

TIME WARNER INC  
Form 4  
March 07, 2006

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BEWKES JEFFREY L**

(Last) (First) (Middle)

**ONE TIME WARNER CENTER**

(Street)

**NEW YORK, NY 10019-8016**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**TIME WARNER INC [TWX]**

3. Date of Earliest Transaction (Month/Day/Year)  
**03/06/2006**

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)  
**President & COO**

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock, par value \$.01   | 03/06/2006                           |  | M <sup>(1)</sup>               |   | 375,000   | A  | \$ 14.2                           |
| Common Stock, par value \$.01   | 03/06/2006                           |  | S <sup>(1)</sup>               |   | 83,000  | D  | \$ 17.3                           |
| Common Stock, par value \$.01   | 03/06/2006                           |  | S <sup>(1)</sup>               |   | 62,000  | D  | \$ 17.32                          |
| Common Stock, par               | 03/06/2006                           |  | S <sup>(1)</sup>               |   | 34,000  | D  | \$ 17.34                          |

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value \$.01

Common Stock, par value \$.01 03/06/2006 S<sup>(1)</sup> 71,000 D \$ 17.35 1,076,000 D

Common Stock, par value \$.01 03/06/2006 S<sup>(1)</sup> 2,100 D \$ 17.37 1,073,900 D

Common Stock, par value \$.01 03/06/2006 S<sup>(1)</sup> 151,100 D \$ 17.38 922,800 D

Common Stock, par value \$.01 03/06/2006 S<sup>(1)</sup> 18,500 D \$ 17.39 904,300 D

Common Stock, par value \$.01 03/06/2006 S<sup>(1)</sup> 50,000 D \$ 17.4 854,300 D

Common Stock, par value \$.01 03/06/2006 S<sup>(1)</sup> 10,000 D \$ 17.41 844,300 D

Common Stock, par value \$.01 03/06/2006 S<sup>(1)</sup> 10,024 D \$ 17.42 834,276 D

Common Stock, par value \$.01 94,368 I By Savings Plan <sup>(2)</sup>

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 of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount Number Shares                                    |
| Employee Stock                             | \$ 14.2  | 03/06/2006                           |  | M <sup>(1)</sup>               | 375,000   | <sup>(3)</sup> 03/19/2006                                | Common Stock, par 375,000                                     |

Option  
(right to  
buy)

value  
\$.01

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                 |       |
|---|---------------|-----------|-----------------|-------|
|   | Director      | 10% Owner | Officer         | Other |
| BEWKES JEFFREY L<br>ONE TIME WARNER CENTER<br>NEW YORK, NY 10019-8016 |               |           | President & COO |       |

## Signatures

By: Brenda C. Karickhoff For: Jeffrey L.  
Bewkes 03/07/2006

\_\_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) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on August 12, 2005.
- (2) The Time Warner Savings Plan, a qualified employee benefit plan.
- (3) This option is currently exercisable.

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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