MEREDITH CORP

Form 4

August 09, 2012

FORM 4

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

SECURITIES

2. Issuer Name and Ticker or Trading

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

5. Relationship of Reporting Person(s) to

burden hours per response...

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

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

See Instruction

ZIESER JOHN S			Symbol	Symbol MEREDITH CORP [MDP]					Issuer (Check all applicable)			
	MEREDI											
(Last)	(First)	(Middle)	3. Date of Ea		nsaction			7				
1716 LOCUST STREET			•	(Month/Day/Year) 08/07/2012				Director 10% Owner Number Other (specify below) below) Chief Development Officer				
	(Street)		4. If Amend	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
DES MOINE	Filed(Month/	Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting						
						Person						
(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of Security (Instr. 3)	2. Transactio (Month/Day/	Year) Ex	ecution Date, if	Code (Instr. 8)	4. SecurionAcquired Disposed (Instr. 3,	(A) of (D) 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												
(Restricted) (\$1 par value) (1)	08/07/2012	2		A	8,500	A	\$0	40,200	D			
Common Stock (\$1 par value) (2) (3)								12,590.7106	I	by Managed Account		
Common Stock (\$1 par value) (2) (4)								1,821.88	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)

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 onDerivative Securities 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 Nui Sha
Non-Qualified Stock Option (right to buy)	\$ 34.85	08/07/2012		A	43,000	08/07/2015	08/07/2022	Common Stock (\$1 par value)	4
Stock equivalent units (6)	\$ 0					08/08/1988	08/08/1988	Common Stock (\$1 par value)	31

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ZIESER JOHN S 1716 LOCUST STREET DES MOINES, IA 50309-3023

Chief Development Officer

Signatures

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

08/07/2012

**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 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.
- (2) Shares held by the reporting person in street name.

(3)

Reporting Owners 2

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Shares held in reporting person's IRA account; Meredith Corp. Savings & Investment Plan account; and Meredith Corp. Employee Stock Purchase Plan account, upon all of which quarterly dividends are paid in the form of additional Common Stock (\$1 par value).

- (4) Shares held in the reporting person's Meredith Corporation Dividend Reinvestment Plan account. Quarterly dividends are paid in the form of additional Common Stock (\$1 par value).
- (5) 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.
- Stock equivalents issued pursuant to Meredith Corporation's Deferred Compensation Plan or Stock Incentive Plan which will be converted to Common Stock (\$1 par value) on a one-for-one basis in connection with the reporting person's retirement from or termination of Meredith Corporation 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.