

FRAZIER MEREDITH D MELL
 Form 4
 November 12, 2004

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 *
 FRAZIER MEREDITH D MELL

2. Issuer Name and Ticker or Trading Symbol
 MEREDITH CORP [MDP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1716 LOCUST STREET
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 11/09/2004

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

DES MOINES, IA 50306-3023
 (City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock (Restricted)(\$1 par value) ⁽¹⁾ | | | | | 1,200 | D | |
| Common Stock, \$1 par value | | | | | 1,653,486 | I | Family Limited Partnership ⁽²⁾ |
| Common Stock, \$1 par value | | | | | 40,080 | I | Revocable Trust |
| Common Stock, \$1 par | | | | | 983.3861 | I | 401(k) Plan |

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All of the shares of Common Stock previously reported as indirectly beneficially owned by the reporting person, reporting person's father and her father's descendants were transferred on January 3, 2001 to Meredith Investments, Limited Partnership ("MILP"), a limited

- (2) partnership in which the reporting person and related persons are deemed to hold general partnership and limited partnership interests. The reporting person disclaims beneficial ownership of the shares except to the extent that she has an economic beneficial interest in MILP.
- (3) This option was awarded pursuant to the Meredith Corp. Stock Plan for Non-employee Directors and becomes exercisable in three equal annual installments, commencing on the first anniversary of the date of grant.

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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