

Honeyman Michael
Form 4
March 14, 2013

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 *
Honeyman Michael

2. Issuer Name and Ticker or Trading Symbol
TRANS WORLD ENTERTAINMENT CORP [TWMC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Former COO and President

(Last) (First) (Middle)

38 CORPORATE CIRCLE

3. Date of Earliest Transaction (Month/Day/Year)
03/12/2013

(Street)

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

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

X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

ALBANY, NY 12203

(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)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$.01 per share	03/12/2013		M		200	A	\$ 2.11
Common Stock, par value \$.01 per share	03/12/2013		S		200	D	\$ 3.71
Common Stock, par value \$.01	03/13/2013		M		5,499	A	\$ 2.11

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per share

Common
Stock, par
value \$.01
per share

03/13/2013

S

5,499

D

\$
3.67

20,000

D

Common
Stock, par
value \$.01
per share

03/14/2013

M

61,355

A

\$
2.11

81,355

D

Common
Stock, par
value \$.01
per share

03/14/2013

S

61,355

D

\$ 3.6

20,000

D

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.

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy) ⁽¹⁾	\$ 2.11	03/12/2013		M		200		05/06/2012	04/23/2013	Common Stock, par value \$0.01 per share	200
Employee Stock Option (Right to Buy) ⁽¹⁾	\$ 2.11	03/13/2013		M		5,499		05/06/2012	04/23/2013	Common Stock, par value \$.01 per share	5,499
Employee Stock Option (Right to Buy) ⁽¹⁾	\$ 2.11	03/14/2013		M		61,355		05/06/2012	04/23/2013	Common Stock, par value \$0.01 per share	61,355

