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	ddress of Reporting		2. Issuer Name and Ticker or Trading Symbol <u>A. H. Belo Corp</u> [AHC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
HERNDON DEALEY D				X Director 10% Owner					
r			—	Officer (give title Other (specify					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/15/2014	below) below)					
A. H. BELO	CORPORATION	N	05/15/2014						
P.O. BOX 224866									
P.U. BUA 224000			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)				X Form filed by One Reporting Person					
DALLAS	TX	75222-4866	_	Form filed by More than One Reporting Person					
(Citv)	(State)	(Zip)							

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)		Code (Instr.		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	05/19/2014		М		7 ,9 54 ⁽¹⁾	Α	(2)	30,170	D	
Series A Common Stock	05/19/2014		D ⁽³⁾		3,182 ⁽³⁾	D	\$12.09	26,988	D	

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. Transa Code (8)				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	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		Transaction(s) (Instr. 4)		
Restricted Stock Units (Time- Based)	(2)	05/15/2014		Α		5,167		(4)	(4)	Series A Common Stock	5,167 ⁽²⁾	\$0	5,167	D	
Restricted Stock Units (Time- Based) ⁽⁵⁾	(2)	05/19/2014		М			7,954	(6)	(6)	Series A Common Stock	7,954 ⁽²⁾	\$0	0	D	

Explanation of Responses:

1. The number of shares shown represents the time-based restricted stock units (TBRSUs) that vested on May 18, 2012 and were settled on May 19, 2014. These TBRSUs were awarded on May 18, 2011.

2. Each TBRSU represents a contingent right to receive the value of one share of A. H. Belo Corporation Series A Common Stock. These TBRSUs are valued as of the date of settlement 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 the settlement of the 40% cash portion of TBRSUs that were settled and paid on May 19, 2014. Settlement of the cash portion is, pursuant to SEC guidance, deemed to be a sale of shares to the Company.

4. These TBRSUs vest 100% on the date of the Company's 2015 annual meeting of shareholders and are settled on or within 10 business days of the 2017 annual meeting of shareholders.

5. These TBRSUs were awarded on May 18, 2011.

6. These TBRSUs vested 100% on May 18, 2012 and were settled on May 19, 2014.

Christine E. Larkin, Attorney-

In-Fact

05/19/2014

** Signature of Reporting Person Date

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.