

McKEON JOHN C
Form 4
March 01, 2011

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
McKEON JOHN C

(Last) (First) (Middle)

C/O THE DALLAS MORNING
NEWS, INC., 508 YOUNG STREET

(Street)

DALLAS, TX 75202

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

A. H. Belo CORP [AHC]

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

02/25/2011

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

Pres/GM of Dallas Morning News

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Series A Common Stock	02/25/2011		M	19,386 (1)	A (2) 20,310	D	
Series A Common Stock	02/25/2011		D(3)	7,755 (3)	\$ 7.69 12,555	D	

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

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SEC 1474
(9-02)

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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
Restricted Stock Units (Time-Based) (4)	(2)	02/25/2011		M	19,386	(5) (5)	Series A Common Stock 19,386 (2)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

McKEON JOHN C
C/O THE DALLAS MORNING NEWS, INC.
508 YOUNG STREET
DALLAS, TX 75202

Pres/GM of Dallas Morning News

Signatures

Kay F. Stockler,
Attorney-in-Fact 02/28/2011

__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) The number of shares shown represents the time-based restricted stock units (TBRsUs) that vested and were paid on February 25, 2011. These TBRsUs were awarded on January 28, 2010.
- (2) Each TBRsU represents a contingent right to receive the value of one share of A. H. Belo Corporation Series A Common Stock. TBRsUs are valued as of the date of vesting and are paid 60% in shares of A. H. Belo Corporation Series A Common Stock and 40% in cash.
- (3) The number of shares shown represents settlement of the 40% cash portion of TBRsUs that vested and were paid on February 25, 2011. Pursuant to SEC guidance, settlement of the cash portion is deemed a disposition of shares to the Company.
- (4) These TBRsUs were awarded on January 28, 2010.
- (5) Vesting of the January 28, 2010 award is as follows: 40% of the award vested on February 25, 2011, the third trading day following the annual earnings release date for the fiscal year ending December 31, 2010; the remainder of the award will vest 30% on the third trading day following each annual earnings release date for the fiscal years ending December 31, 2011 and 2012. Each tranche is settled within 10 business days after vesting.

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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