SEC Form 4

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden hours per response 0.5

1. Name and Add McKEON	dress of Reporting F JOHN C	Person*	2. Issuer Name and Ticker or Trading Symbol <u>A. H. Belo CORP</u> [AHC]		ationship of Reporting Per (all applicable) Director	10% Owner
(Last) C/O THE DA 508 YOUNG		(Middle) NG NEWS, INC.	3. Date of Earliest Transaction (Month/Day/Year) 02/25/2011	_ X	Officer (give title below) Pres/GM of Dallas M	Other (specify below) Morning News
(Street) DALLAS (City)	TX (State)	75202 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Filin Form filed by One Rep Form filed by More tha Person	porting 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	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Series A Common Stock	02/25/2011		М		19,386(1)	A	(2)	20,310	D	
Series A Common Stock	02/25/2011		D ⁽³⁾		7,755 ⁽³⁾	D	\$7.69	12,555	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount 8. Price of 9. Number of 11. Nature 10. Execution Date, if any (Month/Day/Year) Ownership Derivative Security Conversion Transaction Code (Instr. Expiration Date (Month/Day/Year) of Securities Underlying Derivative Derivative Security derivative of Indirect Beneficial (Month/Day/Year) or Exercise Derivative Securities orm: Direct (D) (Instr. 3) Price of 8) Securities Security (Instr. 3 and (Instr. 5) Beneficially Ownership Owned Following or Indirect Derivative Acquired 4) (Instr. 4) (I) (Instr. 4) Security (A) or Disposed Reported of (D) (Instr. Transaction(s) 3, 4 and 5) (Instr. 4) Amount or Date Expiration Number of Code v (A) (D) Exercisable Date Title Shares Restricted Stock Series A 19,386(2) (2) 02/25/2011 (5) (5) 29,079 Units М 19,386 \$<mark>0</mark> D Commor (Time Stock Based)⁽⁴⁾

Explanation of Responses:

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.

<u>Kay F. Stockler, Attorney-in-</u>	02/28/2011		
<u>Fact</u>	02/20/2011		
** Signature of Reporting Person	Date		

Signature of Reporting Person

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.