

MEREDITH CORP

Form 4

November 25, 2014

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(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)

11/20/2014

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Chief Financial Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock (\$1 par value) ⁽¹⁾	09/09/2014		G	V 525 D \$ 0	2,265.235	I	By managed account
Common Stock (\$1 par value) ⁽¹⁾	11/20/2014		G	V 150 D \$ 0	2,115.235	I	By managed account
Common Stock (Restricted) (\$1 par value) ⁽²⁾					24,571	D	

Common Stock (\$1 par value) ⁽³⁾	1,125.3762	I	By managed account
Common Stock (\$1 par value) ⁽⁴⁾	346	D	

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

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(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 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number of Shares
Restricted Stock Units ⁽⁵⁾	\$ 0					08/08/1988 08/08/1988	Common Stock (\$1 par value) 6,550
Non-Qualified Stock Option (right to buy) ⁽⁶⁾	\$ 0					08/08/1988 08/08/1988	Common Stock (\$1 par value) 76,000
Stock equivalent units ⁽⁷⁾	\$ 0					08/08/1988 08/08/1988	Common Stock (\$1 par value) 31,915

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: Teresa T. Rinker, by Power of Attorney For: Joseph H.
Ceryanec

11/25/2014

__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 in reporting person's Meredith Corp. Employee Stock Purchase Plan account, upon which quarterly dividends are paid in the form of additional Common Stock (\$1 par value).
- (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.
- (3) Shares attributed to the reporting person's Meredith Corporation Savings and Investment Plan. Quarterly dividends on these shares are paid in the form of additional Common Stock (\$1 par value).
- (4) Shares held by the reporting person in street name.
- (5) Restricted Stock Units granted pursuant to Meredith Corporation's 2004 Stock Incentive Plan which will be converted to Common Stock (\$1 par value) on a 1-for-1 basis upon the completion of a three-year period of service. Quarterly dividends are paid in cash.
Nonqualified stock options granted pursuant to the Meredith Corporation Stock Incentive Plan. Each becomes exercisable in its entirety
- (6) on the third anniversary of the grant date, expires on the 10th anniversary of the grant date, and has an exercise price as specified in the award agreement.
Stock equivalents issued pursuant to Meredith Corporation's Deferred Compensation Plan or Stock Incentive Plan which will be
- (7) 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.

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