

Goldman Leslie
Form 4
April 15, 2010

FORM 4

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

OMB APPROVAL

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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 *
Goldman Leslie

(Last) (First) (Middle)

450 W. 33RD STREET, 5TH FLOOR

(Street)

NEW YORK, NY 10001

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

New York & Company, Inc. [NWY]

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

04/13/2010

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) _____ Other (specify below)

EVP, Merchandising

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

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 (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 ⁽¹⁾	04/13/2010		M		5,262	A	\$ 0.11
Common Stock ⁽¹⁾	04/13/2010		S		5,262	D	\$ 5

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

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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. Amount or Number of Shares
Options to Purchase Common Stock ⁽¹⁾	\$ 0.11	04/13/2010		M	5,262	<u>(2)</u> 04/02/2013	Common Stock	5,262
Options to Purchase Common Stock	\$ 7.18					<u>(3)</u> 05/21/2018	Common Stock	30,000
Options to Purchase Common Stock	\$ 4.74					<u>(4)</u> 03/19/2018	Common Stock	70,000
Options to Purchase Common Stock	\$ 3.28					<u>(5)</u> 03/21/2017	Common Stock	8,919
Options to Purchase Common Stock	\$ 3.28					<u>(6)</u> 05/17/2016	Common Stock	18,308
Options to Purchase Common Stock	\$ 3.28					<u>(6)</u> 03/15/2016	Common Stock	3,535

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Goldman Leslie 450 W. 33RD STREET 5TH FLOOR NEW YORK, NY 10001			EVP, Merchandising	

Signatures

/s/ Leslie
Goldman

04/15/2010

**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) This exercise of options to purchase common stock and the sale of common stock are pursuant to the reporting person's 10b5-1 plan, which commenced on March 22, 2010 under Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.
 - (2) The options to purchase common stock are currently exercisable.
 - (3) The options become exercisable in four annual installments on the following dates: 7,500 shares on May 21, 2009; 7,500 shares on May 21, 2010; 7,500 shares on May 21, 2011; and 7,500 shares on May 21, 2012.
 - (4) The options become exercisable in four annual installments on the following dates: 17,500 shares on March 19, 2009; 17,500 shares on March 19, 2010; 17,500 shares on March 19, 2011; and 17,500 shares on March 19, 2012.
 - (5) The options become exercisable on the following dates: 6,689 shares on June 29, 2011 and 2,230 shares on March 21, 2012.
 - (6) The options become exercisable on June 29, 2011.

Remarks:

Except as outlined above, the filing of this Form shall not be deemed an admission that the Reporting Person is the beneficial owner of the securities.

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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