

TIME WARNER INC.
Form 3
January 09, 2008

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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Desroches Pascal | | (Month/Day/Year) | TIME WARNER INC. [TWX] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| ONE TIME WARNER CENTER | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| NEW YORK,Â NYÂ 10019-8016 | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) | (specify below) |
| | | | SVP and Controller | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock, par value \$.01 | 15,623 | D | Â |
| Common Stock, par value \$.01 | 757 | I | By Savings Plan ⁽¹⁾ |

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

SEC 1473 (7-02)

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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 Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|-------------------------------|----------------------------|---------------|---------------------------------------|---|
| Employee Stock Option (right to buy) | Â <u>(2)</u> | 02/13/2013 | Common Stock, par value \$.01 | 17,500 | \$ 10.32 | D | Â |
| Employee Stock Option (right to buy) | Â <u>(3)</u> | 02/12/2014 | Common Stock, par value \$.01 | 25,000 | \$ 17.28 | D | Â |
| Employee Stock Option (right to buy) | Â <u>(4)</u> | 03/02/2016 | Common Stock, par value \$.01 | 39,000 | \$ 17.4 | D | Â |
| Employee Stock Option (right to buy) | Â <u>(5)</u> | 02/17/2015 | Common Stock, par value \$.01 | 38,500 | \$ 17.97 | D | Â |
| Employee Stock Option (right to buy) | Â <u>(6)</u> | 03/01/2017 | Common Stock, par value \$.01 | 28,000 | \$ 19.97 | D | Â |
| Employee Stock Option (right to buy) | Â <u>(2)</u> | 02/14/2012 | Common Stock, par value \$.01 | 40,000 | \$ 26.65 | D | Â |
| Employee Stock Option (right to buy) | Â <u>(2)</u> | 01/17/2011 | Common Stock, par value \$.01 | 50,000 | \$ 48.96 | D | Â |
| Restricted Stock Units | Â <u>(7)</u> | Â <u>(7)</u> | Common Stock, par value \$.01 | 32,931 | \$ <u>(8)</u> | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Desroches Pascal ONE TIME WARNER CENTER NEW YORK, NY 10019-8016 | Â | Â | Â SVP and Controller | Â |

Signatures

By: Brenda C. Karickhoff For: Pascal Desroches 01/09/2008

__Signature of Reporting Person

Date

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).

- (1) The Time Warner Savings Plan, a qualified employee benefit plan.
- (2) This option is currently exercisable.
- (3) This option becomes exercisable in increments of 25% on the first four anniversaries of the date of grant, February 13, 2004.
- (4) This option becomes exercisable in increments of 25% on the first four anniversaries of the date of grant, March 3, 2006.
- (5) This option becomes exercisable in increments of 25% on the first four anniversaries of the date of grant, February 18, 2005.
- (6) This option becomes exercisable in increments of 25% on the first four anniversaries of the date of grant, March 2, 2007.

These restricted stock units vest in two equal installments on the third and fourth anniversaries of the date of grant, February 18, 2005

- (7) (10,083 restricted stock units granted), March 3, 2006 (9,100 restricted stock units granted) and March 2, 2007 (13,748 restricted stock units granted). Shares of Common Stock will be issued to the reporting person upon vesting of the restricted stock units.
- (8) Each restricted stock unit represents a contingent right to receive one share of Common Stock.

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.