

FISHER STEVEN G  
Form 4  
June 14, 2010

**FORM 4**

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

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).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FISHER STEVEN G

2. Issuer Name and Ticker or Trading Symbol  
Northwest Bancshares, Inc. [NWBI]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)  
100 LIBERTY STREET  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
06/11/2010

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Exec. V.P., Banking Services

WARREN, PA 16365  
(City) (State) (Zip)

4. 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 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 or Price		
Northwest Bancshares, Inc.	06/11/2010	06/11/2010	G	V	3,240 (1)	D	\$ 0 83,788.41 D
Northwest Bancshares, Inc.	06/11/2010	06/11/2010	G	V	1,240 (2)	A	\$ 0 4,634 I By Self as Custodian for Son 1
Northwest Bancshares, Inc.	06/11/2010	06/11/2010	G	V	2,000 (3)	A	\$ 0 4,580.83 I By Self as Custodian for Son 2
Northwest Bancshares,							45,875.765 I 401-K

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Inc.  
Northwest Bancshares, Inc. 18,440.8189 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. Amount or Number of Shares
Stock Options (Right to Buy)	\$ 5.91					Date Exercisable: 08/21/2002 Expiration Date: 08/21/2012	Northwest Bancshares, Inc.	11,475
Stock Options (Right to Buy)	\$ 7.37					Date Exercisable: 08/20/2003 Expiration Date: 08/20/2013	Northwest Bancshares, Inc.	11,475
Stock Options (Right to Buy)	\$ 11.33					Date Exercisable: 12/15/2004 Expiration Date: 12/15/2014	Northwest Bancshares, Inc.	11,475
Stock Options (Right to Buy)	\$ 10.19					Date Exercisable: 01/19/2006 Expiration Date: 01/19/2015	Northwest Bancshares, Inc.	10,125
Stock Options (Right to Buy)	\$ 9.86					Date Exercisable: 01/18/2007 Expiration Date: 01/18/2016	Northwest Bancshares, Inc.	10,125

Stock Options (Right to Buy)	\$ 11.51	01/17/2008	01/17/2017	Northwest Bancshares, Inc.	12,937
Stock Options (Right to Buy)	\$ 11.12	01/16/2009	01/16/2018	Northwest Bancshares, Inc.	12,937
Stock Options (Right to Buy)	\$ 9.79	11/19/2009	11/19/2018	Northwest Bancorp, Inc.	12,937
Stock Options (Right to Buy)	\$ 7.48	02/18/2010	02/18/2019	Northwest Bancshares, Inc.	12,937
Stock Options (Right to Buy)	\$ 11.49	01/20/2011	01/20/2020	Northwest Bancshares, Inc.	13,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FISHER STEVEN G 100 LIBERTY STREET WARREN, PA 16365			Exec. V.P., Banking Services	

## Signatures

Steven G. Fisher                      06/14/2010

\*\*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) Steve Fisher gifted 3,240 total shares (1240 shares to Son #1 & 2000 shares to Son #2) of Northwest Bancshares, Inc. stock on June 11, 2010. As these were gifts reported early on a voluntary basis, no price is required.
  - (2) Steve Fisher's Son #1 received 1240 shares of Northwest Bancshares, Inc. stock as a gift on June 11, 2010; therefore, no price is required.
  - (3) Steve Fisher's Son # 2 received 2000 shares of Northwest Bancshares, Inc. stock as a gift on June 11, 2010; therefore, no price is required.

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.