SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden

Filed pu	rsua	nt to	Section	n 16(a)	of the	Securities	Exchange	Act of	1934
	-								

3235-0287 hours per response: 0.5

			or Section 30(n) of the investment Company Act of 1940					
	s of Reporting Person	*	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)				
MCCRAY RONALD D			1	X	Director	10% Owner		
(Last) P.O. BOX 22486			3. Date of Earliest Transaction (Month/Day/Year) 05/12/2016		Officer (give title below)	Other (specify below)		
			 If Amendment, Date of Original Filed (Month/Day/Year) 	6. Individual or Joint/Group Filing (Check Applicable				
(Street)				Line)				
DALLAS	ТХ	75222-4866		X	Form filed by One Reporting	ng Person		
-					Form filed by More than O Person	ne 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 (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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	05/12/2016		М		9,195 ⁽¹⁾	Α	(2)	25,025	D	
Series A Common Stock	05/12/2016		D ⁽³⁾		3,678 ⁽³⁾	D	\$5.02	21,347	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)	Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)	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		(Instr. 4)		
Restricted Stock Units (Time- Based) ⁽⁴⁾	(2)	05/12/2016		М			9,195	(5)	(5)	Series A Common Stock	9,195 ⁽²⁾	\$0.00	0	D	
Restricted Stock Units (Time- Based)	(2)	05/12/2016		A		11,653		(6)	(6)	Series A Common Stock	11,653 ⁽²⁾	\$0.00	11,653	D	

Explanation of Responses:

1. The number of shares shown represents the time-based restricted stock units (TBRSUs) that vested on May 15, 2014 and were settled on May 12, 2016. These TBRSUs were awarded on May 16, 2013.

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 12, 2016. 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 May 16, 2013.

5. These TBRSUs vested 100% on May 15, 2014 and were settled on May 12, 2016.

6. These TBRSUs vest 100% on the date of the Company's 2017 annual meeting of shareholders and are settled within 10 business days of the 2019 annual meeting of shareholders.

Remarks:

Christine E. Larkin, Attorneyin-Fact

05/13/2016

** 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.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).