

MEREDITH CORP  
Form DEFA14A  
September 24, 2012

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the Securities**

**Exchange Act of 1934 (Amendment No. )**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14A-6(E)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to Section 240.14a-11(c) or Section 240.14a-12

MEREDITH CORPORATION

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(Name of Registrant as Specified In Its Charter)

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(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required

Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

(1) Title of each class of securities to which transaction applies:

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(2) Aggregate number of securities to which transaction applies:

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(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

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(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

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Fee paid previously with preliminary materials.

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Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

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(1) Amount Previously Paid:

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(2) Form, Schedule or Registration Statement No.:

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(3) Filing Party:

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(4) Date Filed:

Shareowner Services  
P.O. Box 64945      COMPANY#  
St. Paul, MN 55164-0945

**MEREDITH CORPORATION**

**ANNUAL MEETING OF SHAREHOLDERS**

**Wednesday, November 7, 2012**

**10:00 a.m.**

Directions to attend the Annual Meeting where  
you may vote in person can be found on our Web site,  
[www.meredith.com/meredith\\_corporate/findus.html](http://www.meredith.com/meredith_corporate/findus.html)

**Important Notice Regarding the Availability of Proxy Materials for the  
Shareholder Meeting to be Held on November 7, 2012**

**Notice is hereby given that the Annual Meeting of Shareholders of Meredith Corporation will be held at 1716  
Locust Street, Des Moines, Iowa on November 7, 2012 at 10:00 a.m. Central Standard Time.**

**This is not a ballot. You cannot use this Notice to vote your shares. This communication presents only an  
overview of the more complete proxy materials that are available to you on the Internet. We encourage you to  
access and review all of the important information contained in the proxy materials before voting.**

**The Proxy Statement and Annual Report are available at [www.idelivercommunications.com/proxy/mdp](http://www.idelivercommunications.com/proxy/mdp).**

**If you want to receive a paper copy or an e-mail with links to the electronic materials you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed on the reverse side of this Notice on or before October 24, 2012 to facilitate timely delivery.**

**Matters intended to be acted upon at the meeting are listed below.**

**The Board of Directors recommends that you vote FOR each of the nominees for director and FOR Proposals 2, 3 and 4:**

1. Election of three Class II directors for terms expiring in 2015 and one Class I director for a term expiring in 2014
2. Advisory vote on the executive compensation program for the Company's named executive officers as described in the Proxy Statement
3. Approve an amendment to the Meredith Corporation Employee Stock Purchase Plan of 2002 to authorize an additional 500,000 shares for issuance and sale to employees under the Plan
4. Ratify the appointment of KPMG LLP as the Company's independent registered public accounting firm for the year ending June 30, 2013

**THIS IS NOT A FORM FOR VOTING**

**You may immediately vote your proxy on the Internet at:**

**[www.eproxy.com/mdp](http://www.eproxy.com/mdp)**

- Use the Internet to vote your proxy 24 hours a day, 7 days a week, until 12:00 p.m. (CT) on November 6, 2012.
- Please have this Notice and the last four digits of your Social Security Number or Tax Identification Number available. Follow the instructions to vote your proxy.

**Your Internet vote authorizes the Named Proxies to vote your shares in the same manner as if you marked, signed and returned your proxy card.**

**To request paper copies of the proxy materials, which include the proxy card, Proxy Statement and Annual Report, please contact us via:**

**Internet** – Access the Internet and go to [www.idelivercommunications.com/proxy/mdp](http://www.idelivercommunications.com/proxy/mdp). Follow the instructions to log in and order copies.

**Telephone** – Call us free of charge at 877-847-4696 in the U.S. or Canada to order copies. Please have available the ( 3-digit company # and the 11-digit control # located in the box in the upper right-hand corner on the front of this Notice.

\* **E-mail** – Send us an e-mail at [ideliver@afpi.com](mailto:ideliver@afpi.com) with “MDP Materials Request” in the subject line. The e-mail must include:

• Your full name and the 3-digit company # and the 11-digit control # located in the box in the upper right-hand corner on the front of this Notice.

• Your preference to receive printed materials via mail *-or-* to receive an e-mail with links to the electronic materials.

• If you choose e-mail delivery you must include your e-mail address.

• If you would like this election to apply to delivery of material for all future meetings, write the word “Permanent.”