

MEREDITH CORP

Form 3

August 19, 2016

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *

Ä Werther Jonathan B.

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

08/10/2016

3. Issuer Name **and** Ticker or Trading Symbol
MEREDITH CORP [MDP]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

1716 LOCUST ST

(Street)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

President-National Media

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting Person

DES

MOINES,Ä IAÄ 50309-3023

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock (\$1 par value)

103.503

D

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

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)Date Exercisable
DateExpiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect6. Nature of
Indirect Beneficial
Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Common Stock (Restricted) (\$1 par value) ⁽¹⁾	08/13/2016	08/13/2016	Common Stock (\$1 par value)	2,000	\$ 0	D	Â
Restricted Stock Units ⁽²⁾	08/12/2017 ⁽³⁾	08/12/2017	Common Stock (\$1 par value)	8,600	\$ 0	D	Â
Non-Qualified Stock Option (right to buy) ⁽⁴⁾	08/12/2016	08/12/2023	Common Stock (\$1 par value)	7,000	\$ 44.72	D	Â
Non-Qualified Stock Option (right to buy) ⁽⁴⁾	08/12/2017	08/12/2024	Common Stock (\$1 par value)	7,000	\$ 45.69	D	Â
Non-Qualified Stock Option (right to buy) ⁽⁴⁾	08/11/2018	08/11/2025	Common Stock (\$1 par value)	7,000	\$ 44.72	D	Â
Non-Qualified Stock Option (right to buy) ⁽⁴⁾	08/09/2019	08/09/2026	Common Stock (\$1 par value)	10,000	\$ 52.9	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Werther Jonathan B. 1716 LOCUST ST DES MOINES, IA 50309-3023	Â	Â	Â President-National Media	Â

Signatures

By: Andrew Kane, by Power of Attorney For: Jon Werther 08/19/2016

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) 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 period of service.
- (3) The Restricted Stock Units vest upon the three year anniversary of the date of grant. The Restricted Stock Units were granted on various dates between 8/12/2014 and 8/9/2016.
- (4) Nonqualified stock options granted pursuant to the Meredith Corporation Stock Incentive Plan. Each becomes exercisable in its entirety on the third anniversary of the grant date, expires on the tenth anniversary of the grant date, and has an exercise price as specified in the award agreement.

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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