TRANS WORLD ENTERTAINMENT CORP

Form 4

March 11, 2003

FORM 4

o Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction 1(b).

(Print or Type Responses)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

			6. Relationship of Reporting Person(s) to Issuer
			(Check all applicable)
			X Director
Name and Address of Reporting Person *			X Officer (give title below)
Higgins Robert J	2. Issuer Name and Ticker or Trading Symbol		<u>X</u> 10% Owner
(Last) (First) (Middle)	Trans World Entertainment	4. Statement for Month/Day/Year	_ Other (specify below)
20 Company Circle	Corporation	March 10, 2003	
38 Corporate Circle	TWMC	Willen 10, 2003	Chairman and Chief Executive Officer
(Street)			
Albany NY 12203 (City) (State) (Zip)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	5. If Amendment, Date of Original (Month/Day/Year)	7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	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)	Beneficially Owned Following Reported Transaction(s)	Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
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		Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$.01 per share	03/10/2003	P		100	A	2.55		D	
Common Stock, par value \$.01 per share	03/10/2003	Р		483	A	2.51		D	
Common Stock, par value \$.01 per share	03/10/2003	P		105	A	2.52		D	
Common Stock, par value \$.01 per share	03/10/2003	P		1,841	A	2.53		D	
Common Stock, par value \$.01 per share	03/10/2003	P		400	A	2.5375		D	
Common Stock, par value \$.01 per share	03/11/2003						12,137,194	D	
Common Stock, par value \$.01 per share	03/11/2003						50,550	I	Spouse
Common Stock, par value \$.01 per share	03/11/2003						37,500	I	Higgins Foundation

Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	2.		3A. Deemed	4. Transacti Code (Instr. 8)		(Instr. 3,		s		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			Derivative	10. Ownership Form of Derivative	
1. Title of Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Transaction Date (Month/Day/ Year)	Execution Date, if any (Month/Day/ Year)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	or	8. Price of Derivative Security (Instr. 5)	Owned Following Reported Transaction(s) (Instr. 4)	Securities: Direct (D) or Indirect (I) (Instr. 4)	11. N of In Bene Own (Instr
Employee Stock Options (Right to Buy) (1)										Common Stock, par value \$.01 per share			2,650,000	D	

Explanation of Responses: 16-b3	(1) Stock Option pursuant to Trans World Entertainment Corporation Stock Option Plans which satisfy the requirements of Rule

March 11, 2003

** Signature of Reporting Person	Date
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.	
* If the form is filed by more than one reporting person, <i>see</i> 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.
http://www.sec.gov/divisions/corpfin/forms/form4.htm	
Last update: 09/05/2002	

/s/ Robert J. Higgins