

MEREDITH CORP
Form 8-K
June 09, 2008

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **June 9, 2008**

MEREDITH CORPORATION
(Exact name of registrant as specified in its charter)

IOWA	1-5128	42-0410230
(State or other jurisdiction of incorporation or organization)	(Commission file number)	(I.R.S. Employer Identification No.)
1716 Locust Street, Des Moines, Iowa		50309-3023
(Address of principal executive offices)		(Zip Code)
	(515) 284-3000	
	(Registrant's telephone number, including area code)	

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events

Meredith Corporation presented at the Deutsche Bank Media and Telecommunications Conference on June 9, 2008. Chief Executive Officer Stephen M. Lacy and Publishing Group Executive Vice President Wendy P. Riches discussed company developments and responded to questions. The text of the discussion is attached as an exhibit. An audio archive of the presentation is accessible to the public on the Company's website, meredith.com. The audio archive will remain there through July 9, 2008.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits

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Text of presentation at the Deutsche Bank Media and Telecommunications Conference on June 9, 2008.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

MEREDITH CORPORATION
Registrant

/s/ Stephen M. Lacy

Stephen M. Lacy
President, Chief Executive Officer
and Director
(Principal Executive Officer)

Date: June 9, 2008

Index to Exhibits

Exhibit
Number

Item

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Text of presentation at the Deutsche Bank Media and
Telecommunications Conference on June 9, 2008.

div style="text-align:left;font-size:10pt;">

6,494

395

18,653

2,566

(7,757

)

PIM Total RT Inst

59,795

639,210

20,396

1,147

(33,572

)

74,230

(62,692

)

Spartan US EQ Index ADV

2,405

157,489

2,864

3,996

31,764

24,792

(11,542

)

TRP Blue Chip Growth

928

59,942

—

405

10,191

2,180

(4,888

)

VANG Mid Cap IDX SIG

1,462

62,858

727

3,554

14,170

5,763

(20,943

)

Total registered investment companies

178,370

3,674,223

140,160

114,847

313,810

452,233

(315,708
)

Interest-bearing cash:

Fidelity US Govt Bond
506,359

506,359

43

—

—

22,871

(82,105
)

Total interest-bearing cash
506,359

506,359

43

—

—

22,871

(82,105
)

Affiliated stock:

State Auto Financial Corporation
15,802

335,635

6,454

3,111

91,524

(5,187
)

—

Total affiliated stock
15,802

335,635

6,454

3,111

91,524

(5,187
)

—

Total assets held for investment
700,531

\$
4,516,217

\$
146,657

\$
117,958

\$
405,334

\$
469,917

\$
(397,813
)

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STATE AUTO PROPERTY & CASUALTY INSURANCE COMPANY
 AMENDED AND RESTATED INCENTIVE DEFERRED COMPENSATION PLAN
 Notes to the Financial Statements (continued)
 December 31, 2014

2012	Number of Shares	Fair Value	Dividends	Realized Gain (Loss)	Unrealized Gain (Loss)	Contributions	Benefit Payments
Registered investment companies:							
ABF Sm Cap Val Inst	2,298	\$48,943	\$1,875	\$478	\$4,138	\$9,857	\$(2,716)
Baron Growth Inst	2,145	115,948	11,124	293	3,124	25,804	(1,296)
Calamos Growth Inst	1,018	52,987	3,615	899	4,165	10,540	(14,739)
FID Contrafund K	6,229	482,774	5,792	16,607	51,722	60,463	(56,535)
FID Diversified Intl K	3,827	114,374	2,154	(2,691)	18,024	13,885	(841)
FID Freedom K 2010	762	9,816	360	—	576	—	—
FID Freedom K 2015	20,042	259,746	8,914	(665)	14,607	51,290	(5,421)
FID Freedom K 2020	9,419	126,114	4,509	(907)	8,634	20,497	(7,789)
FID Freedom K 2025	3,235	43,928	1,439	(783)	3,122	16,392	(7)
FID Freedom K 2030	9,072	124,468	4,865	(195)	11,928	28,351	(6,249)
FID Freedom K 2035	1,601	22,211	615	(345)	1,665	10,056	(5,303)
FID Freedom K 2040	59	821	28	(3)	72	104	—
FID Freedom K 2045	447	6,297	124	(149)	214	6,231	—
FID Freedom K 2050	—	—	—	(1,230)	1,636	—	—
FID Freedom K Income	11,894	138,919	3,900	(150)	4,539	443	—
FID Intermed Bond	15,741	175,352	3,153	1,338	1,419	10,683	(21,302)
FID Puritan K	6,940	134,636	4,836	600	8,810	12,497	(3,330)
Harbor Intl Inst	1,422	88,347	1,754	(986)	15,164	10,887	(5,772)
JPM Mid Cap Value IS	3,731	104,421	2,273	1,859	11,927	30,204	(1,859)
MFS Value Fund R4	6,084	154,237	4,177	1,157	16,555	14,724	(9,254)
PIM Total RT Inst	71,765	806,638	50,801	8,959	12,076	93,044	(90,641)
Spartan US EQ Index ADV	2,325	117,413	2,410	(716)	4,330	25,561	(712)
Spartan US EQ Index INV	—	—	—	16,588	(10,065)	2,540	(211)
VANG Mid Cap IDX SIG	1,852	59,587	834	(587)	9,879	9,886	(22,390)
Total registered investment companies	181,908	3,187,977	119,552	39,371	198,261	463,939	(256,367)
Interest-bearing cash:							
Fidelity US Govt Bond	389,254	389,254	47	—	—	114,213	(178,448)
Total interest-bearing cash	389,254	389,254	47	—	—	114,213	(178,448)
Affiliated stock:							
State Auto Financial Corporation	13,182	196,933	6,776	(1,498)	17,948	1,573	—
Total affiliated stock	13,182	196,933	6,776	(1,498)	17,948	1,573	—
Total assets held for investment	584,344	\$3,774,164	\$126,375	\$37,873	\$216,209	\$579,725	\$(434,815)

