

PRIMEDIA INC
Form 3
November 02, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Crawford David Scott | | (Month/Day/Year) | PRIMEDIA INC [PRM] | |
| (Last) | (First) | (Middle) | 10/24/2005 | |
| C/O PRIMEDIA INC., 745 FIFTH AVENUE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| NEW YORK, NY 10151 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Senior Vice President | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 486,036 ⁽¹⁾ | D | |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|------------------------------|------------------|-----------------|--------------|----------------------------|------------|----------------------------|---|
| Stock Options (Right to Buy) | Â (2) | 05/17/2007 | Common Stock | 4,500 | \$ 8 | D | Â |
| Stock Options (Right to Buy) | Â (3) | 10/07/2006 | Common Stock | 5,000 | \$ 11.125 | D | Â |
| Stock Options (Right to Buy) | Â (4) | 01/01/2008 | Common Stock | 10,000 | \$ 12.625 | D | Â |
| Stock Options (Right to Buy) | Â (5) | 07/28/2009 | Common Stock | 10,000 | \$ 15.5625 | D | Â |
| Stock Options (Right to Buy) | Â (6) | 05/10/2011 | Common Stock | 25,000 | \$ 1.85 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Crawford David Scott C/O PRIMEDIA INC. 745 FIFTH AVENUE NEW YORK, NY 10151 | Â | Â | Â Senior Vice President | Â |

Signatures

David S. 11/01/2005
Crawford

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Includes 325,000 shares of restricted stock, 3,251 shares of PRIMEDIA common stock purchased through the ESPP and 2,785 shares of PRIMEDIA stock under the PRIMEDIA 401(k) plan
- (2) Option originally granted on May 17, 1994. All options are fully vested as of the date hereof.
- (3) Option originally granted on October 7, 1996. All options are fully vested as of the date hereof.
- (4) Option originally granted on January 1, 1998. All options are fully vested as of the date hereof.
- (5) Option originally granted on July 28, 1999. All options are fully vested as of the date hereof.
- (6) Option originally granted on October 5, 2001. All options are fully vested as of the date hereof.

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Remarks:

Exhibit 24 - Power of Attorney

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.