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

1. Name and Address of Reporting Person* HERNDON DEALEY D			2. Issuer Name and Ticker or Trading Symbol <u>A. H. Belo Corp</u> [AHC]		tionship of Reporting Po 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) 05/16/2013		Officer (give title below)	Other (specify below)
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Filing (Check Applicable	
(Street)				X	Form filed by One Re	eporting Person
DALLAS	TX	75222-4866	_		Form filed by More the Person	nan One Reporting
(City)	(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 (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	05/16/2013		М		8,7 22 ⁽¹⁾	A	(2)	25,705	D	
Series A Common Stock	05/16/2013		D ⁽³⁾		3,489	D	\$6.09	22,216	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)		5. Num Deriva Securi Acquir or Disp of (D) (3, 4 an	tive ties ed (A) bosed Instr.	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) ⁽⁴⁾	(2)	05/16/2013		М			8,722	(5)	(5)	Series A Common Stock	8,722 ⁽²⁾	\$0	0	D	
Restricted Stock Units (Time- Based)	(2)	05/16/2013		A		9,195		(6)	(6)	Series A Common Stock	9,195 ⁽²⁾	\$0	9,195 ⁽²⁾	D	

Explanation of Responses:

1. The number of shares shown represents the time-based restricted stock units (TBRSUs) that vested on May 18, 2011 and were settled on May 16, 2013. These TBRSUs were awarded on June 10, 2010. 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. 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 paid on May 16, 2013. Settlement of the cash portion is, pursuant to SEC guidance, deemed to be a sale of shares to the Company.

4. These TBRSUs were awarded on June 10, 2010.

5. These TBRSUs vested 100% on May 18, 2011 and were settled on May 16, 2013.

6. These TBRSUs vest 100% on the date of the Company's 2014 annual meeting of shareholders and are settled on or within 10 business days of the 2016 annual meeting of shareholders.

<u>Christine Larkin, Attorney-In-</u> Fact	05/20/2013
** 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.