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

	dress of Reporting F		2. Issuer Name and Ticker or Trading Symbol <u>A. H. Belo CORP</u> [AHC]		tionship of Reporting Pe all applicable) Director	rson(s) to Issuer 10% Owner		
·				X	Officer (give title below)	Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		,	,		
A. H. BELO	CORPORATION	1	02/24/2012		EVP/Publ & CEC) Dallas MN		
P.O. BOX 224866								
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	6. Individual or Joint/Group Filing (Check Applicable			
(Street)					Form filed by One De	norting Derson		
DALLAS	ТХ	75222-4866		X	Form filed by One Reporting Person			
			_		Form filed by More that Person	an One Reporting		
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Table 1- Non-Derivative Securities Acquired, Disposed of, or beneficiary 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)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Series A Common Stock	02/24/2012		М		24,232 ⁽¹⁾	A	(2)	94,904	D			
Series A Common Stock	02/24/2012		D ⁽³⁾		9,693 ⁽³⁾	D	\$4.98	85,211	D			
Series A Common Stock	02/24/2012		М		24,484 ⁽⁴⁾	A	(2)	109,695	D			
Series A Common Stock	02/24/2012		D ⁽³⁾		9,794	D	\$4.98(3)	99,901	D			
Series A Common Stock								960	I	By Spouse ⁽⁸⁾		
Series A Common Stock								954	I	By Family LLC ⁽⁹⁾		
Series A Common Stock								981	I	By 401 (k) account ⁽¹⁰⁾		

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)		of Deri Sec Acq (A) Disp of (I	umber ivative urities uired or oosed O) (Instr. and 5)			of Securit Underlyin	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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) ⁽⁵⁾	(2)	02/24/2012		м			24,232	(6)	(6)	Series A Common Stock	24,232 ⁽²⁾	\$0	0	D	
Restricted Stock Units (Time- Based) ⁽⁷⁾	(2)	02/24/2012		М			24,484	(6)	(6)	Series A Common Stock	24 , 484 ⁽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 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 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 24, 2012. 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 24, 2012. These TBRSUs were awarded on March 9, 2011.

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

6. 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, 2011.

7. These TBRUSs were awarded on March 9, 2011.

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

9. The reporting person is the manager of the family partnership that owns the reported securities. The reporting person disclaims beneficial ownersip of the reported securities except to the extend of his pecuniary interest therein.

10. Held by the A.H. Belo Savings Plan as of February 25, 2011.

<u>Christine E. Larkin, Attorney-</u> 02/28/2012 In-Fact

** Signature of Reporting Person Date

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

 \ast 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.