

PRIMEDIA INC
Form 3
June 02, 2006

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

OMB APPROVAL

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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)

<p>1. Name and Address of Reporting Person *</p> <p>Spence Sheila</p> <p>(Last) (First) (Middle)</p> <p>C/O PRIMEDIA INC., 745 FIFTH AVENUE</p> <p>(Street)</p> <p>NEW YORK, NY 10151</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>05/24/2006</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>PRIMEDIA INC [PRM]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Senior Vice President</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. 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	3,753 ⁽¹⁾	D	

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

SEC 1473 (7-02)

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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)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Options (right to buy)	Â (2)	09/03/2006	Common Stock	9,000	\$ 11.125	D	Â
Stock Options (right to Buy)	Â (3)	01/01/2008	Common Stock	6,000	\$ 12.625	D	Â
Stock Options (Right to Buy)	Â (4)	07/28/2009	Common Stock	7,000	\$ 15.5625	D	Â
Stock Options (Right to Buy)	Â (5)	03/29/2010	Common Stock	10,000	\$ 27.125	D	Â
Stock Options (Right to Buy)	Â (6)	10/05/2011	Common Stock	13,500	\$ 1.85	D	Â
Stock Options (Right to Buy)	Â (7)	12/02/2008	Common Stock	20,000	\$ 2.9	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Spence Sheila C/O PRIMEDIA INC. 745 FIFTH AVENUE NEW YORK, NY 10151	Â	Â	Â Senior Vice President	Â

Signatures

Sheila E. Spence 05/31/2006

__Signature of Date
Reporting Person

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) Includes 647 shares of PRIMEDIA stock under the PRIMEDIA 401(k) plan.
- (2) Options originally granted on September 3, 1996. All options are fully vested on the date hereof.
- (3) Options originally granted on January 1, 1998. All options are fully vested on the date hereof.
- (4) Options originally granted on July 28, 1999. All options are fully vested on the date hereof.
- (5) Options originally granted on March 29, 2000. All options are fully vested on the date hereof.
- (6) Options originally granted on October 5, 2001. All options are fully vested on the date hereof.
- (7) Options originally granted on December 2, 2003; 13,333 fully vested; 6,667 to vest on December 2, 2006.

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.