

GANEK JEFFREY
Form 5
February 16, 2010

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
Expires: January 31, 2005
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
GANEK JEFFREY

(Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

46000 CENTER OAK PLAZA

(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2009

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

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

6. Individual or Joint/Group Reporting (check applicable line)

STERLING, VA 20166

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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) | (A) or (D) | Amount | Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (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 | 03/02/2009 | ^ | G | 335 | D | \$ 0 | 454,411 ⁽¹⁾ | D | ^ | |
| Class A Common Stock | 03/20/2009 | ^ | G | 100,000 | D | \$ 0 | 354,411 ⁽¹⁾ | D | ^ | |
| Class A Common Stock | 12/16/2009 | ^ | G | 1,063 | D | \$ 0 | 471,500 ⁽²⁾ | D | ^ | |

Edgar Filing: GANEK JEFFREY - Form 5

| | | | | | | | | | |
|----------------------------|------------|---|---|-----|---|------|------------------------|---|---|
| Class A Common Stock | 12/16/2009 | Â | G | 170 | D | \$ 0 | 471,330 ⁽²⁾ | D | Â |
| Class A Common Stock | 12/16/2009 | Â | G | 43 | D | \$ 0 | 471,287 ⁽²⁾ | D | Â |
| Class A Common Stock | 12/16/2009 | Â | G | 425 | D | \$ 0 | 470,862 ⁽²⁾ | D | Â |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 15,448 ⁽³⁾ | I | GRAT I |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 47,900 ⁽⁴⁾ | I | GRAT II |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 100,000 | I | JLHA Associates, LLC ⁽⁵⁾ |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 2270
(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. Price of Derivative Security (Instr. 5) | 9. of D Se B O E Is Fi (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---------------------------|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GANEK JEFFREY 46000 CENTER OAK PLAZA | Â X | Â | Â Chairman and CEO | Â |

STERLING, VA 20166

Signatures

/s/ Martin K. Lowen, by power of
attorney

02/16/2010

**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) This reported amount includes shares that are subject to restricted stock agreements under the NeuStar, Inc. 2005 Stock Incentive Plan.
This reported amount (1) includes shares that are subject to restricted stock agreements under the NeuStar, Inc. 2005 Stock Incentive Plan
- (2) and (2) reflects distributions of (a) 69,552 shares of Class A Common Stock from GRAT I to the Reporting Person in June 2009 and (b) 48,600 shares of Class A Common Stock from GRAT II to the Reporting Person in October 2009.
- (3) Reflects a distribution of 69,552 shares of Class A Common Stock from GRAT I to the Reporting Person in June 2009.
- (4) Reflects a distribution of 48,600 shares of Class A Common Stock from GRAT II to the Reporting Person in October 2009.
- (5) Except to the extent of his pecuniary interests therein, Mr. Ganek disclaims any beneficial ownership of the shares owned by JLHA Associates, LLC.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.