**NEUSTAR INC** Form 4 April 05, 2006

## 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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 obligations may continue. See Instruction

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* FOSTER MARK D

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Symbol

(Middle)

**NEUSTAR INC [NSR]** 

(Check all applicable)

(First)

(Street)

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

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

04/03/2006

below) Sr. VP & Chief Tech. Off.

46000 CENTER OAK PLAZA

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

STERLING, VA 20166

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secur	ities Acqu	iired, Disposed of	f, or Beneficial	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit on(A) or Di (Instr. 3,	sposed	of (D)	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)
Class A Common Stock	04/03/2006		M		A	\$ 6.429	8,970 (1) (2)	D	
Class A Common Stock	04/03/2006		M	27,808	A	\$ 4.286	36,778 (2)	D	
Class A Common Stock	04/03/2006		S	800	D	\$ 29.85	35,978 <u>(2)</u>	D	
Class A Common	04/03/2006		S	3,600	D	\$ 29.98	32,378 (2)	D	

Stock								
Class A Common Stock	04/03/2006	S	2,200	D	\$ 30	30,178 (2)	D	
Class A Common Stock	04/03/2006	S	578	D	\$ 30.05	29,600 (2)	D	
Class A Common Stock	04/03/2006	S	300	D	\$ 30.04	29,300 (2)	D	
Class A Common Stock	04/03/2006	S	10,100	D	\$ 30.03	19,200 (2)	D	
Class A Common Stock	04/03/2006	S	100	D	\$ 30.1	19,100 (2)	D	
Class A Common Stock	04/03/2006	S	500	D	\$ 29.96	18,600 (2)	D	
Class A Common Stock	04/03/2006	S	600	D	\$ 29.97	18,000 (2)	D	
Class A Common Stock	04/03/2006	S	3,300	D	\$ 29.98	14,700 (2)	D	
Class A Common Stock	04/03/2006	S	3,800	D	\$ 29.99	10,900 (2)	D	
Class A Common Stock	04/03/2006	S	7,500	D	\$ 30	3,400 (2)	D	
Class A Common Stock	04/03/2006	S	1,500	D	\$ 30.01	1,900 (2)	D	
Class A Common Stock	04/03/2006	S	200	D	\$ 30.06	1,700 (2)	D	
Class A Common Stock	04/03/2006	S	1,604	D	\$ 30.45	56,489	I	By NeuStar, Inc. Voting Trust
Class A Common	04/03/2006	S	200	D	\$ 30.14	56,289	I	By NeuStar,

## Edgar Filing: NEUSTAR INC - Form 4

Stock								Inc. Voting Trust
Class A Common Stock	04/03/2006	S	400	D	\$ 30.2	55,889	I	By NeuStar, Inc. Voting Trust
Class A Common Stock	04/03/2006	S	400	D	\$ 30.16	55,489	I	By NeuStar, Inc. Voting Trust
Class A Common Stock	04/03/2006	S	700	D	\$ 30.22	54,789	I	By NeuStar, Inc. Voting Trust
Class A Common Stock	04/03/2006	S	1,300	D	\$ 30.21	53,489	I	By NeuStar, Inc. Voting Trust
Class A Common Stock	04/03/2006	S	300	D	\$ 30.19	53,189	I	By NeuStar, Inc. Voting Trust
Class A Common Stock	04/03/2006	S	700	D	\$ 30.15	52,489	I	By NeuStar, Inc. Voting Trust
Class A Common Stock	04/03/2006	S	1,200	D	\$ 30.1	51,289	I	By NeuStar, Inc. Voting Trust
Class A Common Stock	04/03/2006	S	800	D	\$ 30.01	50,489	I	By NeuStar, Inc. Voting Trust
Class A Common Stock	04/03/2006	S	3,600	D	\$ 29.95	46,889	I	By NeuStar, Inc.

### Edgar Filing: NEUSTAR INC - Form 4

								Voting Trust
Class A Common Stock	04/03/2006	S	200	D	\$ 29.79	46,689	I	By NeuStar, Inc. Voting Trust
Class A Common Stock	04/03/2006	S	1,100	D	\$ 29.76	45,589	I	By NeuStar, Inc. Voting Trust
Class A Common Stock	04/03/2006	S	200	D	\$ 29.77	45,389	I	By NeuStar, Inc. Voting Trust

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exer Expiration D (Month/Day/	ate	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 6.429	04/03/2006		M		7,270	(3)	12/18/2013	Class A Common Stock	7,270
Employee Stock Option	\$ 4.286	04/03/2006		M		27,808	<u>(4)</u>	06/06/2012	Class A Common Stock	27,808

#### Edgar Filing: NEUSTAR INC - Form 4

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FOSTER MARK D 46000 CENTER OAK PLAZA

Sr. VP & Chief Tech. Off.

STERLING, VA 20166

## **Signatures**

/s/ Martin Lowen, by power of attorney

04/04/2006

\*\*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) Excludes the 33,607 shares of Class A Common Stock held by a family trust, which were previously reported incorrectly as being owned directly by the Reporting Person.
- (2) Includes 1,700 shares that are subject to a restricted stock agreement under the NeuStar, Inc. 2005 Stock Incentive Plan, which provides that twenty-five percent of the shares vest on each of February 22, 2007, 2008, 2009 and 2010.
- (3) 24,228 options are immediately exercisable with the remaining options vesting in monthly installments through December 2008.
- (4) Immediately.

#### Remarks:

Form 4 Filing 1 of 2 (continuation report): Related transactions effected by the Reporting Person on April 3, 2006 are reported

\*\*\* All of the sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Per 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.

Reporting Owners 5