Edgar Filing: ANDERSON REUBEN V - Form 4

ANDERSON REUBEN	V					
FORM 4				OMB A	PPROVAL	
UNII	OMB Number:	3235-0287				
Subject to Section 16. Form 4 or Form 5 Filed	 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 20(b) of the Investment Company Act of 1940 					
(Print or Type Responses)						
1. Name and Address of Repo ANDERSON REUBEN	V s	2. Issuer Name and Ticker or Trading symbol BELLSOUTH CORP [BLS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) 111 EAST CAPITOL ST SUITE 600	(1	. Date of Earliest Transaction Month/Day/Year) 1/22/2004	X_ Director 10% Owner Officer (give title Other (specify below) below)			
(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 			
(City) (State)	(Zip)	Table I - Non-Derivative Securities		or Beneficial	lly Owned	
1.Title of Security (Instr. 3)2. Transaction (Month/Day/Y)	Date 2A. Deemed ear) Execution Da any (Month/Day/	ate, if TransactionAcquired (A) or Code Disposed of (D)	SecuritiesForBeneficially(EOwned(I)Following(InReportedTransaction(s)(Instr. 3 and 4)	orm: Direct)) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report on a separat	e line for each class	s of securities beneficially owned directly Persons who re information con required to res	y or indirectly. espond to the collect ntained in this form a pond unless the form ently valid OMB cont	re not	EC 1474 (9-02)	

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

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	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A Disposed of (Instr. 3, 4, a 5)	(D)				
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Phantom Deferral Shares	<u>(1)</u>	11/22/2004		A <u>(2)</u>	86.0864		01/01/2010	01/01/2010	Common Stock	86.086

Reporting Owners

Reporting Owner Name / Address		Relationships					
r g t t t t t t t t t t		Director	10% Owner	Officer	Other		
ANDERSON REUBEN V 111 EAST CAPITOL STREET, SUIT JACKSON, MS 39201	TE 600	Х					
Signatures							
Marcy A. Bass, Attorney in Fact	11/23/2	.004					
**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) SHARES OF PHANTOM STOCK CONVERT TO COMMON STOCK ON A ONE-FOR-ONE BASIS.
- (2) SHARES OF PHANTOM STOCK ACQUIRED PURSUANT TO BELLSOUTH CORPORATION DEFERRAL PLAN IN TRANSACTIONS EXEMPT UNDER RULE 16b-3(d).

INCLUDES SHARES OF PHANTOM STOCK ACQUIRED AS A RESULT OF REINVESTMENT OF DIVIDENDS ACCRUED ON
 (3) PHANTOM SHARES PREVIOUSLY ACQUIRED UNDER VARIOUS DEFERRAL PLANS IN TRANSACTIONS EXEMPT UNDER RULE 16b-3 AND DEFERRED INTO PHANTOM ACCOUNT.

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.