GRIFFIN JOHN H JR

Form 4

August 13, 2009

FORM 4

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

SECURITIES

OMB Number:

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

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OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or

Form 5 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

(Print or Type Responses)

1(b).

(Last)

1. Name and Address of Reporting Person * GRIFFIN JOHN H JR

(First)

(Middle)

2. Issuer Name and Ticker or Trading

Symbol

MEREDITH CORP [MDP]

Issuer

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

08/11/2009

(Check all applicable)

5. Relationship of Reporting Person(s) to

Director 10% Owner Other (specify _X__ Officer (give title

below) below) President - Publishing Group

(Street) 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

Person

DES MOINES, IA 50309-3023

1716 LOCUST STREET

(City)	(State) (Z	Zip) Table	I - Non-Do	erivative S	Secur	ities Acquire	ed, Disposed of, o	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	(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)	08/11/2009		Code V S	Amount 3,300	(D)	Price \$ 28.45	16,557	D	
Common Stock (\$1 par value)	08/11/2009		S	1,700	D	\$ 28.4501	14,857	D	
Common Stock (Restricted) (\$1 par	08/11/2009		A	8,700	A	\$ 0	39,800	D	

of

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value) (2)

Common Stock (\$1 par value)

(3)

by 1,795 I Managed Account

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

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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)

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. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am or Nu of S
Non-Qualified Stock Option (right to buy)	\$ 28.6	08/11/2009		A	40,000	08/11/2012	08/11/2019	Common Stock (\$1 par value)	40
Non-Qualified Stock Option (right to buy)	\$ 28.6	08/11/2009		A	53,000	08/11/2012	08/11/2019	Common Stock (\$1 par value)	53

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GRIFFIN JOHN H JR 1716 LOCUST STREET DES MOINES, IA 50309-3023

President - Publishing Group

Signatures

By: Teresa T. Rinker, by Power of Attorney For: John H.

Griffin, Jr. 08/13/2009

**Signature of Reporting Person Date

Reporting Owners 2

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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.
- (2) 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.
- Mr. Griffin holds shares of Common Stock (\$1 par value) in his Meredith Corporation Savings & Investment (401k) and Employee Stock Purchase Plan (ESPP) accounts. Quarterly dividends on the 401(k) and ESPP shares are paid in the form of additional Common Stock, \$1 par value. This footnote would normally be included in column 4. On 1/22/2009, Mr. Griffin moved 1,026 shares from his Meredith ESPP account to his street name account, a transaction exempt from reporting per Rule 16a-13.
- (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.

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.