

A. H. Belo CORP
Form 4
May 30, 2008

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
HERNDON DEALEY D

(Last) (First) (Middle)

P.O. BOX 224866

(Street)

DALLAS, TX 75222-4866

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

A. H. Belo CORP [AHC]

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

02/08/2008

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)

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)
Series A Common Stock ⁽¹⁾				(A) or (D) Price	136,855	D	
Series A Common Stock ⁽¹⁾					1,000	I	By Spouse ⁽²⁾
Series B Common Stock ⁽¹⁾					534,249	D	

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

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(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)		8
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u>	\$ 23.4322					<u>(4)</u>	05/12/2009	Series B Common Stock	982	
Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u>	\$ 16.5404					<u>(4)</u>	05/10/2010	Series B Common Stock	1,495	
Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u>	\$ 19.1092					<u>(4)</u>	08/01/2010	Series B Common Stock	532	
Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u>	\$ 18.0741					<u>(4)</u>	05/09/2011	Series B Common Stock	2,120	
Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u>	\$ 22.7155					<u>(4)</u>	05/08/2012	Series B Common Stock	1,439	
Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u>	\$ 22.7756					<u>(4)</u>	05/13/2013	Series B Common Stock	1,816	
Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u>	\$ 28.7					<u>(4)</u>	05/11/2014	Series B Common Stock	1,224	
Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u>	\$ 23.5675					<u>(4)</u>	05/10/2015	Series B Common Stock	1,544	
	\$ 18.004					<u>(4)</u>	05/09/2016		1,323	

Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u>				Series B Common Stock	
Director Stock Option (Right \$ 20.2695 to Buy) <u>(1)</u> <u>(3)</u>		<u>(4)</u>	05/08/2017	Series B Common Stock	1,134
Restricted Stock Units (Time-Based) <u>(5)</u> <u>(1)</u> <u>(3)</u>		<u>(6)</u>	<u>(6)</u>	Series A Common Stock	441 <u>(5)</u>
Restricted Stock Units (Time-Based) <u>(5)</u> <u>(1)</u> <u>(3)</u>		<u>(7)</u>	<u>(7)</u>	Series A Common Stock	346 <u>(5)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HERNDON DEALEY D P.O. BOX 224866 DALLAS, TX 75222-4866	X			

Signatures

Kay F. Stockler,
Attorney-In-Fact

05/30/2008

__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) VOLUNTARY REPORT TO DISCLOSE SECURITIES ISSUED IN CONNECTION WITH THE SPIN-OFF OF THE ISSUER BY BELO CORP.

(2) The reporting person disclaims beneficial ownership of these securities.

(3) Reflects derivative securities (exercisable for or settled in the Issuer's common stock) held as a result of the spin-off of the Issuer from Belo Corp. pursuant to the anti-dilution adjustment provisions of previously outstanding awards.

(4) All options are currently exercisable.

(5) Each restricted stock unit represents a contingent right to receive the value of one share of A. H. Belo Corporation Series A Common Stock. RSUs are payable in the form of 60% in shares of A. H. Belo Corporation Series A Common Stock and 40% in cash, valued as of the date of settlement.

(6) These time-based restricted stock units are fully vested and are settled within 10 business days following the 2009 annual meeting of A. H. Belo Corporation shareholders.

(7) These time-based restricted stock units are fully vested and are settled within 10 business days following the 2010 annual meeting of A. H. Belo Corporation shareholders.

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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