

Mayfield Arlene
Form 4
February 25, 2010

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 *
Mayfield Arlene

(Last) (First) (Middle)
3585 ENGINEERING
DRIVE, SUITE 100
(Street)

NORCROSS, GA 30092

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PRIMEDIA INC [PRM]

3. Date of Earliest Transaction
(Month/Day/Year)
12/11/2008

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)
SVP and President- Apt Guide

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 | 12/11/2008 | | P | | 518.52 ⁽¹⁾ | A | \$ 1.35 |
| Common Stock | 03/31/2009 | | P | | 616.4378 ⁽¹⁾ | A | \$ 2.33 |
| Common Stock | 06/03/2009 | | P | | 537.9818 ⁽¹⁾ | A | \$ 2.75 |
| Common Stock | 09/02/2009 | | P | | 645.5787 ⁽¹⁾ | A | \$ 2.35 |
| Common Stock | 12/02/2009 | | P | | 473.4242 ⁽¹⁾ | A | \$ 3.3 |
| | | | | | | | 81,037.89 |
| | | | | | | | 86,549.33 ⁽²⁾ |
| | | | | | | | 87,087.31 ⁽²⁾ |
| | | | | | | | 87,732.88 ⁽²⁾ |
| | | | | | | | 88,206.31 ⁽²⁾ |

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Mayfield Arlene 3585 ENGINEERING DRIVE SUITE 100 NORCROSS, GA 30092 | | | SVP and President- Apt Guide | |

Signatures

/s/ KRISTI O. CRAWFORD, as Attorney-in-Fact (See Power of Attorney) 02/25/2010

__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) These shares were previously reported incorrectly as shares acquired pursuant to a dividend reinvestment plan. In fact, the shares were purchased by a broker on the open market with proceeds from dividends paid on other shares owned by the Reporting Person.
- (2) Reflects adjustment of share total. Includes March 5, 2009 vesting of award of 14,895 shares pursuant to the Company's Long-Term Incentive Plan for 2008 and supplemental grant on March 25, 2009 of restricted stock, the vesting of which is subject to the achievement of annual EBITDA performance target established as part of the Company's Long-Term Incentive Plan for 2009.

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.