TIME WARNER INC. Form 4/A

May 07, 2008

FORM 4

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

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 *

NOVACK KENNETH J

(Last)

(City)

(First)

(Middle)

ONE TIME WARNER CENTER

(Street)

(State)

NEW YORK, NY 10019-8016

2. Issuer Name and Ticker or Trading

Symbol TIME WARNER INC. [TWX]

3. Date of Earliest Transaction

(Month/Day/Year) 05/18/2007

4. If Amendment, Date Original

Filed(Month/Day/Year) 05/21/2007

OMB APPROVAL

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

X_ Director 10% Owner Officer (give title Other (specify

below) 6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

5. Amount of

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Zip)

(Month/Day/Year)

4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8)

Code V Amount (D) Price

(Instr. 3, 4 and 5)

(A)

or

Securities Beneficially Owned Reported

Following Transaction(s) 6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (Instr. 4)

Ownership (Instr. 4)

(Instr. 3 and 4)

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

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SEC 1474 (9-02)

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

1. Title of Derivative Conversion Security or Exercise (Instr. 3) Price of

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if (Month/Day/Year)

5. Number 4. Transaction of Derivative Expiration Date Code Securities

Acquired

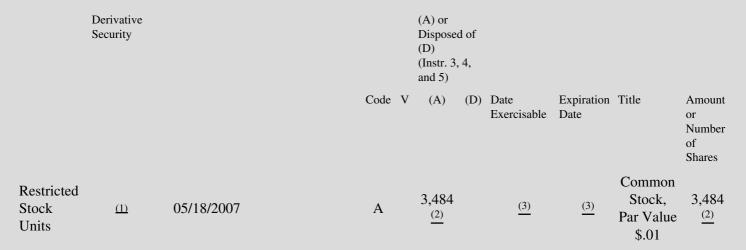
(Instr. 8)

6. Date Exercisable and (Month/Day/Year)

7. Title and Amount of 8. Pr **Underlying Securities** (Instr. 3 and 4)

Deri Secu (Inst

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Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

NOVACK KENNETH J

ONE TIME WARNER CENTER X

NEW YORK, NY 10019-8016

Signatures

By: Brenda C. Karickhoff For: Kenneth J.
Novack
05/07/2008

**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) Each restricted stock unit represents a contingent right to receive one share of Common Stock. The Reporting Person receives one share of Common Stock for each restricted stock unit that vests.
 - The original Form 4 filed with the Securities and Exchange Commission (the ?SEC?) on May 21, 2007 (the ?May 2007 Form 4?) is being amended to correct a transmission error. The May 2007 Form 4 as currently posted to the SEC?s website reflects a grant of 3,483
- (2) restricted stock units and an end of period holding of 8,909 restricted stock units. The May 2007 Form 4 that was electronically filed by Time Warner Inc., on behalf of the Reporting Person, with the SEC reported a grant of 3,484 restricted stock units and an end of period holding of 8,910 restricted stock units.
- (3) This award of restricted stock units vests in annual installments of 25% beginning on May 1, 2008 through May 1, 2011. The vested shares of Common Stock will be issued to the Reporting Person upon vesting.

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.

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