MEREDITH CORP

Form 4

November 06, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB and

Washington, D.C. 20549
Check this box

Number: 3235-0287 January 31,

OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5 Expires: 2005
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Form 5 boligations may continue. 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

burden hours per response...

See Instruction 1(b).

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person <u>*</u> JOHNSON JOEL W

2. Issuer Name **and** Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

MEREDITH CORP [MDP]

(Check all applicable)

(Last) (First) (Middle)

(Street)

3. Date of Earliest Transaction

(Month/Day/Year) 11/05/2008 _X_ Director _____ 10% Owner _____ Officer (give title _____ Other (specify below) below)

1716 LOCUST STREET

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting

D

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

DES MOINES, IA 50309-3023

(State) (Zip)

2. Transaction Date 2A. Deemed

(Month/Day/Year) Execution Date, if

3. 4. Securities
TransactionAcquired (A) or
Code Disposed of (D)
(Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Form: D
Beneficially (D) or Owned Indirect (Following (Instr. 4)

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4)

(A)

Reported Transaction(s)

Code V Amount (D) Price

ce (Instr. 3 and 4)

Common Stock (\$1

par value)

(City)

1.Title of

Security

(Instr. 3)

7,168

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

(Month/Day/Year)

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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. Transactic 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 Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Share
Stock equivalent units	\$ 0	11/05/2008		A	3,619		08/08/1988	Common Stock (\$1 par value)	3.6
Non-Qualified Stock Option (right to buy)	\$ 31.5					11/14/2001	11/14/2010	Common Stock (\$1 par value)	6,0
Non-Qualified Stock Option (right to buy)	\$ 34.6					11/13/2002	11/13/2011	Common Stock (\$1 par value)	6,0
Non-Qualified Stock Option (right to buy)	\$ 36.7188					11/09/2000	11/09/2009	Common Stock (\$1 par value)	6,0
Non-Qualified Stock Option (right to buy)	\$ 39.0313					11/10/1999	11/10/2008	Common Stock (\$1 par value)	6,0
Non-Qualified Stock Option (right to buy)	\$ 45.275					11/12/2003	11/12/2012	Common Stock (\$1 par value)	6,0
Non-Qualified Stock Option (right to buy)	\$ 49.75					11/11/2004	11/11/2013	Common Stock (\$1 par value)	6,0
Non-Qualified Stock Option (right to buy)	\$ 50.28					11/09/2006	11/09/2015	Common Stock (\$1 par value)	6,0
Non-Qualified Stock Option	\$ 51.975					11/09/2005	11/09/2014	Common Stock (\$1	6,0

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(r) (2)	ight to buy)				par value)	
St	on-Qualified tock Option ight to buy)	\$ 52.87	11/09/2007	11/09/2016	Common Stock (\$1 par value)	6,0
St	on-Qualified tock Option ight to buy)	\$ 59.98	11/08/2008	11/08/2017	Common Stock (\$1 par value)	6,0

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 8	Director	10% Owner	Officer	Other		
JOHNSON JOEL W						
1716 LOCUST STREET	X					
DES MOINES, IA 50309-3023						

Signatures

By: Teresa T. Rinker, by Power of Attorney For: Joel W. Johnson 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).
- 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.
- (2) 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.
- (3) 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.

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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