The Plan's unrealized appreciation (depreciation) at December 31, 2014, 2013 and 2012 were as follows:

	Unrealized Gain (Loss)		
	Beginning Balance	During Period	Ending Balance
2012	\$(58,036)	216,209	158,173
2013	\$158,173	405,334	563,507
2014	\$563,507	(298,427)	265,080

There were no plan assets payable at December 31, 2014 and 2013.

STATE AUTO PROPERTY & CASUALTY INSURANCE COMPANY
 AMENDED AND RESTATED INCENTIVE DEFERRED COMPENSATION PLAN

Notes to the Financial Statements (continued)

December 31, 2014

The Plan's net realized gains and losses were as follows for the years ended December 31, 2014, 2013 and 2012:
 2014

Investment Options:	Aggregate Proceeds	Cost	Net Realized Gains (Losses)
ABF Sm Cap Val Inst	\$ 13,811	\$ 11,987	\$ 1,824
Baron Growth Inst	40,780	31,361	9,419
FID Contrafund K	145,411	120,947	24,464
FID Diversified Intl K	155,698	127,809	27,889
FID Freedom K 2010	11,382	10,651	731
FID Freedom K 2015	364,962	340,916	24,046
FID Freedom K 2020	204,406	192,155	12,251
FID Freedom K 2025	99,164	91,336	7,828
FID Freedom K 2030	268,860	251,142	17,718
FID Freedom K 2035	37,102	34,008	3,094
FID Freedom K 2040	4,385	4,243	142
FID Freedom K 2045	362	328	34
FID Freedom K 2050	6,504	5,843	661
FID Freedom K Income	173,504	169,039	4,465
FID Intermed Bond	158,814	156,596	2,218
FID Puritan K	231,574	197,674	33,900
Fidelity US Govt Bond	110,416	110,416	—
Harbor Intl Inst	127,775	106,612	21,163
JPM Mid Cap Value IS	221,675	175,781	45,894
MFS Value Fund R5	22,855	20,514	2,341
PIM Total RT Inst	45,170	45,538	(368)
Spartan 500 Index ADV	249,356	198,289	51,067
State Auto Financial Corporation	16,419	13,928	2,491
TRP Blue Chip Growth	31,448	25,532	5,916
VANG Mid Cap IDX SIG	104,591	82,772	21,819
MFS Inst Intl Equity	15,949	16,863	(914)
Spartan 500 Index INST	2,698	2,641	57
VANG Mid Cap IDX ADM	103,791	101,744	2,047
Spartan Ext Mkt IDX ADV	2,349	2,398	(49)
VANG Target RET 2010	2,048	2,043	5
VANG Target RET 2015	12,913	12,760	153
VANG Target RET 2020	3,515	3,517	(2)
VANG Target RET 2030	404	406	(2)
VANG Target RET 2035	58	58	—
Total	\$ 2,990,149	\$ 2,667,847	\$ 322,302

STATE AUTO PROPERTY & CASUALTY INSURANCE COMPANY
 AMENDED AND RESTATED INCENTIVE DEFERRED COMPENSATION PLAN

Notes to the Financial Statements (continued)

December 31, 2014

2013

Investment Options:	Aggregate Proceeds	Cost	Net Realized Gains (Losses)
ABF Sm Cap Val Inst	\$ 19,084	\$ 13,186	\$ 5,898
Baron Growth Inst	46,916	36,964	9,952
Calamos Growth Inst	59,274	58,356	918
FID Contrafund K	127,815	103,936	23,879
FID Diversified Intl K	29,555	25,950	3,605
FID Freedom K 2015	37,857	35,716	2,141
FID Freedom K 2020	11,636	11,403	233
FID Freedom K 2025	(143)	(19)	(124)
FID Freedom K 2030	10,099	9,457	642
FID Freedom K 2035	9,093	8,685	408
FID Freedom K 2045	8,508	8,395	113
FID Freedom K Income	(3)	5	(8)
FID Intermed Bond	33,620	32,357	1,263
FID Puritan K	16,873	14,690	2,183
Fidelity US Govt Bond	92,267	92,267	—
Harbor Intl Inst	14,402	12,658	1,744
JPM Mid Cap Value IS	39,511	32,605	6,906
MFS Value Fund R4	189,166	143,569	45,597
MFS Value Fund R5	13,744	13,349	395
PIM Total RT Inst	232,370	231,223	1,147
Spartan US EQ Index ADV	24,382	20,386	3,996
State Auto Financial Corporation	12,766	9,655	3,111
TRP Blue Chip Growth	4,883	4,478	405
VANG Mid Cap IDX SIG	20,965	17,411	3,554
Total	\$ 1,054,640	\$ 936,682	\$ 117,958

