

Destination Maternity Corp
Form SC 13D/A
April 16, 2018

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D
(Rule 13d-101)
INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED
PURSUANT TO § 240.13d-2(a)
Under the Securities Exchange Act of 1934
(Amendment No. 5)*

Destination Maternity Corporation
(Name of Issuer)

Common Stock, par value \$0.01 per share
(Title of Class of Securities)
25065D100
(CUSIP Number)
Nathan G. Miller
347 Lukes Wood Road
New Canaan, CT 06840
(917) 826-0482

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)
April 16, 2018
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to *the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 25065D100

1 NAME OF REPORTING PERSON
Nathan G. Miller

2 CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP (SEE
INSTRUCTIONS)
(a) (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (SEE
INSTRUCTIONS)

5 PF
CHECK IF DISCLOSURE OF LEGAL
PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF
ORGANIZATION
United States

7 SOLE VOTING POWER
1,136,727

8 SHARED VOTING POWER
0

9 SOLE DISPOSITIVE POWER
1,136,727

10 SHARED DISPOSITIVE POWER
0

11 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON
1,136,727

12 CHECK IF THE AGGREGATE
AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES (SEE
INSTRUCTIONS)

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (11)

13

7.7%*

TYPE OF REPORTING PERSON (SEE
INSTRUCTIONS)

14

IN

The percentage calculations herein are based upon an aggregate of 14,677,265 shares of common stock, par value \$0.01 per share, of Destination Maternity Corporation, outstanding as of April 11, 2018, as reported in the Issuer's Preliminary Proxy Statement on Schedule 14A, filed with the SEC on April 13, 2018. The share amounts reported above do not reflect any DM Common Stock the Reporting Persons may be deemed to beneficially own as a result of membership in a "group" and each of the Reporting Persons expressly disclaim beneficial ownership of securities owned by the other Reporting Persons unless otherwise noted herein.

CUSIP No. 25065D100

1 NAME OF REPORTING PERSON
 Peter O'Malley

2 CHECK THE APPROPRIATE BOX IF
 A MEMBER OF A GROUP (SEE
 INSTRUCTIONS)
 (a) (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (SEE
 INSTRUCTIONS)

5 PF
 CHECK IF DISCLOSURE OF LEGAL
 PROCEEDINGS IS REQUIRED
 PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF
 ORGANIZATION
 United States

7 SOLE VOTING POWER
 143,106

8 SHARED VOTING POWER
 0

9 SOLE DISPOSITIVE POWER
 143,106

10 SHARED DISPOSITIVE POWER
 0

11 AGGREGATE AMOUNT
 BENEFICIALLY OWNED BY EACH
 REPORTING PERSON
 143,106

12 CHECK IF THE AGGREGATE
 AMOUNT IN ROW (11) EXCLUDES
 CERTAIN SHARES (SEE
 INSTRUCTIONS)

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (11)

13

1.0%*
TYPE OF REPORTING PERSON (SEE
INSTRUCTIONS)

14

IN

The percentage calculations herein are based upon an aggregate of 14,677,265 shares of common stock, par value \$0.01 per share, of Destination Maternity Corporation, outstanding as of April 11, 2018, as reported in the Issuer's Preliminary Proxy Statement on Schedule 14A, filed with the SEC on April 13, 2018. The share amounts reported above do not reflect any DM Common Stock the Reporting Persons may be deemed to beneficially own as a result of membership in a "group" and each of the Reporting Persons expressly disclaim beneficial ownership of securities owned by the other Reporting Persons unless otherwise noted herein.

This amendment No. 5 to Schedule 13D (this “Amendment No. 5”) relates to the Schedule 13D filed on December 26, 2017 (as amended and supplemented through the date of this Amendment No. 5, the “Schedule 13D”) by (i) Nathan G. Miller, a citizen of the United States of America, and (ii) Peter O’Malley, a citizen of the United States of America, relating to the common stock, par value \$0.01 per share (the “DM Common Stock”), of Destination Maternity Corporation, a Delaware corporation (the “Issuer”).

Capitalized terms used but not defined in this Amendment No. 5 shall have the meanings set forth in the Schedule 13D.

Except as specifically amended by this Amendment No. 5, the Schedule 13D is unchanged.

Item 4. Purpose of Transaction

Item 4 of the Schedule 13D is hereby amended and supplemented by adding the following information:

On April 16, 2018, Mr. Miller sent a letter to the Board. The letter is attached hereto as Exhibit C and is incorporated by reference in this Item 4 in its entirety.

Item 5. Interest in Securities of the Issuer

Item 5 of the Schedule 13D is hereby amended and restated in its entirety to read as follows:

(a) - (b) As of the date hereof, (i) Mr. Miller is the direct beneficial owner of, and has sole power to vote, dispose or direct the disposition of 1,136,727 shares of DM Common Stock, representing 7.7% of the outstanding shares of DM Common Stock and (ii) Mr. O’Malley is the direct beneficial owner of, and has sole power to vote, dispose or direct the disposition of 143,106 shares of DM Common Stock, representing 1.0% of the issued shares of DM Common Stock, each based on an aggregate of 14,677,265 shares of DM Common Stock outstanding as of April 11, 2018, as reported in the Issuer’s Preliminary Proxy Statement on Schedule 14A, filed with the SEC on April 13, 2018. Mr. Miller and Mr. O’Malley are coordinating their activities with regard to a potential proxy contest, and as a result Mr. Miller and Mr. O’Malley may be deemed to have formed a “group” within the meaning of Section 13(d)(3) of the Securities Exchange Act of 1934, as amended. Each of the Reporting Persons expressly disclaims beneficial ownership of the DM Common Stock owned by the other Reporting Persons, except to the extent of such Reporting Person’s pecuniary interest therein.

(c) There were no reportable transactions effected by any Reporting Person within the last 60 days.

(d) No person other than the Reporting Persons is known to have the right to receive, or the power to direct the receipt of dividends from, or proceeds from the sale of, such shares of DM Common Stock owned by such Reporting Person.

Item 7. Material to be Filed as Exhibits

Exhibit A Joint Filing Agreement by and among the Reporting Persons, dated March 26, 2018*

Exhibit B Letter, dated March 30, 2018*

Exhibit C Letter, dated April 16, 2018

* Previously filed

SIGNATURE

After reasonable inquiry and to the best of each of the undersigned's knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: April 16, 2018

By: /s/ Nathan G. Miller
Nathan G. Miller

By: /s/ Peter O'Malley
Peter O'Malley

INDEX TO EXHIBITS

Exhibit Description

Exhibit A Joint Filing Agreement by and among the Reporting Persons, dated March 26, 2018*

Exhibit B Letter, dated March 30, 2018*

Exhibit C Letter, dated April 16, 2018

*Previously filed