Edgar Filing: BOLLENBACH STEPHEN F - Form 4

BOLLENB Form 4 March 16, 2	ACH STEPHEN	F							
FORM Check ti if no lo subject Section Form 4 Form 5 obligati may co <i>See</i> Insi 1(b).	M 4 UNITED his box nger to 16. or filed pur Section 170	MENT OI rsuant to S (a) of the I	Wa F CHAN Section T Public U	ISHINGES IN NGES IN SECUH 16(a) of th Utility Hol	, D.C. 20 BENEF RITIES ne Securit ding Cor	9 549 ICIAL O ^V ties Excha	E COMMISSIO WNERSHIP OI nge Act of 1934, of 1935 or Secti 940	N OMB Number: Expires: Estimated burden hou response	urs per
	Address of Reporting		Symbol	er Name an WARNEI		C	Issuer	of Reporting Per	
(Last)	(First) (E WARNER CEN	Middle) ITER		of Earliest T Day/Year) 2012	ransaction		(Cn X_ Director Officer (gi below)		e) % Owner her (specify
(Street) NEW YORK, NY 10019-8016			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect
Reminder: Re	eport on a separate line	e for each cl	ass of sec	urities bene	Perso inforn requir	ns who rest nation cont red to resp nys a curre	or indirectly. spond to the collect tained in this forr ond unless the fo ntly valid OMB co	n are not orm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or		

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	Derivative Security				Disposed of ((Instr. 3, 4, at 5)					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units	<u>(1)</u>	03/15/2012	А		206.5366		<u>(1)</u>	<u>(1)</u>	Common Stock, Par Value \$.01	206.5366

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BOLLENBACH STEPHEN F ONE TIME WARNER CENTER NEW YORK, NY 10019-8016	Х						
Signatures							
By: Brenda C. Karickhoff for Step Bollenbach		03/16/2012					

**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).

The phantom stock units were acquired by the Reporting Person under the Time Warner Inc. Non-Employee Directors' Deferred Compensation Plan (the "Deferred Compensation Plan") in connection with the Issuer's quarterly cash dividend payment on its Common

(1) Stock. This transaction is exempt under Section 16(b). Pursuant to the terms of the Deferred Compensation Plan, the phantom stock units are to be settled in cash in a lump sum or in annual installments beginning on the April 30th following the date the Reporting Person ceases to be a director. The cash value received by the Reporting Person upon distribution will be based, one-for-one, on the fair market value of the Common Stock underlying the phantom stock units held in the Reporting Person's account.

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.