stock Options (Right to Buy)	$ 12.32					05/18/2012	05/18/2021	Common Stock	100,000
Stock Options (Right to Buy)	$ 11.7					05/23/2013	05/23/2022	Common Stock	24,000
Stock Options (Right to	$ 12.44					05/15/2014	05/15/2023	Common Stock	24,000

Buy)

Reporting Owners

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

Signatures

William J. Wagner	05/02/2014
**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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