Edgar Filing: EDELSON DAVID B - Form 4

| EDELSON Form 4 | | | | | | | | | | |
|---|---|---------------------|---|---|--|--|---|--|--|--|
| October 01 | ЛЛ | | | | | OMB A | PPROVAL | | | |
| | UNITED | | | AND EXCHANGE , D.C. 20549 | COMMISSION | OMB Number: | 3235-0287 | | | |
| Check t if no lo subject Section Form 4 Form 5 obligati may co <i>See</i> Insi 1(b). | to 16. or Filed pu tions ntinue. | | | | | | | | | |
| (Print or Type | e Responses) | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> EDELSON DAVID B | | | lssuer Name an bol EWS CORP | d Ticker or Trading [L] | 5. Relationship of Reporting Person(s) to Issuer | | | | | |
| (Last) (First) (Middle) 667 MADISON AVENUE | | | ate of Earliest T nth/Day/Year) 30/2010 | ransaction | (Check all applicable) <u></u> Director <u></u> Officer (give title <u></u> 10% Owner <u></u> Other (specify below) Sr. Vice President | | | | | |
| | (Street) | | Amendment, D l(Month/Day/Yea | - | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | | | |
| NEW YOI | RK, NY 10065-80 |)87 | | | Person | lore than One R | eporting | | | |
| (City) | (State) | (Zip) | Table I - Non-l | Derivative Securities A | cquired, Disposed of | , or Beneficia | lly Owned | | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | | Code | 4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price | SecuritiesFBeneficially(IOwned(I | . Ownership form: Direct D) or Indirect I) Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| Reminder: Re | eport on a separate lin | e for each class of | securities bene | information cont | spond to the collect ained in this form a | are not | SEC 1474 (9-02) | | | |
| | | | | | ond unless the forr ntly valid OMB con | | | | | |

number.

 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 |
|-------------|-------------|---------------------|--------------------|-----------|--------------|-------------------------|----------------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | orDerivative | Expiration Date | Underlying Securitie |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) |

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| (Instr. 3) | Price of Derivative Security | | (Month/Day/Year) | (Instr. | (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | | | | |
|--------------------------------|------------------------------------|------------|------------------|---------|---|--------|-----|---------------------|--------------------|-----------------|---------------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amour or Numbe of Shar |
| Stock Appreciation Right | \$ 37.82 | 09/30/2010 | | А | | 11,250 | | <u>(1)</u> | 01/12/2020 | Common Stock | 11,25 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--|---------------|-----------|--------------------|-------|--|--|--|--|
| i B | Director | 10% Owner | Officer | Other | | | | |
| EDELSON DAVID B 667 MADISON AVENUE NEW YORK, NY 10065-8087 | | | Sr. Vice President | | | | | |
| A I . | | | | | | | | |

Signatures

/s/ Gary W. Garson, by power of attorney for David B. Edelson 10/01/2010

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 stock appreciation right becomes exercisable in four equal annual installments beginning on January 12, 2011.

(2) The Reporting Person received the Derivative Security pursuant to a stock appreciation right grant at no cost.

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.