NEUSTAR INC Form 4 August 08, 2011

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

January 31, Expires:

2005 Estimated average burden hours per response... 0.5

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and ABREGMAN	ddress of Report	ting Person *	2. Issuer Symbol	Name and	Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)		AR INC Earliest Tra		(Che	ck all applicable	;)		
21575 RIDO	GETOP CIRC	CLE	(Month/D 08/08/20	•		Director 10% Owner _X_ Officer (give title Other (special below) SVP & CTO				
	(Street)		4. If Ame	ndment, Da	te Original	6. Individual or J	oint/Group Filir	ng(Check		
STERLING	, VA 20166		Filed(Mon	th/Day/Year)		Applicable Line) _X_ Form filed by Form filed by l Person				
(City)	(State)	(Zip)	Table	e I - Non-D	erivative Securities Acq	uired, Disposed o	of, or Beneficial	ly Owne		
1.Title of		Date 2A. Dee		3.	4. Securities Acquired		6. Ownership			

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Disposed of	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(D)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership
					Following	(Instr. 4)	(Instr. 4)
				()	Reported		
				(A)	Transaction(s)		
				or	(Instr. 3 and 4)		

Code V Amount Price

Class A 10,000 Common \$0 08/08/2011 $10,000^{(2)}$ D A (1) Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

Edgar Filing: NEUSTAR INC - Form 4

1. Title of	2.	3. Transaction Date	3A. Deemed	4. 5. Number of		6. Date Exercisable and		7. Title and Amount of		
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration D	Expiration Date		Underlying Securities	
Security	or Exercise		any	Code Securities		(Month/Day/Year)		(Instr. 3 and 4)		
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or	•				
	Derivative				Disposed of (D)					
	Security				(Instr. 3, 4, and					
	·				5)					
						Date	Expiration	Title	Amount	
				Code V	(A) (D)	Exercisable	Date		Shares	
Employee								Class A		
Stock Options	\$ 22.55	08/08/2011		A	100,000	(3)	08/08/2018	Common Stock	100,00	
Options								Stock		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BREGMAN MARK 21575 RIDGETOP CIRCLE STERLING, VA 20166

SVP & CTO

Signatures

/s/ Paul S. Lalljie, by power of attorney

08/08/2011

**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 shares acquired were awarded pursuant to a restricted stock agreement under the NeuStar, Inc. 2009 Stock Incentive Plan. Twenty-five percent of the shares vest on each of August 2, 2012, 2013, 2014 and 2015.
- (2) Includes shares that are subject to restricted stock agreements under the NeuStar, Inc. 2009 Stock Incentive Plan.
- (3) Twenty-five percent of the options vest on August 2, 2012, after which the remaining options vest in thirty-six monthly installments.

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.

Reporting Owners 2