

KINGDON CAPITAL MANAGEMENT, L.L.C.

Form 4

January 17, 2019

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
KINGDON CAPITAL
MANAGEMENT, L.L.C.

(Last) (First) (Middle)

152 WEST 57TH STREET, 50TH
FLOOR,

(Street)

NEW YORK, NY 10019

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Destination Maternity Corp [DEST]

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

01/15/2019

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
___ Officer (give title below) ___X___ Other (specify below)

See Remarks

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X 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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$.01 per share	01/15/2019		P		10,322	A	\$ 3.0414	117,817 ⁽¹⁾	I	See Footnote <u>(2)</u>
Common Stock, par value \$.01 per share	01/16/2019		P		9,940	A	\$ 3.1978	127,757	I	See Footnote <u>(2)</u>
Common Stock, par value \$.01 per share	01/17/2019		P		7,500	A	\$ 3.3065	135,257	I	See Footnote <u>(2)</u>

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

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SEC 1474
(9-02)

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

KINGDON CAPITAL MANAGEMENT, L.L.C.
152 WEST 57TH STREET, 50TH FLOOR
NEW YORK, NY 10019

See Remarks

KINGDON MARK E
C/O KINGDON CAPITAL MANAGEMENT, L.L.C.
152 WEST 57TH STREET, 50TH FLOOR
NEW YORK, NY 10019

See Remarks

Signatures

By: Kingdon Capital Management, L.L.C., By: /s/ William Walsh, Chief Financial Officer

01/17/2019

__Signature of Reporting Person

Date

By: /s/ Mark Kingdon

01/17/2019

__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)

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The Form 3 filed by the Reporting Persons incorrectly listed beneficial ownership of 147,495 shares. The correct number of shares beneficially owned by the Reporting Persons was 107,495.

- (2) These securities are owned directly by clients of Kingdon Capital Management, L.L.C. ("Kingdon Capital") and may be deemed to be indirectly beneficially owned by Kingdon Capital and Mark Kingdon, the managing member of Kingdon Capital.

Remarks:

Solely for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, Kingdon Capital and Mr. Kingdon may

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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