MEREDITH CORP

Form 4

February 03, 2016

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

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

0.5

Form 4 or Form 5 obligations 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

30(h) of the Investment Company Act of 1940

burden hours per response...

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * KARPOWICZ PAUL		ng Person *	2. Issuer Name and Ticker or Trading Symbol MEREDITH CORP [MDP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(a see a ser see se			
1716 LOCUST	STREET		(Month/Day/Year) 01/30/2016	Director 10% Owner Sofficer (give title Other (specify below) President-Local Media Group			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
DES MOINES,	IA 50309-3	3023	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State) (Z	Table	I - Non-Derivative Securities Acquired, Disposed of, or B	eneficially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 3, 4 and 5) Beneficially Form Owned Directly Following or In Reported (I)	7. Nature of Indirect m: Beneficial ownership indirect (Instr. 4)
Common Stock (Restricted) (\$1 par value) (1)	01/30/2016		F 2,173 D \$ 12,987 D	
Common Stock (\$1 par value) (2)			38,771 D	
Common Stock (\$1 par value) (3)			8,176.678 I	By Managed Account

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Common Shares
Stock (\$1 par 5,876 I held by value) spouse

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. TransactionNumber Code of (Instr. 8) Derivativ Securitie Acquirec (A) or Disposed of (D) (Instr. 3, 4, and 5)		s I		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 44.72					08/08/1988	08/08/1988	Common Stock (\$1 par value)	320,00
Restricted Stock Units (5)	\$ 0					08/08/1988	08/08/1988	Common Stock (\$1 par value)	20,650

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

KARPOWICZ PAUL
1716 LOCUST STREET
DES MOINES, 14, 50300, 3023

President-Local Media Group

02/03/2016

Date

DES MOINES, IA 50309-3023

Signatures

By: Tonya Cochran, by Power of Attorney For: Paul A.
Karpowicz

**Signature of Reporting Person

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 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 registered in the reporting person's name.
- (3) Shares held in the reporting person's Meredith Corporation Employee Stock Purchase Plan account. Quarterly dividends are paid in the form of additional Common Stock, \$1 par value.
- (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) Restricted Stock Units granted pursuant to Meredith Corporation's 2014 Stock Incentive Plan which will be converted to Common Stock (\$1 par value) on a one-for-one basis upon the completion of a three-year or five-year period of service.

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.