

MEREDITH CORP
Form 4
November 06, 2008

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
LONDONER DAVID J

(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 (Restricted) (\$1 par value) ⁽¹⁾ | 11/05/2008 | | A | | 3,102 | A | \$ 0 |
| Common Stock (\$1 par value) ⁽²⁾ | | | | | 7,089 | D | |
| Common Stock (\$1 par value) ⁽³⁾ | | | | | 23,078 | D | |
| | | | | | 4,000 | I | by Managed Account |
| | | | | | 2,400 | I | |

| | | | | | | | |
|------------------------------|--|--|--|-------|---|--|----------------|
| Common Stock (\$1 par value) | | | | | | | by Partnership |
| Common Stock (\$1 par value) | | | | 2,600 | I | | by Spouse |

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 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 |
| Non-Qualified Stock Option (right to buy) <u>(4)</u> | \$ 34.6 | | | | | 11/13/2002 | 11/13/2011 | Common Stock (\$1 par value) | 6,000 |
| Non-Qualified Stock Option (right to buy) <u>(4)</u> | \$ 45.275 | | | | | 11/12/2003 | 11/12/2012 | Common Stock (\$1 par value) | 6,000 |
| Non-Qualified Stock Option (right to buy) <u>(4)</u> | \$ 49.75 | | | | | 11/11/2004 | 11/11/2013 | Common Stock (\$1 par value) | 6,000 |
| Non-Qualified Stock Option (right to buy) <u>(4)</u> | \$ 50.28 | | | | | 11/09/2006 | 11/09/2015 | Common Stock (\$1 par value) | 6,000 |
| Non-Qualified | \$ 51.975 | | | | | 11/09/2005 | 11/09/2014 | Common | 6,000 |

| | | | | | |
|---|----------|------------|------------|------------------------------------|-------|
| Stock Option (right to buy) <u>(4)</u> | | | | Stock (\$1 par value) | |
| Non-Qualified Stock Option (right to buy) <u>(4)</u> | \$ 52.87 | 11/09/2007 | 11/09/2016 | Common Stock (\$1 par value) | 6,000 |
| Non-Qualified Stock Option (right to buy) <u>(4)</u> | \$ 59.98 | 11/08/2008 | 11/08/2017 | Common Stock (\$1 par value) | 6,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| LONDONER DAVID J 1716 LOCUST STREET DES MOINES, IA 50309-3023 | | | X | |

Signatures

By: Teresa T. Rinker, by Power of Attorney For: David J. Londoner 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 awarded pursuant to the 2002 Meredith Corporation Stock Plan for Non-employee Directors (the "Plan"). The shares are subject to forfeiture and are nontransferable until five years from the grant date.
- (2) Shares held by the reporting person in street name.
- (3) Shares held in the reporting person's IRA account.
- (4) 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.

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