

Sapienza Edwin
Form 3
October 19, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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 *	2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol
Â Sapienza Edwin	(Month/Day/Year)	TRANS WORLD ENTERTAINMENT CORP [TWMC]
(Last) (First) (Middle)	10/15/2018	
38 CORPORATE CIRCLE		4. Relationship of Reporting Person(s) to Issuer
(Street)		5. If Amendment, Date Original Filed(Month/Day/Year)
		(Check all applicable)
		_____ Director _____ 10% Owner
		__X__ Officer _____ Other
ALBANY,Â NYÂ 12203		(give title below) (specify below)
(City) (State) (Zip)		Chief Financial Officer
		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 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)
Common Stock, par value \$0.01 per share	1,250	D	Â

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	

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				Shares		(I) (Instr. 5)	
Employee Stock Options(Right to Buy) <u>(1)</u>	Â <u>(3)</u>	Â <u>(2)</u>	Common stock, par value \$0.01 per share	8,000	\$ 1.73	D	Â
Employee Stock Options(Right to Buy) <u>(1)</u>	Â <u>(3)</u>	Â <u>(2)</u>	Common stock, par value \$0.01 per share	10,000	\$ 2.53	D	Â
Employee Stock Options(Right to Buy) <u>(1)</u>	Â <u>(3)</u>	Â <u>(2)</u>	Common stock, par value \$0.01 per share	10,000	\$ 4.87	D	Â
Employee Stock Options(Right to Buy) <u>(1)</u>	Â <u>(4)</u>	Â <u>(2)</u>	Common stock, par value \$0.01 per share	7,500	\$ 3.36	D	Â
Employee Stock Options(Right to Buy) <u>(1)</u>	Â <u>(5)</u>	Â <u>(2)</u>	Common stock, par value \$0.01 per share	7,500	\$ 3.88	D	Â
Employee Stock Options(Right to Buy) <u>(1)</u>	Â <u>(6)</u>	Â <u>(2)</u>	Common stock, par value \$0.01 per share	7,500	\$ 3.81	D	Â
Employee Stock Options(Right to Buy) <u>(1)</u>	Â <u>(7)</u>	Â <u>(2)</u>	Common stock, par value \$0.01 per share	25,000	\$ 1.85	D	Â
Employee Stock Options(Right to Buy)	Â <u>(8)</u>	Â <u>(2)</u>	Common stock, par value \$0.01 per share	25,000	\$ 0.98	D	Â
Restricted Stock Units <u>(1)</u>	Â <u>(9)</u>	Â <u>(11)</u>	Common stock, par value \$0.01 per	3,750	\$ 0	D	Â

Restricted Stock Units <u>(1)</u>	Â <u>(10)</u>	Â <u>(11)</u>	share				
			Common stock, par value	5,000	\$ 0	D	Â
			\$0.01 per share				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sapienza Edwin 38 CORPORATE CIRCLE ALBANY, NY 12203	Â	Â	Â Chief Financial Officer	Â

Signatures

Edwin J. Sapienza 10/19/2018

__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) All of the equity transactions listed above are pursuant to equity plans qualified under Rule 16b-3 and exempt from Section 16(b) of the Securities Exchange Act.
- (2) All grants expire 10 years from the date of grant.
- (3) All grants are fully vested as of the earliest reporting date.
- (4) 6,000 options are vested as of the earliest reporting date. 1,500 stock options vest on 6/3/2019.
- (5) 5,625 options are vested as of the earliest reporting date. 1,875 stock options vest on 5/15/2019.
- (6) 3,750 options are vested as of the earliest reporting date. 1,875 stock options vest on 5/6/2019 and 1,875 stock options vest on 5/6/2020.
- (7) 6,250 options are vested as of the earliest reporting date. 6,250 stock options vest on 5/1/2019, 6,250 stock options vest on 5/1/2020 and 6,250 options vest on 5/1/2021.
- (8) 6,250 stock options vest on 6/27/2019, 6,250 stock options vest on 6/27/2020, 6,250 stock options vest on 6/27/2021 and 6,250 options vest on 5/1/2022.
- (9) 1,250 RSUs vest on 5/1/2019, 1,250 RSUs vest on 5/1/2020 and 1,250 RSUs vest on 5/1/2021.
- (10) 1,250 RSUs vest on 6/27/2019, 1,250 RSUs vest on 6/27/2020, 1,250 RSUs vest on 6/27/2021 and 1,250 RSUs vest on 6/27/2022.
- (11) Restricted Stock Units terminate upon vesting.

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.