

ENGEL ALISON K
Form 4
February 19, 2009

FORM 4

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

OMB APPROVAL

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

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 *
ENGEL ALISON K

(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)
02/17/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

SVP/CFO and Treasurer

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

X 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)
				(A) or (D)	Price		
Series A Common Stock	02/17/2009		M	400 ⁽¹⁾ A ₍₂₎	582	D	
Series A Common Stock	02/17/2009		S ⁽³⁾	160 ⁽³⁾ D \$ 1.81	422	D	
Series A Common Stock	02/17/2009		M	212 ⁽⁴⁾ A ₍₂₎	634	D	
Series A Common	02/17/2009		S ⁽³⁾	85 ⁽³⁾ D \$ 1.81	549	D	

Stock

Series A
Common
Stock

13

I

By 401k
Account ⁽⁵⁾

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

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(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)
Restricted Stock Units (Time-Based) ⁽⁶⁾	<u>(2)</u>	02/17/2009		M	400	<u>(7)</u> / <u>(7)</u>	Series A Common Stock 4
Restricted Stock Units (Performance-Related) ⁽⁸⁾	<u>(2)</u>	02/17/2009		M	212	<u>(9)</u> / <u>(9)</u>	Series A Common Stock 2

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ENGEL ALISON K A. H. BELO CORPORATION P.O. BOX 224866 DALLAS, TX 75222-4866			SVP/CFO and Treasurer	

Signatures

Kay F. Stockler,
Attorney-In-Fact

02/18/2009

__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).
- (1) The number of shares shown represents the time-based restricted stock units (TBRsUs) that vested and were paid on February 17, 2009. These TBRsUs were awarded on December 9, 2005.

Each restricted stock unit (RSU) represents a contingent right to receive the value of one share of A. H. Belo Corporation Series A Common Stock. RSUs (both performance-related and time-based) are valued as of the date of vesting and are paid 60% in shares of A. H. Belo Corporation Series A Stock and 40% in cash.
- (2) The number of shares shown represents settlement of the 40% cash portion of RSUs that vested and were paid on February 17, 2009. Settlement of the cash portion is, pursuant to SEC guidance, deemed to be a sale of shares to the Company.
- (3) The number of shares shown represents the portion of the December 2006 performance-related restricted stock units (PBRsUs) that vested and were paid on February 17, 2009. These PBRsUs were awarded in December 2006, as described below in footnote 8.
- (4) Held by the A. H. Belo Savings Plan as of January 31, 2009.
- (5) These TBRsUs were awarded on December 9, 2005.
- (6) This TBRsU award vests 100% and is paid out as soon as practicable following the annual earnings release date for the fiscal year ending December 31, 2008.
- (7) These PBRsUs were awarded in December 2006. The actual number of PBRsUs earned was determined on February 26, 2008.

One-third of the original PBRsU award vests and is paid out as soon as practicable following each annual earnings release date for the
- (8) fiscal years ending December 31, 2007, 2008 and 2009. Earned PBRsUs not yet paid are subject to additional vesting requirements that depend on the continued employment of the reporting person with the Company.
- (9)

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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