MEREDITH CORP
Form 4
May 15, 2013

FORM 4

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

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

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 *
LACY STEPHEN M

(Last) (First) (Middle)

1716 LOCUST STREET

(Street)

DES MOINES, IA 50309-3023

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
MEREDITH CORP [MDP]

3. Date of Earliest Transaction (Month/Day/Year)
05/13/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Chairman, President & CEO

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock ($1 par value) (1)	05/13/2013		M		60,000	A	$ 28.6	60,000	D	
Common Stock ($1 par value) (1)	05/13/2013		M		250,000	A	$ 29.23	310,000	D	
Common Stock ($1 par value) (1)	05/13/2013		F		172,144	D	$ 42.45	137,856	D	

Common Stock ($1 par value) (1)	05/13/2013		F		37,755	D	$ 42.45	100,101	D
Common Stock ($1 par value) (1)	05/13/2013		F		40,425	D	$ 42.45	59,676	D
Common Stock ($1 par value) (1)	05/13/2013		F		9,493	D	$ 42.45	50,183	D
Common Stock ($1 par value) (1) (2)	05/14/2013		S		50,183	D	$ 42.2355	0	D

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 Amo Underlying Secu (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	A N Sh
Non-Qualified Stock Option (right to buy) (3)	$ 28.6	05/13/2013		M			60,000	08/12/2011	08/12/2018	Common Stock ($1 par value)	
Stock equivalent units (4)	$ 0							08/08/1988	08/08/1988	Common Stock ($1 par value)	5
Non-Qualified Stock Option (right to buy) (3)	$ 28.6	05/13/2013		M			250,000	08/12/2011	08/12/2018	Common Stock ($1 par value)	1

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LACY STEPHEN M 1716 LOCUST STREET DES MOINES, IA 50309-3023	X		Chairman, President & CEO	

Signatures

By: Teresa T. Rinker, by Power of Attorney For: Stephen M. Lacy	05/15/2013
**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 by the reporting person in street name.
(2)	The price reported in column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from $42.09 to $42.41, inclusive. The reporting person undertakes to provide Meredith Corporation,any securityholder of Meredith Corporation, or the Staff of the Securities and Exchange Commission, upon request, separate prices within the range set forth in this footnote.
(3)	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 10th anniversary of the grant date, and has an exercise price as specified in the award agreement.
(4)	Stock equivalents issued 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 reporting person's retirement from or termination of service on the Meredith Board of Directors and Meredith Corporation employment. Quarterly dividends are accrued in the form of additional stock equivalents.

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.