

MEREDITH CORP
Form 4
November 06, 2008

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 *
COLEMAN MARY SUE

(Last) (First) (Middle)

1716 LOCUST STREET

(Street)

DES MOINES, IA 50309-3023

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
MEREDITH CORP [MDP]

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

11/05/2008

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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 (D) Price			
Common Stock (\$1 par value) (1)					2,345	D	

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
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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)

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock equivalent units	\$ 0	11/05/2008		A	3,102			08/08/1988	08/08/1988	Common Stock (\$1 par value) <u>(2)</u>	3,102
Non-Qualified Stock Option (right to buy) <u>(3)</u>	\$ 36.7188							11/09/2000	11/09/2009	Common Stock (\$1 par value)	6,000
Non-Qualified Stock Option (right to buy) <u>(3)</u>	\$ 39.0313 <u>(4)</u>							11/10/1999	11/10/2008	Common Stock (\$1 par value)	6,000
Non-Qualified Stock Option (right to buy) <u>(3)</u>	\$ 45.275							11/12/2003	11/12/2012	Common Stock (\$1 par value)	6,000
Non-Qualified Stock Option (right to buy) <u>(3)</u>	\$ 49.75							11/11/2004	11/11/2013	Common Stock (\$1 par value)	6,000
Non-Qualified Stock Option (right to buy) <u>(3)</u>	\$ 50.28							11/09/2006	11/09/2015	Common Stock (\$1 par value)	6,000
Non-Qualified Stock Option (right to buy) <u>(3)</u>	\$ 51.795							11/09/2005	11/09/2014	Common Stock (\$1 par value)	6,000
Non-Qualified Stock Option (right to buy) <u>(3)</u>	\$ 52.87							11/09/2007	11/09/2016	Common Stock (\$1 par value)	6,000
Non-Qualified Stock Option	\$ 59.98							11/08/2008	11/08/2017	Common Stock (\$1	6,000

(right to buy)

par value)

(3)

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
COLEMAN MARY SUE 1716 LOCUST STREET DES MOINES, IA 50309-3023	X

Signatures

By: Teresa T. Rinker, by Power of Attorney For: Mary Sue
Coleman

11/06/2008

 **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) Shares held by the reporting person in street name.

(2) Stock equivalents issued pursuant to Meredith Corp.'s 2002 Stock Plan for Non-employee Directors (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. Data in this footnote would normally appear in the Title, Exercisable Date, and Price columns.

(3) This option was awarded pursuant to the Meredith Corp. Stock Plan for Non-employee Directors, becomes exercisable one-third per year over a three-year period beginning on the first anniversary of the grant date, and expires on the tenth anniversary of the grant date.

(4) Nonqualified stock option award has reached or shortly will reach expiration date without having been exercised.

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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