

BEWKES JEFFREY L
Form 4
March 01, 2007

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BEWKES JEFFREY L

(Last) (First) (Middle)

ONE TIME WARNER CENTER

(Street)

NEW YORK, NY 10019-8016

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TIME WARNER INC [TWX]

3. Date of Earliest Transaction
(Month/Day/Year)
02/28/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President & COO

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$.01	02/28/2007		M ⁽¹⁾		300,000	A	\$ 14.52
Common Stock, par value \$.01	02/28/2007		S ⁽¹⁾		2,100	D	\$ 20.12
Common Stock, par value \$.01	02/28/2007		S ⁽¹⁾		1,100	D	\$ 20.13
Common Stock, par	02/28/2007		S ⁽¹⁾		2,900	D	\$ 20.14

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value \$.01

Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	5,300	D	\$ 20.15	1,122,876	D
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Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	3,600	D	\$ 20.16	1,119,276	D
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Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	900	D	\$ 20.17	1,118,376	D
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Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	4,800	D	\$ 20.18	1,113,576	D
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Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	4,600	D	\$ 20.19	1,108,976	D
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Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	8,500	D	\$ 20.2	1,100,476	D
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Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	23,500	D	\$ 20.21	1,076,976	D
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Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	21,000	D	\$ 20.22	1,055,976	D
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Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	24,900	D	\$ 20.23	1,031,076	D
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Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	8,100	D	\$ 20.24	1,022,976	D
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Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	12,400	D	\$ 20.25	1,010,576	D
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Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	13,300	D	\$ 20.26	997,276	D
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Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	11,000	D	\$ 20.27	986,276	D
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Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	3,900	D	\$ 20.28	982,376	D
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Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	14,000	D	\$ 20.29	968,376	D
Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	7,352	D	\$ 20.3	961,024	D
Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	26,500	D	\$ 20.31	934,524	D
Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	25,148	D	\$ 20.32	909,376	D
Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	30,500	D	\$ 20.33	878,876	D
Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	27,776	D	\$ 20.34	851,100	D
Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	21,500	D	\$ 20.35	829,600	D
Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	12,300	D	\$ 20.36	817,300	D
Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	22,400	D	\$ 20.37	794,900	D
Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	23,400	D	\$ 20.38	771,500	D
Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	11,000	D	\$ 20.39	760,500	D
Common Stock, par value \$.01	02/28/2007	<u>S⁽¹⁾</u>	6,700	D	\$ 20.4	753,800	D

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

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(9-02)

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

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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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
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Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BEWKES JEFFREY L ONE TIME WARNER CENTER NEW YORK, NY 10019-8016	X		President & COO	

Signatures

By: Brenda C. Karickhoff For: Jeffrey L. Bewkes 03/01/2007

**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).
- (1) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on November 21, 2006.

Remarks:

See Exhibit 24 - Power of Attorney

Note that two Form 4s are being filed to cover the Reporting Person's transactions on February 28, 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.