

WEIGHT WATCHERS INTERNATIONAL INC  
Form 15-12B  
January 06, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 15**

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g) OF  
THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE**

**REPORTS UNDER SECTIONS 13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.**

Commission File Number 001-16769

**WEIGHT WATCHERS INTERNATIONAL, INC.**

(Exact name of registrant as specified in its charter)

11 Madison Avenue, 17th Floor

New York, NY 10010

(212) 589-2700

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

**Preferred Stock Purchase Rights**

(Title of each class of securities covered by this Form)

**Common Stock, no par value**

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

|                      |    |
|----------------------|----|
| Rule 12g-4(a)(1)     | .. |
| Rule 12g-4(a)(2)     | .. |
| Rule 12h-3(b)(1)(i)  | .. |
| Rule 12h-3(b)(1)(ii) | .. |
| Rule 15d-6           | x  |

Approximate number of holders of record as of the certification or notice date: None

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Pursuant to the requirements of the Securities Exchange Act of 1934, Weight Watchers International, Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: January 6, 2012

By: /s/ Jeffrey A. Fiarman  
Jeffrey A. Fiarman  
Executive Vice President, General Counsel and Secretary