NEUSTAR INC
Form 4
December 07, 2006

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

OMB APPROVAL
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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)
12/05/2006

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)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	12/05/2006		M		10,940	A	$ 4.286	79,559 (1)	D	
Class A Common Stock	12/05/2006		S		500	D	$ 33.23	79,059	D	
Class A Common Stock	12/05/2006		S		1,640	D	$ 33.24	77,419	D	
Class A Common	12/05/2006		S		800	D	$ 33.25	76,619	D	

Stock							
Class A Common Stock	12/05/2006	S	2,900	D	$ 33.26	73,719	D
Class A Common Stock	12/05/2006	S	4,800	D	$ 33.27	68,919	D
Class A Common Stock	12/05/2006	S	300	D	$ 33.3	68,619	D
Class A Common Stock	12/06/2006	M	10,956	A	$ 4.286	79,575 [(1)](#)	D
Class A Common Stock	12/06/2006	S	200	D	$ 33.05	79,375	D
Class A Common Stock	12/06/2006	S	398	D	$ 33.08	78,977	D
Class A Common Stock	12/06/2006	S	797	D	$ 33.1	78,180	D
Class A Common Stock	12/06/2006	S	3	D	$ 33.11	78,177	D
Class A Common Stock	12/06/2006	S	2	D	$ 33.14	78,175	D
Class A Common Stock	12/06/2006	S	500	D	$ 33.16	77,675	D
Class A Common Stock	12/06/2006	S	600	D	$ 33.17	77,075	D
Class A Common Stock	12/06/2006	S	100	D	$ 33.19	76,975	D
Class A Common Stock	12/06/2006	S	1,300	D	$ 33.2	75,675	D
Class A Common Stock	12/06/2006	S	100	D	$ 33.29	75,575	D

Class A Common Stock	12/06/2006		S		300	D	$ 33.3	75,275	D
Class A Common Stock	12/06/2006		S		600	D	$ 33.33	74,675	D
Class A Common Stock	12/06/2006		S		300	D	$ 33.35	74,375	D
Class A Common Stock	12/06/2006		S		500	D	$ 33.38	73,875	D
Class A Common Stock	12/06/2006		S		2,856	D	$ 33.5	71,019	D
Class A Common Stock	12/06/2006		S		1,300	D	$ 33.51	69,719	D
Class A Common Stock	12/06/2006		S		1,100	D	$ 33.52	68,619	D

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

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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	$ 4.286	12/05/2006		M			10,940	(2)	03/26/2012	Class A Common Stock	10,940
Employee Stock	$ 4.286	12/06/2006		M			10,956	(2)	03/26/2012	Class A Common	10,956

Option	Stock

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	12/07/2006
**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).

(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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