

New York & Company, Inc.  
 Form 4  
 July 01, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 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 \*  
 Toal Sheamus

(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)  
 06/27/2013

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 and CFO

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	06/27/2013		M		16,477	A	\$ 3.28
Common Stock	06/27/2013		S		16,477	D	\$ 6.23
Common Stock	06/27/2013		M		8,053	A	\$ 3.28
Common Stock	06/27/2013		S		8,053	D	\$ 6.23
Common Stock	06/27/2013		M		917	A	\$ 3.28

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Common Stock	06/27/2013	S	917	D	\$ 6.25	111,996	D
Common Stock	06/28/2013	M	13,224	A	\$ 3.28	125,220	D
Common Stock	06/28/2013	S	13,224	D	\$ 6.27	111,996 <sup>(1)</sup>	D

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to Purchase Common Stock	\$ 3.28	06/27/2013		M	16,477	<u>(2)</u> 04/04/2015	Common Stock	16,477	
Options to Purchase Common Stock	\$ 3.28	06/27/2013		M	8,053	<u>(2)</u> 10/06/2014	Common Stock	8,053	
Options to Purchase Common Stock	\$ 3.28	06/27/2013		M	917	<u>(2)</u> 03/15/2016	Common Stock	917	
Options to Purchase Common Stock	\$ 3.28	06/28/2013		M	13,224	<u>(2)</u> 03/15/2016	Common Stock	13,224	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Toal Sheamus 450 W. 33RD STREET 5TH FLOOR NEW YORK, NY 10001			EVP and CFO	

## Signatures

Linda Gormezano, attorney in fact /s/ Linda  
Gormezano

07/01/2013

\_\_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).

Includes 47,272 shares of common stock; 14,612 vested deferred stock units; 7,192 deferred stock units which vest on August 14, 2015;

(1) 7,420 deferred stock units which vest on March 19, 2016; 15,500 shares of restricted stock which vest on April 15, 2014; and 20,000 shares of restricted stock which vest on April 16, 2015.

(2) These options became exercisable on June 29, 2011.

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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