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FRAZIER MEREDITH D MELL

Form 4

November 12, 2004

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

OMB APPROVAL

OMB 3235-0287 Number:

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

Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

(Print or Type Responses)

1(b).

(Last)

1. Name and Address of Reporting Person * FRAZIER MEREDITH D MELL

5. Relationship of Reporting Person(s) to Issuer

Symbol MEREDITH CORP [MDP]

(Check all applicable)

(First)

(Middle)

3. Date of Earliest Transaction (Month/Day/Year)

4. If Amendment, Date Original

11/09/2004

X_ Director _ 10% Owner Other (specify Officer (give title below)

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

(Street)

1716 LOCUST STREET

DES MOINES, IA 50306-3023

(State) (City) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of 7. Nature of

1. Title of Security 2. Transaction Date 2A. Deemed 4. Securities (Instr. 3) (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Code Disposed of (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)

Securities Beneficially Owned Following Reported (Instr. 4)

Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4)

(A) Transaction(s) or (Instr. 3 and 4)

Code V Amount (D) Price

Common Stock (Restricted)(\$1 1,200 D par value) (1)

Family Common Limited Stock, \$1 par 1,653,486 Ι Partnership value (2)

Common Revocable Stock, \$1 par 40,080 I Trust value

I Common 983.3861 401(k) Plan Stock, \$1 par

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value

1. Title of

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

3. Transaction Date 3A. Deemed

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SEC 1474

(9-02)

6. Date Exercisable and Expiration 7. Title and A

5. Number

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	rities (Month/Day/Year) iried or osed of r. 3, 4,		Underlying S (Instr. 3 and 4
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 51.975	11/09/2004		A	6,000	11/09/2005(3)	11/09/2014(3)	Common Stock (\$1 par value)

Reporting Owners

Reporting Owner Name / Address	Relationships					
Troporting of their runner range and	Director	10% Owner	Officer	Other		
FRAZIER MEREDITH D MELL 1716 LOCUST STREET	X	X				
DES MOINES, IA 50306-3023						

Signatures

/s/ Dianna Meredith
Frazier

**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) Shares awarded pursuant to the 2002 Meredith Corporation Stock Plan for Non-employee Directors (the "Plan"). The shares are subject to forfeiture and are nontransferable until five years from the grant date.

Reporting Owners 2

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- All of the shares of Common Stock previously reported as indirectly beneficially owned by the reporting person, reporting person's father and her father's descendants were transferred on January 3, 2001 to Meredith Investments, Limited Partnership ("MILP"), a limited
- (2) partnership in which the reporting person and related persons are deemed to hold general partnership and limited partnership interests. The reporting person disclaims beneficial ownership of the shares except to the extent that she has an economic beneficial interest in MILP.
- (3) This option was awarded pursuant to the Meredith Corp. Stock Plan for Non-employee Directors and becomes exercisable in three equal annual installments, commencing on the first anniversary of the date of grant.

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.