STATE AUTO PROPERTY & CASUALTY INSURANCE COMPANY
 AMENDED AND RESTATED INCENTIVE DEFERRED COMPENSATION PLAN

Notes to the Financial Statements (continued)

December 31, 2014

2012

Investment Options:	Aggregate Proceeds	Cost	Net Realized Gains (Losses)
ABF Sm Cap Val Inst	\$4,710	\$4,232	\$478
Baron Growth Inst	2,255	1,962	293
Calamos Growth Inst	49,800	48,901	899
FID Contrafund K	143,871	127,264	16,607
FID Diversified Intl K	12,727	15,418	(2,691)
FID Freedom K 2015	35,148	35,813	(665)
FID Freedom K 2020	7,789	8,696	(907)
FID Freedom K 2025	(2)	781	(783)
FID Freedom K 2030	45,314	45,509	(195)
FID Freedom K 2035	5,311	5,656	(345)
FID Freedom K 2040	—	3	(3)
FID Freedom K 2045	3,249	3,398	(149)
FID Freedom K 2050	22,729	23,959	(1,230)
FID Freedom K Income	—	150	(150)
FID Intermed Bond	32,553	31,215	1,338
FID Puritan K	8,334	7,734	600
Fidelity US Govt Bond	270,700	270,700	—
Harbor Intl Inst	14,762	15,748	(986)
JPM Mid Cap Value IS	15,559	13,700	1,859
MFS Value Fund R4	20,438	19,281	1,157
PIM Total RT Inst	105,156	96,197	8,959
Spartan US EQ Index ADV	18,188	18,904	(716)
Spartan US EQ Index INV	84,819	68,231	16,588
State Auto Financial Corporation	14,742	16,240	(1,498)
VANG Mid Cap IDX SIG	31,476	32,063	(587)
Total	\$949,628	\$911,755	\$37,873

6. Trust

The Company maintains a trust to provide a source of funds to assist the Company in meeting its obligations under the Plan. The rights of participants and their beneficiaries under the Plan are merely unsecured contractual rights against the Company and its participating subsidiaries. Participants and beneficiaries have no preferred claim on, or any beneficial ownership interest in, any assets of the trust. All assets of the trust are subject to the claims of the general creditors of the Company and its participating subsidiaries under Federal and state law should the Company and its participating subsidiaries become unable to pay their debts as they become due or become subject to Federal bankruptcy proceedings.

7. Related Party

The Plan invests in shares of registered investment companies managed by Fidelity Management Trust Company, custodian of the Plan. Participants may also invest in Affiliated stock.

8. Tax Status

The Plan is not, and is not intended to be, qualified under Section 401 of the Internal Revenue Code of 1986, as amended (the “Code”). Consequently, an application for a favorable determination has not been filed with the Internal Revenue Service. The Plan does not have a tax filing requirement with the Internal Revenue Service, and therefore, no liability (or asset) or disclosure related to income taxes is included in the Plan’s financial statements.

Deferred amounts are subject to FICA and Medicare taxes and most local income taxes at the time of the deferral. Deferred amounts (and the earnings thereon) are not subject to Federal and most state income taxes until distributed from the Plan. Such distributions and the related taxes are the responsibility of the participants.

STATE AUTO PROPERTY & CASUALTY INSURANCE COMPANY
 AMENDED AND RESTATED INCENTIVE DEFERRED COMPENSATION PLAN

9. Right to Terminate

The Company may terminate the Plan at any time and for any reason. Following termination of the Plan, no additional deferrals may be made, but all existing participant accounts will continue to be administered in accordance with the Plan, unless the Company elects to accelerate distribution of all Plan accounts in accordance with Section 409A of the Code.

10. Investments

The following table sets forth the investments, at fair value, which represent 5% or more of assets available for benefits at December 31, 2014 and 2013:

	December 31		
	2014	2013	
FID Contrafund K	\$668,061	\$679,982	
FID Freedom K 2015	—	* 308,556	
Fidelity US Govt Bond	409,548	506,359	
PIM Total RT Inst	902,152	639,210	
State Auto Financial Corporation	381,070	335,635	
Spartan 500 Index INST	256,809	—	*
VANG Target RET 2015	404,398	—	*
VANG Target RET 2020	408,928	—	*
VANG Target RET 2025	384,459	—	*

*Value is less than five percent of net assets available for benefits.