A. H. Belo Corp Form 4 March 08, 2017

FORM 4

Form 5

1(b).

obligations

may continue.

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

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Issuer

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 See Instruction

2. Issuer Name and Ticker or Trading

(Print or Type Responses)

LARKIN CHRISTINE E

1. Name and Address of Reporting Person *

LAKKIN CI	IKISTINE E		Symbol A. H. Be	elo Corp [AHCl			issuci			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(Check all applicable)			
(Last) (First) (Middle) 3. Date of I (Month/Da 508 YOUNG STREET 03/08/20				Day/Year)				Director 10% OwnerX Officer (give title Other (specify below) SVP/General Counsel, Secretary			
	(Street)			ndment, Dat th/Day/Year)	_			6. Individual or Applicable Line) _X_ Form filed by	_		
DALLAS, T	X 75202							Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Yea	r) Executi any	emed on Date, if /Day/Year)	3. Transactic Code (Instr. 8)	Disposed (Instr. 3,	l (A) o l of (E))	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 Indirect Beneficial Ownership (Instr. 4)	
Series A Common Stock	03/08/2017			M	1,244 (1)	A	<u>(2)</u>	1,244	D		
Series A Common Stock	03/08/2017			D(3)	498 (3)	D	\$ 6.3	746	D		
Series A Common Stock	03/08/2017			M	1,706 (4)	A	<u>(2)</u>	2,452	D		
Series A Common	03/08/2017			D(3)	683 (3)	D	\$ 6.3	1,769	D		

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Stock

Series A Common Stock	03/08/2017	M	3,496 (5)	A	<u>(2)</u>	5,265	D
Series A Common Stock	03/08/2017	$D_{\underline{(3)}}$	1,399 (3)	D	\$ 6.3	3,866	D

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

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Other

2

(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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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 Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units (Time-Based)	<u>(2)</u>	03/08/2017		M	1,244	<u>(7)</u>	<u>(7)</u>	Series A Common Stock	1,244 (2)
Restricted Stock Units (Time-Based)	(2)	03/08/2017		M	1,706	<u>(7)</u>	<u>(7)</u>	Series A Common Stock	1,706 (2)
Restricted Stock Units (Time-Based)	<u>(2)</u>	03/08/2017		M	3,496	<u>(7)</u>	<u>(7)</u>	Series A Common Stock	3,496 (2)

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer		

Reporting Owners

LARKIN CHRISTINE E 508 YOUNG STREET DALLAS, TX 75202

SVP/General Counsel, Secretary

Signatures

/s/ Christine E.
Larkin 03/

03/08/2017

**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).
- (1) The number of shares shown represents the time-based restricted stock units (TBRSUs) that vest and were paid on March 8, 2017. These TBRSUs were awarded on March 6, 2014.
- (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 Common Stock and 40% in cash.
- (3) The number of shares shown represents the settlement of the 40% cash portion of TBRSUs that vested and were paid on March 8, 2017. 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 March 8, 2017. These TBRSUs were awarded on March 5, 2015.
- (5) The number of shares shown represents the TBRSUs that vested and were paid on March 8, 2017. These TBRSUs were awarded on March 3, 2016.
- (6) These TBRSUs were awarded on March 6, 2014.
- (7) These TBRSUs vest 100% and are paid on the third trading day following the annual earnings release date for the fiscal year ended December 31, 2016.
- (8) These TBRSUs were awarded on March 5, 2015.
- (9) These TBRSUs were awarded on March 3, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Signatures 3