

A. H. Belo Corp
Form 4
February 20, 2014

FORM 4

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

OMB APPROVAL

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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 *
DECHERD ROBERT W

(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)
02/18/2014

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	02/18/2014		M		34,795 (1)	A	(2) 440,326	D
Series A Common Stock	02/18/2014		D(3)		13,918 (3)	D	\$ 10.12 426,408	D
Series A Common Stock	02/18/2014		M		29,250 (4)	A	(2) 455,658	D
Series A Common	02/18/2014		D(3)		11,700 (3)	D	\$ 10.12 443,958	D

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Stock								
Series A Common Stock	02/18/2014	M	<u>36,792</u> (5)	A	(2)	480,750	D	
Series A Common Stock	02/18/2014	D(3)	<u>14,717</u> (3)	D	\$	10.12	466,033	D
Series A Common Stock						240	I	By Spouse (6)
Series A Common Stock						1,093	I	By 401(k) Account (7)

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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units (Time-Based) (8)	(2)	02/18/2014		M	34,795	(9)	(9)	Series A Common Stock	34,795 (2)
Restricted Stock Units (Time-Based) (10)	(2)	02/18/2014		M	29,250	(9)	(9)	Series A Common Stock	29,250 (2)
Restricted Stock Units (Time-Based) (11)	(2)	02/18/2014		M	36,792	(9)	(9)	Series A Common Stock	36,792 (2)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DECHERD ROBERT W A. H. BELO CORPORATION P.O. BOX 224866 DALLAS, TX 75222-4866	X			

Signatures

Christine E. Larkin,
Attorney-in-Fact

02/20/2014

__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 (TBRUSUs) that vested and were paid on February 18, 2014. These TBRUSUs were awarded on March 9, 2011.
 - (2) Each TBRUSU represents a contingent right to receive the value of one share of A. H. Belo Corporation Series A Common Stock. TBRUSUs 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.
 - (3) The number of shares shown represents the settlement of the 40% cash portion of TBRUSUs that vested and were paid on February 18, 2014. 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 TBRUSUs that vested and were paid on February 18, 2014. These TBRUSUs were awarded on March 8, 2012.
 - (5) The number of shares shown represents the TBRUSUs that vested and were paid on February 18, 2014. These TBRUSUs were awarded on March 7, 2013.
 - (6) The reporting person disclaims beneficial ownership of these securities.
 - (7) Held by the A.H. Belo Savings Plan as of the date of this filing.
 - (8) These TBRUSUs were awarded on March 9, 2011.
 - (9) These TBRUSUs vest 100% and are paid on the third trading day following the annual earnings release date for the fiscal year ended December 31, 2013.
 - (10) These TBRUSUs were awarded on March 8, 2012.
 - (11) These TBRUSUs were awarded on March 7, 2013.

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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