

MEREDITH CORP
 Form 4
 May 15, 2013

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 * LACY STEPHEN M			2. Issuer Name and Ticker or Trading Symbol MEREDITH CORP [MDP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/13/2013	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chairman, President & CEO
1716 LOCUST STREET (Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)	DES MOINES, IA 50309-3023	

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) <u>(1)</u>	05/13/2013		M		60,000	A	\$ 28.6
					60,000	D	
Common Stock (\$1 par value) <u>(1)</u>	05/13/2013		M		250,000	A	\$ 29.23
					310,000	D	
Common Stock (\$1 par value) <u>(1)</u>	05/13/2013		F		172,144	D	\$ 42.45
					137,856	D	

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Common Stock (\$1 par value) <u>(1)</u>	05/13/2013	F	37,755	D	\$ 42.45	100,101	D
Common Stock (\$1 par value) <u>(1)</u>	05/13/2013	F	40,425	D	\$ 42.45	59,676	D
Common Stock (\$1 par value) <u>(1)</u>	05/13/2013	F	9,493	D	\$ 42.45	50,183	D
Common Stock (\$1 par value) <u>(1)</u> <u>(2)</u>	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.

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

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.