

PENTON MEDIA INC

Form 4

February 05, 2007

**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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**VICE PRESTON L**

(Last) (First) (Middle)

**PENTON MEDIA, INC., 1300  
EAST 9TH STREET**

(Street)

**CLEVELAND, OH 44114**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**PENTON MEDIA INC [PTON:OB]**

3. Date of Earliest Transaction  
(Month/Day/Year)

**02/01/2007**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

CFO and Secretary

6. Individual or Joint/Group Filing(Check  
Applicable Line)

\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value, \$0.01 per share	02/01/2007		D	199,961	D \$ 0.8058 (1)	0	D
Common Stock, par value, \$0.01 per share	02/01/2007		D	1,527	D \$ 0.8058 (1)	0	I
							Common stock in 401(k) plan account

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

**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.**

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. Transaction 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)		8. D S (I
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option - Right to Buy	\$ 0.37	02/01/2007		D	5,000	<u>(2)</u>	02/06/2011	Common Stock	5,000	
Stock Option - Right to Buy	\$ 0.37	02/01/2007		D	5,000	<u>(2)</u>	02/01/2010	Common Stock	5,000	
Stock Option - Right to Buy	\$ 0.37	02/01/2007		D	5,000	<u>(2)</u>	01/27/2009	Common Stock	5,000	
Stock Option - Right to Buy	\$ 0.37	02/01/2007		D	10,000	<u>(2)</u>	08/07/2008	Common Stock	10,000	
Stock Option - Right to Buy	\$ 6.89	02/01/2007		D	20,000	<u>(3)</u>	11/16/2011	Common Stock	20,000	
Stock Option - Right to Buy	\$ 0.9	02/01/2007		D	30,000	<u>(3)</u>	02/03/2014	Common Stock	30,000	

## Reporting Owners

Reporting Owner Name / Address

Relationships

## Edgar Filing: PENTON MEDIA INC - Form 4

Director    10% Owner    Officer    Other

VICE PRESTON L  
PENTON MEDIA, INC.  
1300 EAST 9TH STREET  
CLEVELAND, OH 44114

CFO and Secretary

## Signatures

Preston L. Vice                      02/05/2007

\_\_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).  
Disposed of pursuant to the Agreement and Plan of Merger dated as of November 1, 2006, by and among Prism Business Media  
(1) Holdings, Inc., Prism Acquisition Co. and Penton Media, Inc. (the "Merger Agreement") in exchange for a cash payment of \$0.8058 per share.  
(2) Pursuant to the Merger Agreement, these options were cancelled in exchange for a cash payment representing the number of options multiplied by the excess of the merger consideration of \$0.8058 per share over the exercise price per share of each option.  
(3) Pursuant to the Merger Agreement, these options were cancelled.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
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