TIME WARNER INC.
Form 4
October 29, 2015

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 *
EINHORN JESSICA P

(Last) (First) (Middle)

ONE TIME WARNER CENTER

(Street)

NEW YORK, NY 10019

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
10/28/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, Par Value $.01	10/28/2015		M(1)		4,019	A	$ 43	24,934	D	
Common Stock, Par Value $.01	10/28/2015		M(1)		4,019	A	$ 32.61	28,953	D	
Common Stock, Par Value $.01	10/28/2015		M(1)		4,880	A	$ 35.27	33,833	D	
Common Stock, Par Value $.01	10/28/2015		M(1)		5,336	A	$ 33.81	39,169	D	

Common Stock, Par Value $.01	10/28/2015		M(1)	2,996	A	$ 56.83	42,165	D
Common Stock, Par Value $.01	10/28/2015		S(1)	21,250 (2) (3)	D	$ 75	20,915	D

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

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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. De Sec (In
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Director Stock Option (Right to Buy)	$ 43	10/28/2015		M(1)			4,019	(4)	05/18/2017	Common Stock, Par Value $.01	4,019	
Director Stock Option (Right to Buy)	$ 32.61	10/28/2015		M(1)			4,019	(4)	05/16/2018	Common Stock, Par Value $.01	4,019	
Director Stock Option (Right to Buy)	$ 35.27	10/28/2015		M(1)			4,880	(4)	05/20/2021	Common Stock, Par Value $.01	4,880	
Director Stock Option (Right to Buy)	$ 33.81	10/28/2015		M(1)			5,336	(4)	05/15/2022	Common Stock, Par Value $.01	5,336	

Director Stock Option (Right to Buy)	$ 56.83	10/28/2015		M(1)	2,996	(4)	05/23/2023	Common Stock, Par Value $.01	2,996

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EINHORN JESSICA P ONE TIME WARNER CENTER NEW YORK, NY 10019	X			

Signatures

By: Brenda C. Karickhoff for Jessica P. Einhorn 10/29/2015

**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)** This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on May 8, 2015.
- **(2)** This transaction was executed in multiple trades at prices ranging from $75.00 to $75.01. The price reported above reflects the weighted average sale price.
- **(3)** The Reporting Person hereby undertakes to provide upon request by the staff of the Securities and Exchange Commission, Time Warner Inc. or a security holder of Time Warner Inc., full information regarding the number of shares and prices at which each transaction was effected.
- **(4)** This option is currently exercisable.

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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