

Macri Steven James
 Form 3
 September 19, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Macri Steven James | | (Month/Day/Year) | Warner Music Group Corp. [WMG] | |
| (Last) | (First) | (Middle) | 09/16/2008 | |
| 75 ROCKEFELLER PLAZA | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| NEW YORK,Â NYÂ 10019 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | EVP, Chief Financial Officer | |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|------------------------------------|--|---|--|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|

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

SEC 1473 (7-02)

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.

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

| | | | | | |
|---|---|--|--|--|--|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | | | |
| | | Title | Amount or Number of Shares | | |

Edgar Filing: Macri Steven James - Form 3

| | | | | | | | |
|-----------------------------|--------------|------------|---|---------|---------|---|---|
| Stock Option (Right to Buy) | Â <u>(1)</u> | 02/21/2015 | Common Stock, par value \$0.001 per share | 17,080 | \$ 9.14 | D | Â |
| Stock Option (Right to Buy) | Â <u>(2)</u> | 12/14/2017 | Common Stock, par value \$0.001 per share | 22,000 | \$ 6.34 | D | Â |
| Stock Option (Right to Buy) | Â <u>(3)</u> | 08/14/2018 | Common Stock, par value \$0.001 per share | 175,000 | \$ 7.56 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Macri Steven James 75 ROCKEFELLER PLAZA NEW YORK, NY 10019 | Â | Â | Â EVP, Chief Financial Officer | Â |

Signatures

/s/ Trent Tappe as attorney-in-fact 09/19/2008

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Mr. Macri's option is scheduled to become vested and exercisable in four equal installments on February 21, 2006, 2007, 2008 and 2009 provided that Mr. Macri remains employed with the Company on each such date.
- (2) Mr. Macri's option is scheduled to become vested and exercisable in four equal installments on December 14, 2008, 2009, 2010 and 2011 provided that Mr. Macri remains employed with the Company on each such date.
- (3) Mr. Macri's option is scheduled to become vested and exercisable in four equal installments on August 14, 2009, 2010, 2011 and 2012 provided that Mr. Macri remains employed with the company on each such date.

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.