

GRIMOLDI ALBERTO L
Form 4
April 22, 2011

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 *
GRIMOLDI ALBERTO L

2. Issuer Name and Ticker or Trading Symbol
WOLVERINE WORLD WIDE INC /DE/ [WWW]

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

(Last) (First) (Middle)
C/O 9341 COURTLAND DRIVE
NE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/21/2011

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

ROCKFORD, MI 49351

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

(City) (State) (Zip)

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)		
				(A) or (D)	Code	V	Amount	(D)	Price

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction of	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8.
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 39	04/21/2011	A		2,693		04/21/2011	04/20/2021	Common Stock	2,693

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRIMOLDI ALBERTO L C/O 9341 COURTLAND DRIVE NE ROCKFORD, MI 49351		X		

Signatures

/s/ Timothy E. Foley, by Power of Attorney
Date: 04/22/2011

__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).

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. cted an inadvertent change to the principal repayment priorities under the Facility. The material terms of the Waiver and Eighth Amendment:

- waived a default related to the Issuer and Subsidiary Borrowers' free cash flow margin for the twelve months ended February 28, 2010;
- waived a default related to providing to BTMUCC by March 31, 2010 audited financial statements of the Issuer, the Co-Issuers and any Managers (as defined in the Facility) for the fiscal year ended December 31, 2009 so long as and only if the Issuer and each Co-Issuer cause to be delivered to BTMUCC, no later than March 31, 2010, the financial statements of the Issuer and each Co-Issuer and Manager for the fiscal year ended December 31, 2009, prepared in accordance with U.S. generally accepted accounting principles (applied on a consistent basis) and certified as being complete, true and correct by the Issuer and each Co-Issuer and Manager; and
- reverted the payment priorities for any additional principal payments above and beyond the minimum principal payments under the Facility to the payment priorities which had been in effect immediately prior to an inadvertent

change to the payment priorities by the Waiver and Sixth Amendment to the Facility, dated January 14, 2010, which provides for the following order of priority: (1) to the Brand Notes, (2) 60% to the Class A Franchise Notes, and then 40% to the Class B Franchise Note, and (3) to the Deficiency Note.

The foregoing description of the Waiver and Eighth Amendment and the modifications contained therein does not purport to be complete and is qualified in its entirety by the terms and conditions of such Waiver and Eighth Amendment, which is filed as Exhibit 10.1 to this Current Report on Form 8-K. Additional information regarding the terms and conditions of the Facility are included in the Company's Current Reports on Form 8-K filed with the Securities Exchange Commission on August 21, 2008, December 29, 2008, January 29, 2009, July 20, 2009, August 7, 2009, January 15, 2010 and February 12, 2010.

Item 2.03 mCreation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant

As discussed above in Item 1.01, the Company amended its existing bank credit facility. The descriptions in Item 1.01 are incorporated herein by reference.

Item 9.01

Financial Statements and Exhibits

(d) Exhibits

10.1 Waiver and Eighth Amendment dated March 12, 2010, by and among NexCen Brands, Inc., NexCen Holding Corporation, the Subsidiary Borrowers parties thereto, and BTMU Capital Corporation.

SIGNATURES

According to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized on March 17, 2010.

NEXCEN BRANDS, INC.

/s/ Sue J. Nam

By: Sue J. Nam

Its: General Counsel