

A. H. Belo CORP
Form 4
May 30, 2008

FORM 4

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

OMB APPROVAL

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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 *
HERNDON DEALEY D

(Last) (First) (Middle)
P.O. BOX 224866
(Street)
DALLAS, TX 75222-4866
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
A. H. Belo CORP [AHC]

3. Date of Earliest Transaction
(Month/Day/Year)
02/08/2008

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)

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 (D) Price | | | |
| Series A Common Stock ⁽¹⁾ | | | | | 136,855 | D | |
| Series A Common Stock ⁽¹⁾ | | | | | 1,000 | I | By Spouse ⁽²⁾ |
| Series B Common Stock ⁽¹⁾ | | | | | 534,249 | D | |

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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u> | \$ 23.4322 | | | | | <u>(4)</u> 05/12/2009 | Series B Common Stock | 982 |
| Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u> | \$ 16.5404 | | | | | <u>(4)</u> 05/10/2010 | Series B Common Stock | 1,495 |
| Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u> | \$ 19.1092 | | | | | <u>(4)</u> 08/01/2010 | Series B Common Stock | 532 |
| Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u> | \$ 18.0741 | | | | | <u>(4)</u> 05/09/2011 | Series B Common Stock | 2,120 |
| Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u> | \$ 22.7155 | | | | | <u>(4)</u> 05/08/2012 | Series B Common Stock | 1,439 |
| Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u> | \$ 22.7756 | | | | | <u>(4)</u> 05/13/2013 | Series B Common Stock | 1,816 |
| Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u> | \$ 28.7 | | | | | <u>(4)</u> 05/11/2014 | Series B Common Stock | 1,224 |
| Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u> | \$ 23.5675 | | | | | <u>(4)</u> 05/10/2015 | Series B Common Stock | 1,544 |
| | \$ 18.004 | | | | | <u>(4)</u> 05/09/2016 | | 1,323 |

| | | | | | |
|--|------------|------------|------------|-----------------------------|----------------|
| Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u> | | | | Series B Common Stock | |
| Director Stock Option (Right to Buy) <u>(1)</u> <u>(3)</u> | \$ 20,2695 | <u>(4)</u> | 05/08/2017 | Series B Common Stock | 1,134 |
| Restricted Stock Units (Time-Based) <u>(1)</u> <u>(3)</u> | <u>(5)</u> | <u>(6)</u> | <u>(6)</u> | Series A Common Stock | 441 <u>(5)</u> |
| Restricted Stock Units (Time-Based) <u>(1)</u> <u>(3)</u> | <u>(5)</u> | <u>(7)</u> | <u>(7)</u> | Series A Common Stock | 346 <u>(5)</u> |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| HERNDON DEALEY D P.O. BOX 224866 DALLAS, TX 75222-4866 | X | | | |

Signatures

Kay F. Stockler,
Attorney-In-Fact

05/30/2008

 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) VOLUNTARY REPORT TO DISCLOSE SECURITIES ISSUED IN CONNECTION WITH THE SPIN-OFF OF THE ISSUER BY BELO CORP.

(2) The reporting person disclaims beneficial ownership of these securities.

(3) Reflects derivative securities (exercisable for or settled in the Issuer's common stock) held as a result of the spin-off of the Issuer from Belo Corp. pursuant to the anti-dilution adjustment provisions of previously outstanding awards.

(4) All options are currently exercisable.

(5) Each restricted stock unit represents a contingent right to receive the value of one share of A. H. Belo Corporation Series A Common Stock. RSUs are payable in the form of 60% in shares of A. H. Belo Corporation Series A Common Stock and 40% in cash, valued as of the date of settlement.

(6) These time-based restricted stock units are fully vested and are settled within 10 business days following the 2009 annual meeting of A. H. Belo Corporation shareholders.

(7) These time-based restricted stock units are fully vested and are settled within 10 business days following the 2010 annual meeting of A. H. Belo Corporation shareholders.

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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