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
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| 1 | ldress of Reporting I | | 2. Issuer Name and Ticker or Trading Symbol <u>A. H. Belo Corp</u> [AHC] | | ationship of Reporting Pe (all applicable) Director | erson(s) to Issuer 10% Owner |
|------------------------------|--|---------------------|---|------------------------|---|---|
| | (Last) (First) (Middle) A. H. BELO CORPORATION P.O. BOX 224866 | | 3. Date of Earliest Transaction (Month/Day/Year) 02/15/2013 | X | Officer (give title below) EVP/Publ & CEC | Other (specify below)) Dallas MN |
| (Street) DALLAS (City) | TX (State) | 75222-4866 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) X | vidual or Joint/Group Fili Form filed by One Re Form filed by More th 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 | 6. Ownership 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 | 02/15/2013 | | М | | 24,233(1) | A | (2) | 124,134 | D | |
| Series A Common Stock | 02/15/2013 | | D ⁽³⁾ | | 9,694 ⁽³⁾ | D | \$5.34 | 114,440 | D | |
| Series A Common Stock | 02/15/2013 | | М | | 18,363(4) | Α | (2) | 132,803 | D | |
| Series A Common Stock | 02/15/2013 | | D ⁽³⁾ | | 7,346 ⁽³⁾ | D | \$5.34 | 125,457 | D | |
| Series A Common Stock | 02/15/2013 | | М | | 20,000 ⁽⁵⁾ | A | (2) | 145,457 | D | |
| Series A Common Stock | 02/15/2013 | | D ⁽³⁾ | | 8,000 ⁽³⁾ | D | \$5.34 | 137,457 | D | |
| Series A Common Stock | | | | | | | | 960 | Ι | By Spouse ⁽⁶⁾ |
| Series A Common Stock | | | | | | | | 954 | I | By Family LLC ⁽⁷⁾ |
| Series A Common Stock | | | | | | | | 981 | I | By 401(k) Account ⁽⁸ |

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) | | ransaction of ode (Instr. Derivative | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|--|---|--|---|------|---|-----|--|---------------------|---|-----------------------------|---|--|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Restricted Stock Units (Time- Based) ⁽⁹⁾ | (2) | 02/15/2013 | | М | | | 24,233 | (10) | (10) | Series A Common Stock | 24,233 ⁽²⁾ | \$0 | 0 | D | |
| Restricted Stock Units (Time- Based) ⁽¹¹⁾ | (2) | 02/15/2013 | | М | | | 18,363 | (10) | (10) | Series A Common Stock | 18,363 ⁽²⁾ | \$0 | 0 | D | |
| Restricted Stock Units (Time- Based) ⁽¹²⁾ | (2) | 02/15/2013 | | М | | | 20,000 | (10) | (10) | Series A Common Stock | 20,000 ⁽²⁾ | \$0 | 0 | D | |

Explanation of Responses:

1. The number of shares shown represents the time-based restricted stock units (TBRSUs) that vested and were paid on February 15, 2013. 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 Stock and 40% in cash.

3. The number of shares shown represents settlement of the 40% cash portion of RSUs that vested and were paid on February 15, 2013. Pursuant to SEC guidance settlement of the cash portion is deemed a disposition of shares to the Company.

4. The number of shares shown represents the TBRSUs that vested and were paid on February 15, 2013. These TBRSUs were awarded on March 9, 2011.

5. The number of shares shown represents the TBRSUs that vested and were paid on February 15, 2013. These TBRSUs were awarded on March 8, 2012.

6. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

7. The reporting person is the manager of the family limited liability company that owns the reported securities. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

8. Held by the A.H. Belo Savings Plan as of the date of this filing.

9. These TBRSUs were awarded on January 28, 2010.

10. These TBRUSs vest 100% and are paid on the third trading day following the annual earnings release date for the fiscal year ended December 31, 2012.

11. These TBRSUs were awarded on March 9, 2011.

12. These TBRSUs were awarded on March 8, 2012.

Christine E. Larkin, Attorney-

02/19/2013

** Signature of Reporting Person Date

In-Fact

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.

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