

A. H. Belo CORP
Form 4
May 15, 2009

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HERNDON DEALEY D

(Last) (First) (Middle)

A. H. BELO CORPORATION, P.O.
BOX 224866

(Street)

DALLAS, TX 75222-4866

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
A. H. Belo CORP [AHC]

3. Date of Earliest Transaction
(Month/Day/Year)
05/14/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting 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 Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Series A Common Stock | 05/14/2009 | | M | 441 ⁽¹⁾ A ₍₂₎ | 137,296 | D | |
| Series A Common Stock | 05/14/2009 | | S ⁽³⁾ | 177 ⁽³⁾ D \$ 1.26 | 137,119 | D | |
| Series A Common Stock | | | | | 1,000 | I | By Spouse ⁽⁴⁾ |

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

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SEC 1474
(9-02)

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. Transaction Code (Instr. 8) | 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 Underlying Security (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| Restricted Stock Units (Time-Based) (5) | (2) | 05/14/2009 | | M | 441 | (6) (6) | Series A Common Stock |
| Restricted Stock Units (Time-Based) | (2) | 05/14/2009 | | A | 22,220 | (7) (7) | Series A Common Stock |
| Director Stock Options (Right to Buy) | \$ 1.26 | 05/14/2009 | | A | 66,660 | 05/14/2010 05/14/2019 | Series B Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|----------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| HERNDON DEALEY D A. H. BELO CORPORATION P.O. BOX 224866 DALLAS, TX 75222-4866 | X | | | |

Signatures

Kay F. Stockler,
Attorney-In-Fact

05/15/2009

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

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- (1) The number of shares shown represents the time-based restricted stock units (TBRUSUs) that vested on May 8, 2007, and were paid on May 14, 2009. These TBRUSUs were awarded on May 9, 2006.
Each TBRUSU represents a contingent right to receive the value of one share of A. H. Belo Corporation Series A Common Stock. These
- (2) TBRUSUs are valued as of the date of settlement and are paid 60% in shares of A. H. Belo Corp. Series A Common Stock and 40% in cash.
- (3) The number of shares shown represents the settlement of the 40% cash portion of TBRUSUs that vested on May 8, 2007, and were paid on May 14, 2009. Settlement of the cash portion is, pursuant to SEC guidance, deemed to be a sale of shares to the Company.
- (4) The reporting person disclaims beneficial ownership of these securities.
- (5) These TBRUSUs were awarded on May 9, 2006.
- (6) These TBRUSUS vested 100% on the date of the 2007 annual meeting of shareholders and are settled within 10 business days following the 2009 annual meeting of shareholders.
- (7) These TBRUSUs vest 100% on the date of the 2010 annual meeting of shareholders and are settled within 10 business days following the 2012 annual meeting of shareholders.

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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