Berry Alex Form 4 November 08, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Berry Alex Issuer Symbol **NEUSTAR INC [NSR]** (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner _X__ Officer (give title _ Other (specify 21575 RIDGETOP CIRCLE 11/06/2012 below) SVP, Enterprise Services

> (Street) 4. If Amendment, Date Original 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

STERLING, VA 20166

(City)	(State)	(Zip) Tabl	e I - Non-D) erivative	Secui	rities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. Transactio Code (Instr. 8)	4. Securities Acquired action(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or	Price	Transaction(s) (Instr. 3 and 4)		
Class A Common Stock	11/06/2012		M			\$ 15.39	15,426 <u>(1)</u>	D	
Class A Common Stock	11/06/2012		M	2,072	A	\$ 21.06	17,498 <u>(1)</u>	D	
Class A Common Stock	11/06/2012		M	1,731	A	\$ 22.82	19,229 (1)	D	
Class A Common	11/06/2012		M	1,650	A	\$ 26.45	20,879 (1)	D	

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Stock							
Class A Common Stock	11/06/2012	S	1,687	D	\$ 36.75 (2)	19,192 (1)	D
Class A Common Stock	11/06/2012	S	2,531	D	\$ 37.7 (3)	16,661 <u>(1)</u>	D
Class A Common Stock	11/06/2012	S	2,610	D	\$ 38.83 (4)	14,051 (1)	D

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 Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options	\$ 15.39	11/06/2012		M		2,295	(5)	02/23/2016	Class A Common Stock	2,295
Employee Stock Options	\$ 21.06	11/06/2012		M		2,072	<u>(6)</u>	09/11/2018	Class A Common Stock	2,072
Employee Stock Options	\$ 22.82	11/06/2012		M		1,731	<u>(7)</u>	02/23/2017	Class A Common Stock	1,731
Employee Stock Options	\$ 26.45	11/06/2012		M		1,650	(8)	02/22/2018	Class A Common Stock	1,650

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Berry Alex

21575 RIDGETOP CIRCLE SVP, Enterprise Services

STERLING, VA 20166

Signatures

/s/ Paul S Lalljie, by power of attorney

11/08/2012

**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) Includes shares that are subject to restricted stock agreements under the NeuStar, Inc. 2009 Stock Incentive Plan.
- This transaction was executed in multiple trades at prices ranging from \$36.12 to \$36.70. The price reported above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This transaction was executed in multiple trades at prices ranging from \$37.20 to \$38.11. The price reported above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This transaction was executed in multiple trades at prices ranging from \$38.27 to \$39.10. The price reported above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (5) 3,825 options are immediately exercisable with the remaining options vesting in monthly installments through February 2013.
- (6) 2,072 options are immediately exercisable.
- (7) 2,885 options are immediately exercisable with the remaining options vesting in monthly installments through February 2014.
- (8) 2,750 options are immediately exercisable with the remaining options vesting in monthly installments through February 2015.

Remarks:

***All of the sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Per

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