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TIME WAI	RNER INC.										
Form 4 May 04, 20	00										
•									OMB AP	PROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANCE Washington, D.C. 20549						GE CO	MMISSION	OMB Number:	3235-0287		
Check t if no lor subject Section Form 4 Form 5	nger to STATE 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Expires:January 31 2005Estimated average burden hours per response0.5		
Form 5 obligations may continue. See Instruction 1(b). 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)										
			2. Issuer Name and Ticker or Trading Symbol TIME WARNER INC. [TWX]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Che			(Cneck	ck all applicable)				
			(Month/Day/Year) 05/01/2009				_	_X_ Director 10% Owner Officer (give title Other (specify below) below)			
	(Street)			nendment, D onth/Day/Ye	Date Original ar)		А	Individual or Join pplicable Line) K_ Form filed by Or _ Form filed by Mo	ne Reporting Per	son	
NEW YOF	RK, NY 10019-80	016					P	erson	ne than one Rep	Jorning	
(City)	(State)	(Zip)	Tal	ble I - Non-	Derivative Se	curiti	es Acquir	ed, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, it any (Month/Day/Year)			Date, if	Code (Instr. 3, 4 and 5)) (Instr. 8) (A)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6.7. Nature of IndirectOwnershipIndirectForm:BeneficialDirect (D)Ownership or Indirect(I)(Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock, Par Value \$.01	05/01/2009			M <u>(1)</u>	1,884.135	A	\$ 0 <u>(2)</u>	356,328.135 (<u>3)</u>	D		
Common Stock, Par Value \$.01	05/01/2009			S <u>(4)</u>	0.135	D	\$ 22.84	356,328 <u>(3)</u>	D		

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 formSEC 1474
(9-02)

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displays a currently valid OMB control number.

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. Transactio Code (Instr. 8)	5. Number of orDerivative 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 Number Shares
Restricted Stock Units	<u>(2)</u>	05/01/2009		М		1,884.135	05/01/2009	(5)	Common Stock, Par Value \$.01	1,884.1

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
MARK REUBEN ONE TIME WARNER CENTER NEW YORK, NY 10019-8016	Х						
Signatures							
By: Brenda C. Karickhoff For Reu Mark	ben	05/04/	2009				

**Signature of Reporting Person

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).

Date

- (1) The common stock was acquired as a result of the vesting of restricted stock units awarded on May 20, 2005, May 19, 2006, May 18, 2007 and May 16, 2008.
- (2) Each restricted stock unit represents a contingent right to receive one share of Common Stock. The Reporting Person receives one share of Common Stock for each restricted stock unit that vests.
- Includes previously acquired shares of Common Stock that have been adjusted to reflect a one-for-three reverse stock split of the Issuer's common stock that became effective on March 27, 2009. Pursuant to the exemption under Rule 16a-9(a) of the Securities Exchange Act of 1934, these adjustment transactions are not required to be reported.
- (4) This transaction is exempt under Rule 16b-3 of the Securities Exchange Act of 1934.

These awards of restricted stock units vest in annual installments of 25% beginning on May 1, 2006 through May 1, 2009, May 1, 2007
(5) through May 1, 2010, May 1, 2008 through May 1, 2011 and May 1, 2009 through May 1, 2012. The vested shares of Common Stock will be issued to the Reporting Person upon vesting.

(6) Includes previously granted restricted stock units that have been adjusted to reflect (a) the separation of Time Warner Cable Inc. from Time Warner Inc. (the "Issuer") on March 12, 2009; and (b) a one-for-three reverse stock split of the Issuer's common stock that became

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effective on March 27, 2009. Pursuant to the exemption under Rule 16a-9(a) of the Securities Exchange Act of 1934, these adjustment transactions are not required to be reported.

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.