MEREDITH CORP

Form 4 August 04, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

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obligations

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * KERR WILLIAM T			2. Issuer Name and Ticker or Trading Symbol MEREDITH CORP [MDP]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director 10% Owner Officer (give title Other (specify below)			
(Last) (First) (Middle) 1716 LOCUST STREET			3. Date of Earliest Transaction (Month/Day/Year) 08/04/2008								
DEG MOD	(Street)	200	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
DES MOII	NES, IA 50309-30	023						Person	riore than one	Reporting	
(City)	(State)	(Zip)	Tal	ble I - Non-	Derivativ	e Sec	urities Acq	uired, Disposed o	f, or Benefici	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Day	Date, if	3. Transaction Code (Instr. 8)	omr Dispos (Instr. 3,	sed of 4 and (A) or		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)	
Common Stock (\$1 par value)	08/04/2008			P	5,000	A	\$ 25.1043	57,874	D		
Common Stock (\$1 par value)								917	I	by Partnership	
Reminder: Re	eport on a separate lin	e for each cla	ass of sec	curities bene	eficially ov	vned	directly or in	ndirectly.			
					Persons who respond to the collection of information contained in this form are not required to respond unless the form						

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number.

 $\label{thm:convertible} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		e	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 34.8					08/08/2002	08/08/2011	Common Stock (\$1 par value)	120,00
Non-Qualified Stock Option (right to buy)	\$ 39.05					08/13/2003	08/13/2012	Common Stock (\$1 par value)	150,00
Non-Qualified Stock Option (right to buy)	\$ 46.165					08/12/2006	08/12/2013	Common Stock (\$1 par value)	175,00
Non-Qualified Stock Option (right to buy)	\$ 46.165					08/12/2011	08/13/2013	Common Stock (\$1 par value)	175,00
Non-Qualified Stock Option (right to buy)	\$ 49.145					08/10/2008	08/10/2015	Common Stock (\$1 par value)	180,00
Non-Qualified Stock Option (right to buy)	\$ 49.97					08/10/2007	08/10/2014	Common Stock (\$1 par value)	195,00
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	\$ 59.98					11/08/2008	11/08/2017	Common Stock (\$1	6,000

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(right to buy) par value) (6) Common

Stock Stock (\$1 08/08/1988 08/08/1988 \$0 equivalent units (7) (8)

1,239 par value)

Reporting Owners

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other

KERR WILLIAM T 1716 LOCUST STREET X DES MOINES, IA 50309-3023

Signatures

By: Teresa T. Rinker, by Power of Attorney For: William T. Kerr

Date

08/04/2008

**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).
- (1) Shares held by the reporting person in street name.
- This option was granted pursuant to the '96 Meredith Corp. Stock Incentive Plan and becomes exercisable in three equal annual (2)installments, commencing on the first anniversary of the date of grant.
- This option was granted pursuant to the Meredith Corp. Stock Incentive Plans and becomes exercisable in its entirety on the third **(3)** anniversary of the date of grant.
 - This option was granted pursuant to the '96 Meredith Corp. Stock Incentive Plan and will become exercisable in full on August 12, 2011.
- (4) Graduated percentages of the option, however, will become exercisable on August 12, 2006, if specified EPS growth targets set forth in Exhibit A to the Nonqualified Stock Option Award agreement are met.
- This option was awarded pursuant to the Meredith Corp. Stock Plan for Non-employee Directors, becomes exercisable one-third per year **(5)** over a three-year period beginning on the first anniversary of the grant date, and expires on the tenth anniversary of the grant date.
- 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 at fair market value -- 1,200 of which were awarded pursuant to Meredith Corp.'s 2002 Stock Plan for Non-employee Directors and 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. The balance were awarded to the reporting person prior to his retirement from employment with Meredith Corporation, under Meredith's deferred compensation plan (the "Plan") and will be converted to Common Stock (\$1 par value) on or about October 1, 2006, in accordance with the terms of the Plan. Quarterly dividends on all stock equivalents are accrued in the form of additional stock equivalents.
- Stock equivalents issued pursuant to Meredith Corp.'s Deferred Compensation Plan or Stock Incentive Plan which will be converted to (8) Common Stock (\$1 par value) on a one-for-one basis in connection with the reporting person's retirement from or termination of Meredith Corp. employment.

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.

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