HARVEY WILLIAM W

Form 4/A

January 29, 2010

FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

OMB APPROVAL

Form 4 or Form 5 obligations **SECURITIES**

Estimated average burden hours per response...

5. Relationship of Reporting Person(s) to

Issuer

may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

Symbol

0.5

1(b).

(Print or Type Responses)

HARVEY WILLIAM W

1. Name and Address of Reporting Person *

		Northwe	st Bancshares, Inc. [NWBI]	(Check all applicable)			
(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 100 LIBERTY STREET 01/20/2010			y/Year)	Director 10% Owner X Officer (give title Other (specify below)			
WARREN, PA	(Street)	4. If Amen Filed(Mont) 01/22/20	•	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
				Person			
(City)	(State)	(Zip) Table	I - Non-Derivative Securities Acc	quired, Disposed of, or Bei	neficially Owned		
1.Title of Security (Instr. 3) Northwest Bancshares, Inc.	2. Transaction D (Month/Day/Yea	ate 2A. Deemed Execution Date, if any (Month/Day/Year)	Code Disposed of (D)	Owned (D) or Following Indirec Reported (Instr. Transaction(s)	Direct Beneficial Ownership et (I) (Instr. 4)		
Northwest Bancshares, Inc.				686.25 I	IRA		
Northwest Bancshares, Inc.				686.25 I	Wife's IRA		
Northwest Bancshares,				5,065.464 I	401-K		

Edgar Filing: HARVEY WILLIAM W - Form 4/A

Inc.

Northwest

Bancshares, 9,070.345 I ESOP

Inc.

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(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. Transactic Code (Instr. 8)	Secur Secur Acqu or Di (D)	rities nired (ispose r. 3, 4,	(A) ed of	6. Date Exerci Expiration Dat (Month/Day/Y	e	7. Title and Am Underlying Sec (Instr. 3 and 4)	
				Code V	(A	A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Number of Share
Stock Options (Right to Buy)	\$ 4.35							10/18/2001	10/17/2011	Northwest Bancshares, Inc.	9,675
Stock Options (Right to Buy)	\$ 5.91							08/21/2002	08/21/2012	Northwest Bancshares, Inc.	11,47
Stock Options (Right to Buy)	\$ 7.37							08/20/2003	08/20/2013	Northwest Bancshares, Inc.	11,47
Stock Options (Right to Buy)	\$ 11.33							12/15/2004	12/15/2014	Northwest Bancshares, Inc.	11,47
Stock Options (Right to Buy)	\$ 10.19							01/19/2006	01/19/2015	Northwest Bancshares, Inc.	12,93
Stock Options	\$ 9.86							01/18/2007	01/18/2016	Northwest Bancshares,	12,93

Edgar Filing: HARVEY WILLIAM W - Form 4/A

(Right to Buy)								Inc.	
Stock Options (Right to Buy)	\$ 11.51					01/17/2008	01/17/2017	Northwest Bancshares, Inc.	12,93
Stock Options (Right to Buy)	\$ 11.12					01/16/2009	01/16/2018	Northwest Bancshares, Inc.	12,93
Stock Options (Right to Buy)	\$ 9.79					11/19/2009	11/19/2018	Northwest Bancshares, Inc.	12,93
Stock Options (Right to Buy)	\$ 7.48					02/18/2010	02/18/2020	Northwest Bancshares, Inc.	12,93
Stock Options (Right to Buy)	\$ 11.49	01/20/2010	01/20/2010	A	13,000	01/20/2011	01/20/2020	Northwest Bancshares, Inc.	13,00

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

HARVEY WILLIAM W 100 LIBERTY STREET WARREN, PA 16365

Exec, V.P., Finance & CFO

Signatures

William W.
Harvey, Jr.

**Signature of Reporting Person

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).
- One seventh of this grant will vest each year beginning January 20, 2011 and on January 20th of each year thereafter through January 20, 2017

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.

Reporting Owners 3