

GRIFFIN JOHN H JR  
Form 4  
August 30, 2006

**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 \*  
GRIFFIN JOHN H JR

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)  
1716 LOCUST STREET  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
08/30/2006

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
President - Publishing Group

DES MOINES, IA 50309-3023

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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)                | 08/30/2006                           |  | P                              |   | 500   | A  | \$ 47.2   |
| Common Stock (\$1 par value)                | 08/30/2006                           |  | P                              |   | 1,600   | A  | \$ 47.24  |
| Common Stock (\$1 par value) <sup>(1)</sup> |                                      |  |                                |   | 923   | I  |   |
| Common Stock                                |                                      |  |                                |   | 5,672   | D  |   |

by  
Managed  
Account

(Restricted)  
(\$1 par  
value) <sup>(2)</sup>

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable      Expiration Date                    | Title      Amount or Number of Shares                         |
| Non-Qualified Stock Option (right to buy) <sup>(3)</sup> | \$ 46.165  |                                      |  |                                |   | 08/12/2006      08/12/2013                               | Common Stock (\$1 par value)      25,000                      |
| Non-Qualified Stock Option (right to buy) <sup>(3)</sup> | \$ 46.21   |                                      |  |                                |   | 08/08/2009      08/08/2016                               | Common Stock (\$1 par value)      30,000                      |
| Non-Qualified Stock Option (right to buy) <sup>(3)</sup> | \$ 49.1  |                                      |  |                                |   | 08/09/2008      08/09/2015                               | Common Stock (\$1 par value)      26,667                      |
| Non-Qualified Stock Option (right to buy) <sup>(3)</sup> | \$ 49.97   |                                      |  |                                |   | 08/10/2007      08/10/2014                               | Common Stock (\$1 par value)      40,000                      |
| Restricted stock units <sup>(4)</sup>                    | \$ 0   |                                      |  |                                |   | 08/08/1988      08/08/1988                               | Common Stock (\$1 par value)      9,444                       |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |                              |       |
|--|---------------|-----------|------------------------------|-------|
|  | Director      | 10% Owner | Officer                      | Other |
| GRIFFIN JOHN H JR<br>1716 LOCUST STREET<br>DES MOINES, IA 50309-3023 |               |           | President - Publishing Group |       |

## Signatures

By: John S. Zieser, Attorney-in-Fact For: John H. Griffin, Jr. 08/30/2006

\_\_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).
- Mr. Griffin holds shares of Common Stock (\$1 par value) in his Meredith Corporation Savings & Investment (401k) and Employee Stock Purchase Plan (ESPP) accounts. Quarterly dividends on the 401(k) and ESPP shares are paid in the form of additional Common Stock, \$1 par value. This footnote would normally be included in column 4.
- (1) Shares were awarded pursuant to the Meredith Corporation Stock Incentive Plans. The shares are subject to forfeiture and are nontransferable until vested, as specified in each award agreement.
  - (2) This option was granted pursuant to the Meredith Corp. Stock Incentive Plans and becomes exercisable in its entirety on the third anniversary of the date of grant.
  - (3) Restricted stock units granted pursuant to Meredith Corp.'s 2004 Stock Incentive Plan which will be converted to Common Stock (\$1 par value) on a one-for-one basis upon the attainment of specified EPS growth targets and the completion of a three-year period of service. Quarterly dividends are accrued in the form of additional restricted stock units.

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.