BEWKES JEFFREY L

Form 4

March 01, 2007

FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations may continue.

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

burden hours per response...

Estimated average

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BEWKES JEFFREY L

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Middle)

TIME WARNER INC [TWX]

(Check all applicable)

(Last)

(First)

3. Date of Earliest Transaction

_X__ Director

10% Owner _ Other (specify

ONE TIME WARNER CENTER

(Month/Day/Year) 02/28/2007

X_ Officer (give title below)

President & COO

(Street)

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

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

NEW YORK, NY 10019-8016

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative S	ecurit	ies Acqui	red, Disposed of,	or Beneficial	ly 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) onor Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock, par value \$.01	02/28/2007		M(1)	300,000	A	\$ 14.52	1,134,276	D	
Common Stock, par value \$.01	02/28/2007		S <u>(1)</u>	2,100	D	\$ 20.12	1,132,176	D	
Common Stock, par value \$.01	02/28/2007		S <u>(1)</u>	1,100	D	\$ 20.13	1,131,076	D	
Common Stock, par	02/28/2007		S(1)	2,900	D	\$ 20.14	1,128,176	D	

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value \$.01							
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	5,300	D	\$ 20.15	1,122,876	D
Common Stock, par value \$.01	02/28/2007	S(1)	3,600	D	\$ 20.16	1,119,276	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	900	D	\$ 20.17	1,118,376	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	4,800	D	\$ 20.18	1,113,576	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	4,600	D	\$ 20.19	1,108,976	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	8,500	D	\$ 20.2	1,100,476	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	23,500	D	\$ 20.21	1,076,976	D
Common Stock, par value \$.01	02/28/2007	S(1)	21,000	D	\$ 20.22	1,055,976	D
Common Stock, par value \$.01	02/28/2007	S(1)	24,900	D	\$ 20.23	1,031,076	D
Common Stock, par value \$.01	02/28/2007	S(1)	8,100	D	\$ 20.24	1,022,976	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	12,400	D	\$ 20.25	1,010,576	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	13,300	D	\$ 20.26	997,276	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	11,000	D	\$ 20.27	986,276	D
Common Stock, par value \$.01	02/28/2007	S(1)	3,900	D	\$ 20.28	982,376	D

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Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	14,000	D	\$ 20.29	968,376	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	7,352	D	\$ 20.3	961,024	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	26,500	D	\$ 20.31	934,524	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	25,148	D	\$ 20.32	909,376	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	30,500	D	\$ 20.33	878,876	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	27,776	D	\$ 20.34	851,100	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	21,500	D	\$ 20.35	829,600	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	12,300	D	\$ 20.36	817,300	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	22,400	D	\$ 20.37	794,900	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	23,400	D	\$ 20.38	771,500	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	11,000	D	\$ 20.39	760,500	D
Common Stock, par value \$.01	02/28/2007	S <u>(1)</u>	6,700	D	\$ 20.4	753,800	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)

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

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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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
					4, and 5)	Date	Expiration		Amount		
				Code V	(A) (D)	Exercisable	Date	Title	Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
• 0	Director	10% Owner	Officer	Other		
BEWKES JEFFREY L ONE TIME WARNER CENTER NEW YORK, NY 10019-8016	X		President & COO			

Signatures

By: Brenda C. Karickhoff For: Jeffrey L. 03/01/2007 Bewkes

> **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).
- The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on November 21, 2006.

Remarks:

See Exhibit 24 - Power of Attorney

Note that two Form 4s are being filed to cover the Reporting Person's transactions on February 28, 2007.

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.

Reporting Owners 4