

KARPOWICZ PAUL  
Form 4  
August 14, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
KARPOWICZ PAUL

(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)  
08/10/2017

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)  
President-Local Media Group

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 Indirect Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
|   |                                      |  | Code                           | V   | Amount  | (D)  | Price   |
| Common Stock (\$1 par value) <u>(1)</u> | 08/10/2017                           |  | S                              |   | 3,631   | D  | \$ 57.5371 <u>(2)</u>                                 |
| Common Stock (\$1 par value) <u>(1)</u> | 08/14/2017                           |  | M                              |   | 20,000  | A  | \$ 45.69  |
| Common Stock (\$1 par value) <u>(1)</u> | 08/14/2017                           |  | F                              |   | 17,737  | D  | \$ 57.2   |

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|  |            |   |       |   |                             |        |   |                          |
|--|------------|---|-------|---|-----------------------------|--------|---|--------------------------|
| Common<br>Stock (\$1<br>par value)<br><u>(1)</u>                 | 08/14/2017 | S | 2,263 | D | \$<br>57.2649<br><u>(3)</u> | 66,658 | D |                          |
| Common<br>Stock<br>(Restricted)<br>(\$1 par<br>value) <u>(4)</u> |            |   |       |   |                             | 2,504  | D |                          |
| Common<br>Stock (\$1<br>par value)<br><u>(5)</u>                 |            |   |       |   |                             | 9,089  | I | By<br>Managed<br>Account |

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

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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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) |                                       |
|---|--|---|---|--------------------------------------|--|--|--|---------------------------------------|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date   | Title                                 |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 45.69   | 08/14/2017                              |   | M                                    | 20,000   | 08/12/2017   | 08/12/2024   | Common<br>Stock (\$1 20<br>par value) |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |                             |       |
|---|---------------|-----------|-----------------------------|-------|
|   | Director      | 10% Owner | Officer                     | Other |
| KARPOWICZ PAUL<br>1716 LOCUST STREET<br>DES MOINES, IA 50309-3023 |               |           | President-Local Media Group |       |

## Signatures

By: Kara Brodell, by Power of Attorney For: Paul A.  
Karpowicz

08/14/2017

\_\_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 reporting person in a registered account & in street name accounts (one street name with spouse).

The price reported in column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$57.30 to

(2) \$57.85, inclusive. The reporting person undertakes to provide Meredith, any securityholder of Meredith Corporation, or the Staff of the Securities and Exchange Commission, upon request, separate prices within the range set forth in footnote (2) to this Form 4.

The price reported in column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$57.10 to

(3) \$57.40, inclusive. The reporting person undertakes to provide Meredith, any securityholder of Meredith Corporation, or the Staff of the Securities and Exchange Commission, upon request, separate prices within the range set forth in footnote (3) to this Form 4.

(4) Shares were awarded pursuant to the Meredith Corporation Stock Incentive Plans. The shares are subject to forfeiture and are nontransferable until vested, either on the third or the fifth anniversary of the grant date, as specified in each award agreement.

(5) Shares held in the reporting person's Meredith Corporation Employee Stock Purchase Plan account. Quarterly dividends are paid in the form of additional Common Stock, \$1 par value.

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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