

NEUSTAR INC

Form 4

November 16, 2006

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LACH MICHAEL

(Last) (First) (Middle)

46000 CENTER OAK PLAZA

(Street)

STERLING, VA 20166

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
NEUSTAR INC [NSR]

3. Date of Earliest Transaction
(Month/Day/Year)
11/14/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

President and COO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Class A Common Stock	11/14/2006		M	10,940 A	\$ 4.286	53,240 ⁽¹⁾	D
Class A Common Stock	11/14/2006		S	500 D	\$ 31.77	52,740	D
Class A Common Stock	11/14/2006		S	1,400 D	\$ 31.78	51,340	D
Class A Common	11/14/2006		S	200 D	\$ 31.81	51,140	D

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Stock

Class A Common Stock	11/14/2006	S	400	D	\$ 31.83	50,740	D
Class A Common Stock	11/14/2006	S	600	D	\$ 31.84	50,140	D
Class A Common Stock	11/14/2006	S	900	D	\$ 31.86	49,240	D
Class A Common Stock	11/14/2006	S	400	D	\$ 31.87	48,840	D
Class A Common Stock	11/14/2006	S	300	D	\$ 31.88	48,540	D
Class A Common Stock	11/14/2006	S	300	D	\$ 31.89	48,240	D
Class A Common Stock	11/06/2006	S	100	D	\$ 31.9	48,140	D
Class A Common Stock	11/14/2006	S	400	D	\$ 31.91	47,740	D
Class A Common Stock	11/14/2006	S	200	D	\$ 32.01	47,540	D
Class A Common Stock	11/14/2006	S	1,400	D	\$ 32.02	46,140	D
Class A Common Stock	11/14/2006	S	500	D	\$ 32.03	45,640	D
Class A Common Stock	11/14/2006	S	400	D	\$ 32.04	45,240	D
Class A Common Stock	11/14/2006	S	200	D	\$ 32.06	45,040	D
Class A Common Stock	11/14/2006	S	500	D	\$ 32.09	44,540	D

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Class A Common Stock	11/14/2006	S	1,240	D	\$ 32.1	43,300	D
Class A Common Stock	11/14/2006	S	1,000	D	\$ 32.11	42,300	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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 4.286	11/14/2006		M		10,940		<u>(2)</u>	03/26/2012	Class A Common Stock	10,940

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
LACH MICHAEL 46000 CENTER OAK PLAZA STERLING, VA 20166	President and COO

Signatures

/s/ Martin Lowen, by power of attorney 11/16/2006

**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).

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- (1) Includes 2,300 shares that are subject to a restricted stock agreement under the NeuStar, Inc. 2005 Stock Incentive Plan, which provides that twenty-five percent of the shares vest on each of February 22, 2007, 2008, 2009 and 2010.
- (2) Immediately.

Remarks:

All sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.

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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