MEREDITH CORP

Form 4

December 04, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

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Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

subject to

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

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * HENRY FREDERICK B			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle)		OITH CO f Earliest T	PRP [MDP] ransaction	(Chec	ck all applicable	e)	
1716 LOCU	JST STREET		(Month/D 12/03/20	•		X Director Officer (give below)	titleOther		
	(Street)		4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
			Filed(Mor	nth/Day/Yea	r)	Applicable Line) _X_ Form filed by 0	One Reporting Pe	erson	
DES MOIN	ES, IA 50309-30)23				Form filed by M Person	Iore than One Re	eporting	
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative Securities Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of	2. Transaction Dat	e 2A. Dee	med	3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature	
Security	(Month/Day/Year)	Execution	on Date, if	Transacti	on(A) or Disposed of (D)	Securities	Form: Direct	Indirect	
(Instr. 3)		any		Code	(Instr. 3, 4 and 5)	Beneficially	(D) or	Beneficial	
		(Month/	Day/Year)	(Instr. 8)		Owned	Indirect (I)	Ownershi	

		Tabl	c 1 - 14011-D	ciivative	Secui	mes Acqu	un cu, Disposcu o	, or belieffcial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acqu Transaction(A) or Disposed o Code (Instr. 3, 4 and 5) (Instr. 8)		a) or Disposed of (D) Secur nstr. 3, 4 and 5) Bene Own		5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Class B Common Stock (\$1 par value)	12/03/2007		J	5,036	D	\$0	397,589 <u>(2)</u>	I	by Trust
Common Stock (\$1 par value)	12/03/2007		J	5,036	A	\$0	70,586 <u>(2)</u>	I	by Trust
Common Stock (\$1 par value)	12/03/2007		S	200	D	\$ 54.6	70,386	I	by Trust

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(1)								
Common Stock (\$1 par value)	12/03/2007	S	100	D	\$ 54.51	70,286	I	by Trust
Common Stock (\$1 par value)	12/03/2007	S	136	D	\$ 54.35	70,150	I	by Trust
Common Stock (\$1 par value)	12/03/2007	S	600	D	\$ 54.64	69,550	I	by Trust

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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. Transactic Code (Instr. 8)	5. orNumber 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)	\$ 49.75					11/11/2004	11/11/2013	Common Stock (\$1 par value)	2,000
Non-Qualified Stock Option (right to buy)	\$ 50.28					11/09/2006	11/09/2015	Common Stock (\$1 par value)	6,000
Non-Qualified Stock Option	\$ 51.975					11/09/2005	11/09/2014	Common Stock (\$1	6,000

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(right to buy) $\frac{(3)}{}$				par value)	
Non-Qualified Stock Option (right to buy)	\$ 52.87	11/09/2007	11/09/2016	Common Stock (\$1 par value)	6,000
Non-Qualified Stock Option (right to buy)	\$ 59.98	11/08/2008	11/08/2017	Common Stock (\$1 par value)	6,000
Stock equivalent units	\$ 0	08/08/1988	08/08/1988	Common Stock (\$1 par value)	1,562

Reporting Owners

Reporting Owner Name / Address	Relationships						
F	Director	10% Owner	Officer	Other			
HENRY FREDERICK B 1716 LOCUST STREET DES MOINES, IA 50309-3023	X						

Signatures

By: John S. Zieser, Attorney-in-Fact For: Frederick B.
Henry

12/04/2007

**Signature of Reporting Person 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).
- Shares held at Bankers Trust Co., Citigroup Trust SD, and Wells Fargo Bank in various Trusts for the benefit of the reporting person and (1) his immediate family. The reporting person is Co-Trustee and has or shares in voting and dispositive power. Except to the extent of the reporting person's pecuniary interest, the reporting person disclaims beneficial ownership.

Date

- (2) Conversion of class B common stock to common stock; exempt under Rule 16b-6(b).
- (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) This option was awarded pursuant to the Meredith Corp. 2004 Stock Incentive Plan, 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.
- 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.

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.

Reporting Owners 3