#### MEREDITH CORP

Form 4 July 03, 2014

### FORM 4

Check this box

if no longer

Section 16.

Form 4 or

obligations

may continue.

Form 5

subject to

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

#### 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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* MARINEAU PHILIP A

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Last) (First) (Middle)

(Street)

MEREDITH CORP [MDP] 3. Date of Earliest Transaction

1716 LOCUST STREET

(Month/Day/Year)

07/01/2014

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

6. Individual or Joint/Group Filing(Check

(Check all applicable)

**OMB APPROVAL** 

3235-0287

January 31,

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Number:

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4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

DES MOINES, IA 50309-3023

(City)	(State) (Z	Table Table	I - Non-De	erivative S	Securi	ties Acquire	d, Disposed of, o	r Beneficially	<b>Owned</b>
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities Acquired (A) our Disposed of (D) (Instr. 3, 4 and 5)  (A) or		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 (\$1 par value) (1)	07/01/2014		Code V M	Amount 6,246	(D)	Price \$ 26.55	12,938	I	Held by family Trust
Common Stock (\$1 par value) (1)	07/01/2014		M	738	A	\$ 28.24	13,676	I	Held by family Trust
Common Stock (\$1 par value) (1)	07/01/2014		S	6,984	D	\$ 49.5289	6,692	I	Held by family Trust
Common Stock (Restricted)							2,616	D	

(\$1 par value) (2)

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 out 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 Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo Num Share
Non-Qualified Stock Option (right to buy)	\$ 26.55	07/01/2014		M	6,246	11/09/2012	11/09/2021	Common Stock (\$1 par value)	6,
Non-Qualified Stock Option (right to buy)	\$ 28.24	07/01/2014		M	738	11/05/2010	11/05/2019	Common Stock (\$1 par value)	7
Stock equivalent units (4)	\$ 0					08/08/1988	08/08/1988	Common Stock (\$1 par value)	4,88

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
reporting owner runner runners	Director	10% Owner	Officer	Other		
MARINEAU PHILIP A 1716 LOCUST STREET DES MOINES, IA 50309-3023	X					

## **Signatures**

By: Teresa T. Rinker, by Power of Attorney For: Philip A.

Marineau

07/03/2014

\*\*Signature of Reporting Person Date

Reporting Owners 2

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#### **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) Shares held in the reporting person's family trust account and disposed of at a weighted average price in accordance with a 10b5-1 Plan.
- This restricted stock was awarded pursuant to the Amended and Restated Meredith Corporation 2004 Stock Incentive Plan. The shares are subject to forfeiture and nontransferable until vested. Restrictions on the shares lapse on 1/3 of the shares per year for three years commencing on the first anniversary of the grant date.
- Nonqualified stock options awarded pursuant to the Meredith Corporation 2004 Stock Incentive Plan, which become exercisable (3) one-third per year over a three-year period beginning on the first anniversary of the grant date, expire on the tenth anniversary of the grant date, and have exercise prices as specified in each award agreement.
- Stock equivalents issued pursuant to the Meredith Corporation 2004 Stock Incentive Plan (the "Plan"), which will be converted to Common Stock (\$1 par value) on a one-for-one basis upon the reporting person's retirement from or termination of service on the Meredith Board of Directors. Quarterly dividends are accrued in the form of additional stock equivalents.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.