

Ceryanec Joseph H
 Form 4
 February 04, 2019

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 *
 Ceryanec Joseph H

(Last) (First) (Middle)
 1716 LOCUST STREET
 (Street)

DES MOINES, IA 50309

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 MEREDITH CORP [MDP]

3. Date of Earliest Transaction (Month/Day/Year)
 01/30/2019

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)
 Chief Financial Officer

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 Ownership (Instr. 4)
			Code	V	Amount (D) Price		
Common Stock (\$1 par value) ⁽¹⁾	01/30/2019		M		3,750 A <u>(2)</u> 3,750	D	
Common Stock (\$1 par value) ⁽¹⁾	01/30/2019		F		1,200 D \$ 54.58 2,550	D	
Common Stock (Restricted) (\$1 par value) ⁽³⁾	01/31/2019		M		3,107 D <u>(4)</u> 0	D	

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Common Stock (\$1 par value) ⁽¹⁾	01/31/2019	M	3,107	A	<u>(4)</u>	5,657	D	
Common Stock (\$1 par value) ⁽¹⁾	01/31/2019	F	943	D	\$ 54.27	4,714	D	
Common Stock (\$1 par value) ⁽⁵⁾						2,547	I	By managed account

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

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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)	8. Price or Value of Underlying Securities (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Restricted Stock Units	\$ 0	01/30/2019		M	3,750	<u>(6)</u>	<u>(6)</u>	Common Stock (\$1 par value)	3,750

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ceryanec Joseph H 1716 LOCUST STREET DES MOINES, IA 50309			Chief Financial Officer	

Signatures

By: Andrew Kane, by Power of Attorney For: Joseph H. Ceryanec 02/04/2019

__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 held by the reporting person in a street name account.
- (2) Represents a restricted stock unit vesting.
- (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) Represents a restricted stock award vesting.
- (5) Shares held in reporting person's Meredith Corp. Savings & Investment Plan account and Employee Stock Purchase Plan account, upon which quarterly dividends are paid in the form of additional Common Stock (\$1 par value).
- (6) Restricted Stock Units granted pursuant to Meredith Corporation's 2014 Stock Incentive Plan which was converted to Common Stock (\$1 par value) on January 30, 2019.

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.