

Discovery Communications, Inc.  
 Form 4  
 June 07, 2013

**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 \*  
**HENDRICKS JOHN S**

2. Issuer Name and Ticker or Trading Symbol  
**Discovery Communications, Inc. [DISCA]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
**03/08/2013**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Founder**

**ONE DISCOVERY PLACE**

(Street)

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

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

**SILVER SPRING, MD 20910**

(City) (State) (Zip)

**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 or Price   |  |                                   |
| Series A Common Stock           | 03/08/2013                           |  | G                              |   | 8,500   | D  | \$ 0 1,042,430                    |
| Series A Common Stock           | 06/05/2013                           |  | M <sup>(1)</sup>               |   | 100,000   | A  | \$ 14.53 1,142,430                |
| Series A Common Stock           | 06/05/2013                           |  | S <sup>(1)</sup>               |   | 51,900  | D  | \$ 76.04 1,090,530                |
| Series A Common                 | 06/05/2013                           |  | S <sup>(1)</sup>               |   | 33,400  | D  | \$ 77.14 1,057,130                |

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|              |            |  |      |        |   |       |             |         |
|--------------|------------|--|------|--------|---|-------|-------------|---------|
| Stock        |            |  |      |        |   | (3)   |             |         |
| Series A     |            |  |      |        |   | \$    |             |         |
| Common Stock | 06/05/2013 |  | S(1) | 14,700 | D | 78.03 | 1,042,430   | D       |
|              |            |  |      |        |   | (4)   |             |         |
| Series A     |            |  |      |        |   |       | 140,000 (6) | I       |
| Common Stock |            |  |      |        |   |       |             | By GRAT |

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)

| 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 Security (Instr. 3 and 4) |                       |         |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-----------------------|---------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                 | Amount  |
| Employee Stock Option (right to buy)       | \$ 14.53   | 06/05/2013                           |  | M                              | 100,000   | 10/01/2009(5)  | 10/01/2018  | Series A Common Stock | 100,000 |

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| HENDRICKS JOHN S<br>ONE DISCOVERY PLACE<br>SILVER SPRING, MD 20910 | X             |           | Founder |       |

## Signatures

Stephanie D. Marks, by power of attorney  
06/07/2013

\*\*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) Pursuant to a plan entered into in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934.  
The price reported represents the weighted average sales price of shares of Series A common stock sold in multiple transactions at prices ranging from \$75.75 to \$76.75 per share. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- (2) The price reported represents the weighted average sales price of shares of Series A common stock sold in multiple transactions at prices ranging from \$76.77 to \$77.77 per share. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- (3) The price reported represents the weighted average sales price of shares of Series A common stock sold in multiple transactions at prices ranging from \$77.78 to \$78.69 per share. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- (4) This option vested in four equal annual installments beginning October 1, 2009.
- (5) These shares were previously reported as directly beneficially owned but were contributed to a grantor retained annuity trust on May 29, 2013.
- (6)

### Remarks:

The trading symbols for the Issuer's Series A, Series B and Series C common stock are, respectively, DISCA, DISCB and DIS

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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