PRIMEDIA INC Form 3 August 10, 2007

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Payne Kim R

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

08/01/2007

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

PRIMEDIA INC [PRM]

(Check all applicable)

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

3585 ENGINEERING DRIVE, Â SUITE 100

(Street)

Director _X__ Officer (give title below) (specify below)

10% Owner Other

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Chief Financial Officer Person

Form filed by More than One Reporting Person

4. Nature of Indirect Beneficial

NORCROSS, GAÂ 30092

(City) (State) (Zip)

1. Title of Security (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities

Beneficially Owned

(Instr. 4)

Ownership Form: Direct (D)

Ownership (Instr. 5)

or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

Ownership Form of Derivative Security:

5.

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Expiration Exercisable Date

Title

Amount or Number of

Shares

Derivative Security

Direct (D) or Indirect (I)

						(Instr. 5)		
Employee Stock Option (Right to Buy)	(1)	07/27/2009	Common Stock	41 (4)	\$ 93.375 (4)	D	Â	
Employee Stock Option (Right to Buy)	(2)	10/04/2011	Common Stock	83 (4)	\$ 11.1 <u>(4)</u>	D	Â	
Employee Stock Option (Right to Buy)	(3)	12/01/2008	Common Stock	1,250 (4)	\$ 17.4 <u>(4)</u>	D	Â	

Reporting Owners

Reporting Owner Name / Address	Relationships					
·F····	Director	10% Owner	Officer	Other		
Payne Kim R 3585 ENGINEERING DRIVE SUITE 100 NORCROSS, GA 30092	Â	Â	Chief Financial Officer	Â		

Signatures

/s/ KIM R.
PAYNE

**Signature of Reporting Person

O8/10/2007

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- Under the terms of the PRIMEDIA 1992 Stock Purchase and Option Plan, as amended (the "Plan"), granted options vested in five annual (1) installments beginning July 28, 2000, and may be exercised (to the extent vested) beginning on such vesting date and continuing to July 27, 2009.
- (2) Under the terms of the Plan, granted options vested in four annual installments beginning October 5, 2002, and may be exercised (to the extent vested) beginning on such vesting date and continuing to October 4, 2011.
- (3) Under the terms of the Plan, granted options vested in three annual installments beginning December 2, 2004, and may be exercised (to the extent vested) beginning on such vesting date and continuing to December 1, 2008.
- (4) Reflects a 1-for-6 reverse stock split which became effective on August 1, 2007.

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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