SEC Form 4

FORM 4

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

0.5

Filed pursuant to Section 16(a) of the Sec	u
as Caption 20(h) of the Investment	\sim

obligations may of Instruction 1(b).	continue. See	File	ed pursuant to Section 16(a) of the Securities Exchange Act of 1934			hours per respo	onse:
			or Section 30(h) of the Investment Company Act of 1940	-			
1. Name and Address of Reporting Person [*] SMALL NICOLE G			2. Issuer Name and Ticker or Trading Symbol <u>A. H. Belo Corp</u> [AHC]		onship of Re all applicable Director	porting Person	(s) to Issuer
				^			
(Last) 1954 COMMER	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/06/2018		Officer (giv below)	e title	Other (specify below)
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6 Indivi	dual or loint	Group Filing (C	heck Applicable
(Street)			4. If Amendment, Date of original Fried (Month/Day/real)	Line)		Croup r ning (C	
DALLAS	тх	75201		Х	Form filed	oy One Reportir	ng Person
JALLAS	17	/3201			Form filed Person	by More than O	ne Reporting
(City)	(State)	(Zip)					

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

1. Title of Security (Instr. 3)	(Month/Day/Year) if any		Code (Instr.		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)		(1130.4)
Series A Common Stock	06/06/2018		М		9,481 ⁽¹⁾	Α	(2)	30,707	D	
Series A Common Stock	06/06/2018		D ⁽³⁾		3,792 ⁽³⁾	D	\$4.85	26,915	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)		Derivative Expiration		Expiration Da	Expiration Date Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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)	06/06/2018		М			9,481	(5)	(5)	Series A Common Stock	9,481 ⁽²⁾	\$0.00	0	D	
Restricted Stock Units (Time- Based)	(2)	06/06/2018		A		12,061		(6)	(6)	Series A Common Stock	12,061 ⁽²⁾	\$0.00	12,061	D	

Explanation of Responses:

1. The number of shares shown represents the time-based restricted stock units (TBRSUs) that vested on May 12, 2016 and were settled on June 6, 2018. These TBRSUs were awarded on May 14, 2015.

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 June 6, 2018. 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 14, 2015.

5. These TBRSUs vested 100% on May 12, 2016 and were settled on June 6, 2018.

6. These TBRSUs vest 100% on the date of the Company's 2019 annual meeting of shareholders and are settled within 10 business days of the 2021 annual meeting of shareholders.

Remarks:

Christine E. Larkin, Attorneyin-Fact

06/07/2018

Date

** Signature of Reporting Person

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.

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