#### **MEREDITH CORP**

Form 4

August 14, 2008

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

LACY STEPHEN M		Symbol I MEREDITH CORP [MDP]			Issue	(Check all applicable)						
(Last)	(Month/Day			(Month/Day/Year					(Check all applicable)  _ Director 10% Owner			
1716 LOCUST STREET			V0/12/2000 — -			A_ below	Officer (give title Other (specify below) President & CEO					
(Street)			Filed(Month/Day/Year) Appl _X_			Applio	ndividual or Joint/Group Filing(Check blicable Line) Form filed by One Reporting Person					
DES MOINES, IA 50309-3023			<del></del> -				Person	Form filed by More than One Reporting on				
(City) (State) (Zip) <b>Table I</b> -					Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1.Title of Security (Instr. 3)	str. 3) (Month/Day/Year) Execution Date, if any		3. Transacti Code (Instr. 8)	on(A) or Dis (D) (Instr. 3, 4	sposed	l of	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 (Restricted-RC (\$1 par value)	E)	08/12/	/2008		A	25,000	A	\$0	25,000	D		
Common Stock (\$1 par value)	k								9,274	D		
Common Stock (\$1 par value)									10,076	I	by Managed Account	
Common Stock (Restricted) (\$ par value) (3)									6,738	D		

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

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SEC 1474

(9-02)

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

1. Title Derivati Security (Instr. 3	ive	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 on Derivative Acquired (Disposed of (Instr. 3, 4)	Securities (A) or of (D)	6. Date Exercise Expiration Date (Month/Day/Y	e	7. Title an Underlyin (Instr. 3 ar
					Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Stock	Qualified Option to buy)	\$ 29.23	08/12/2008		A	250,000		08/12/2011	08/12/2021	Commo Stock (\$ par value
Stock	Qualified Option to buy)	\$ 41.6875 (6)	08/12/2008		J		18,000	08/12/1999	08/12/2008	Commo Stock (\$ par value
Stock	Qualified Option to buy)	\$ 25.25						03/08/2003	03/08/2010	Commo Stock (\$ par value
Stock	Qualified Option to buy)	\$ 28.0625						08/09/2008	08/08/2010	Commo Stock (\$ par value
Stock	Qualified Option to buy)	\$ 28.0625						08/09/2001	08/09/2010	Commo Stock (\$ par value
Stock	Qualified Option to buy)	\$ 30.75						08/09/2008	11/12/2010	Commo Stock (\$ par value
Stock	Qualified Option to buy)	\$ 30.75						11/13/2001	11/13/2010	Commo Stock (\$ par value
	Qualified Option	\$ 33.1563						08/11/2000	08/11/2009	Commo Stock (\$

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		3 3			
(right (5)	t to buy)				par valu
Stock	Qualified c Option t to buy)	\$ 34.8	08/08/2002	08/08/2011	Commo Stock (S
Stock	Qualified c Option t to buy)	\$ 39.05	08/13/2003	08/13/2012	Commo Stock (S
Stock	Qualified & Option t to buy)	\$ 46.165	08/12/2006	08/12/2013	Commo Stock (S
Stock	Qualified COption t to buy)	\$ 46.165	08/12/2011	08/13/2013	Commo Stock (\$
Stock	Qualified COption t to buy)	\$ 46.21	08/08/2009	08/08/2016	Commo Stock (S
Stock	Qualified c Option t to buy)	\$ 49.1	08/09/2008	08/09/2015	Commo Stock (S
Stock	Qualified c Option t to buy)	\$ 49.97	08/10/2007	08/10/2014	Commo Stock (S
Stock	Qualified Coption to buy)	\$ 53.9	08/07/2010	08/07/2017	Commo Stock (S
Restr stock	ricted units (9)	\$ 0	08/08/1988	08/08/1988	Commo

# **Reporting Owners**

\$0

Panorting Owner Name / Address	Relationships

Reporting Owners

stock units (9)

Stock

units

equivalent

par valu Commo

Stock (\$

par valu

(10)

08/08/1988 08/08/1988

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Director 10% Owner Officer Other

LACY STEPHEN M 1716 LOCUST STREET DES MOINES, IA 50309-3023

President & CEO

## **Signatures**

By: Teresa T. Rinker, by Power of Attorney For: Stephen M.
Lacy

08/14/2008

X

\*\*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).
- Restricted stock granted pursuant to Meredith Corp.'s 2004 Stock Incentive Plan which will be converted to Common Stock (\$1 par value) on a one-for-one basis upon the attainment of the ROE criteria specified in the award agreement and the completion of a three-year period of service.
- (2) Shares held in reporting person's IRA and Meredith Corp. Savings & Investment Plan accounts, upon which quarterly dividends are paid in the form of additional Common Stock (\$1 par value).
- (3) Shares were awarded pursuant to the Meredith Corporation Stock Incentive Plans. The shares are subject to forfeiture and are nontransferable until vested, either on the third or the fifth anniversary of the grant date, as specified in each award agreement.
- (4) This option was granted pursuant to the Meredith Corp. Stock Incentive Plans and becomes exercisable in its entirety on the third anniversary of the date of grant.
- (5) This option was granted pursuant to the '96 Meredith Corp. Stock Incentive Plan and becomes exercisable in three equal annual installments, commencing on the first anniversary of the date of grant.
- (6) Nonqualified stock option award reached expiration date without having been exercised.
  - This option was granted pursuant to the '96 Meredith Corp. Stock Incentive Plan and will become exercisable in full August 9, 2008.
- (7) Graduated percentages of the option, however, will become exercisable August 13, 2003, if specified EPS growth targets set forth in Exhibit A to the Nonqualified Stock Option Award agreement are met.
  - This option was granted pursuant to the '96 Meredith Corp. Stock Incentive Plan and will become exercisable in full on August 12,
- (8) 2011. 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.
- (9) Restricted stock units (granted pursuant to Meredith Corp.'s Stock Incentive Plan), which will be converted to Common Stock (\$1 par value) on a one-for-one basis upon the attainment of specified EPS growth targets and the completion of a three-year period of service.
  - Stock equivalents issued pursuant to Meredith Corp.'s Deferred Compensation Plan or Stock Incentive Plan which will be converted to
- (10) 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.

Signatures 4