

A. H. Belo CORP
Form 4
May 15, 2009

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
HERNDON DEALEY D

(Last) (First) (Middle)

**A. H. BELO CORPORATION, P.O.
BOX 224866**

(Street)

DALLAS, TX 75222-4866

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

A. H. Belo CORP [AHC]

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

05/14/2009

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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)
Series A Common Stock	05/14/2009		M	441 ⁽¹⁾ A ⁽²⁾	137,296	D	
Series A Common Stock	05/14/2009		S ⁽³⁾	177 ⁽³⁾ D \$ 1.26	137,119	D	
Series A Common Stock					1,000	I	By Spouse ⁽⁴⁾

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

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.

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 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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units (Time-Based) (5)	(2)	05/14/2009		M			441	(6)	(6)	Series A Common Stock	441
Restricted Stock Units (Time-Based)	(2)	05/14/2009		A		22,220		(7)	(7)	Series A Common Stock	22,220
Director Stock Options (Right to Buy)	\$ 1.26	05/14/2009		A		66,660		05/14/2010	05/14/2019	Series B Common Stock	66,660

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HERNDON DEALEY D A. H. BELO CORPORATION P.O. BOX 224866 DALLAS, TX 75222-4866	X			

Signatures

Kay F. Stockler,
Attorney-In-Fact

05/15/2009

__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).

Edgar Filing: A. H. Belo CORP - Form 4

- (1) The number of shares shown represents the time-based restricted stock units (TBRsUs) that vested on May 8, 2007, and were paid on May 14, 2009. These TBRsUs were awarded on May 9, 2006.
- Each TBRsU represents a contingent right to receive the value of one share of A. H. Belo Corporation Series A Common Stock. These
- (2) TBRsUs are valued as of the date of settlement and are paid 60% in shares of A. H. Belo Corp. Series A Common Stock and 40% in cash.
- (3) The number of shares shown represents the settlement of the 40% cash portion of TBRsUs that vested on May 8, 2007, and were paid on May 14, 2009. Settlement of the cash portion is, pursuant to SEC guidance, deemed to be a sale of shares to the Company.
- (4) The reporting person disclaims beneficial ownership of these securities.
- (5) These TBRsUs were awarded on May 9, 2006.
- (6) These TBRsUs vested 100% on the date of the 2007 annual meeting of shareholders and are settled within 10 business days following the 2009 annual meeting of shareholders.
- (7) These TBRsUs vest 100% on the date of the 2010 annual meeting of shareholders and are settled within 10 business days following the 2012 annual meeting of shareholders.

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.