RICH NORMAN S Form 4

March 01, 2006

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

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subject to Section 16. Form 4 or Form 5 obligations may continue.

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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

1(b).

Stock

(Print or Type Responses)

(Ctata)

See Instruction

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading RICH NORMAN S Issuer Symbol WEIS MARKETS INC [WMK] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) \_X\_\_ Director 10% Owner X\_ Officer (give title Other (specify 1000 SOUTH SECOND 03/01/2006 below) STREET, P.O. BOX 471 President and CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting SUNBURY, PA 17801-0471 Person

| (City)                 | (State)                              | (Zip) Tab                     | le I - Non-l                                              | Derivative | Secu | rities Acqui            | red, Disposed of, | or Beneficiall        | y Owned    |
|------------------------|--------------------------------------|-------------------------------|-----------------------------------------------------------|------------|------|-------------------------|-------------------|-----------------------|------------|
| 1.Title of<br>Security | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if | 3. 4. Securities Acquired (A) Transaction Disposed of (D) |            |      | 5. Amount of Securities | 6.<br>Ownership   | 7. Nature of Indirect |            |
| (Instr. 3)             |                                      | any                           | Code (Instr. 3, 4 and 5)                                  |            |      | Beneficially            | Form:             | Beneficial            |            |
|                        |                                      | (Month/Day/Year)              | (Instr. 8)                                                |            |      |                         | Owned             | Direct (D)            | Ownership  |
|                        |                                      |                               |                                                           |            |      |                         | Following         | or Indirect           | (Instr. 4) |
|                        |                                      |                               |                                                           |            | (A)  |                         | Reported          | (I)                   |            |
|                        |                                      |                               |                                                           |            | or   |                         | Transaction(s)    | (Instr. 4)            |            |
|                        |                                      |                               | Code V                                                    | Amount     | (D)  | Price                   | (Instr. 3 and 4)  |                       |            |
| Common<br>Stock        | 03/01/2006                           | 03/01/2006                    | F                                                         | 2,165      | D    | \$ 44.195               | 23,490            | D                     |            |
| Common                 | 03/01/2006                           | 03/01/2006                    | M                                                         | 2,789      | A    | \$                      | 26,279            | D                     |            |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. Number conf 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 D S (1 |
|-----------------------------------------------------|-----------------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------|----------------------------------------|-------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------|---------------------------------------------------------------|-------------------------------------|----------|
|                                                     |                                                                       |                                      |                                                             | Code V                                 | (A) (D)                                                                                   | Date<br>Exercisable                                      | Expiration<br>Date | Title                                                         | Amount<br>or<br>Number<br>of Shares |          |
| Stock<br>Option                                     | \$ 34.3125                                                            | 03/01/2006                           | 03/01/2006                                                  | M                                      | 2,789                                                                                     | 08/01/1998                                               | 07/31/2008         | Common<br>Stock                                               | 2,789                               | 1        |
| Stock<br>Option                                     | \$ 35.5625                                                            |                                      |                                                             |                                        |                                                                                           | 04/06/1999                                               | 04/05/2009         | Common<br>Stock                                               | 7,211                               |          |
| Stock<br>Option                                     | \$ 37.9375                                                            |                                      |                                                             |                                        |                                                                                           | 08/01/1999                                               | 07/31/2009         | Common<br>Stock                                               | 20,000                              |          |
| Stock<br>Option                                     | \$ 35.125                                                             |                                      |                                                             |                                        |                                                                                           | 08/01/2000                                               | 07/31/2010         | Common<br>Stock                                               | 20,000                              |          |

# **Reporting Owners**

| Reporting Owner Name / Address                                                      | Relationsnips |           |                   |       |  |  |  |
|-------------------------------------------------------------------------------------|---------------|-----------|-------------------|-------|--|--|--|
|                                                                                     | Director      | 10% Owner | Officer           | Other |  |  |  |
| RICH NORMAN S<br>1000 SOUTH SECOND STREET<br>P.O. BOX 471<br>SUNBURY, PA 17801-0471 | X             |           | President and CEO |       |  |  |  |

### **Signatures**

Norman S. Rich 03/01/2006

\*\*Signature of Date 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).

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.

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