

NEUSTAR INC
Form 4
July 05, 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 *
GANEK JEFFREY

(Last) (First) (Middle)

46000 CENTER OAK PLAZA

(Street)

STERLING, VA 20166

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NEUSTAR INC [NSR]

3. Date of Earliest Transaction (Month/Day/Year)
07/02/2007

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)
Chairman and CEO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Class A Common Stock	07/02/2007		M		98,397 A \$ 0.067	448,791 (1)	D
Class A Common Stock	07/02/2007		S		300 D \$ 28.77	448,491	D
Class A Common Stock	07/02/2007		S		400 D \$ 28.78	448,091	D
Class A Common	07/02/2007		S		1,000 D \$ 28.79	447,091	D

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Stock							
Class A Common Stock	07/02/2007	S	1,600	D	\$ 28.8	445,491	D
Class A Common Stock	07/02/2007	S	2,700	D	\$ 28.81	442,791	D
Class A Common Stock	07/02/2007	S	300	D	\$ 28.82	442,491	D
Class A Common Stock	07/02/2007	S	3,300	D	\$ 28.84	439,191	D
Class A Common Stock	07/02/2007	S	200	D	\$ 28.85	438,991	D
Class A Common Stock	07/02/2007	S	100	D	\$ 28.86	438,891	D
Class A Common Stock	07/02/2007	S	100	D	\$ 28.87	438,791	D
Class A Common Stock	07/02/2007	S	300	D	\$ 28.88	438,491	D
Class A Common Stock	07/02/2007	S	1,000	D	\$ 28.89	437,491	D
Class A Common Stock	07/02/2007	S	200	D	\$ 28.9	437,291	D
Class A Common Stock	07/02/2007	S	500	D	\$ 28.92	436,791	D
Class A Common Stock	07/02/2007	S	100	D	\$ 28.93	436,691	D
Class A Common Stock	07/02/2007	S	200	D	\$ 28.95	436,491	D
Class A Common Stock	07/02/2007	S	2,500	D	\$ 28.96	433,991	D

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Class A Common Stock	07/02/2007	S	12,097	D	\$ 28.97	421,894	D
Class A Common Stock	07/02/2007	S	100	D	\$ 28.98	421,794	D
Class A Common Stock	07/02/2007	S	6,900	D	\$ 28.99	414,894	D
Class A Common Stock	07/02/2007	S	28,800	D	\$ 29	386,094	D
Class A Common Stock	07/02/2007	S	3,000	D	\$ 29.01	383,094	D
Class A Common Stock	07/02/2007	S	2,000	D	\$ 29.02	381,094	D
Class A Common Stock	07/02/2007	S	1,800	D	\$ 29.03	379,294	D
Class A Common Stock	07/02/2007	S	500	D	\$ 29.04	378,794	D
Class A Common Stock	07/02/2007	S	1,300	D	\$ 29.05	377,494	D
Class A Common Stock	07/02/2007	S	100	D	\$ 29.06	377,394	D
Class A Common Stock	07/02/2007	S	700	D	\$ 29.07	376,694	D
Class A Common Stock	07/02/2007	S	600	D	\$ 29.08	376,094	D

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

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options	\$ 0.067	07/02/2007		M	98,397	<u>(2)</u>	04/10/2010	Class A Common Stock	98,397

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GANEK JEFFREY 46000 CENTER OAK PLAZA STERLING, VA 20166	X		Chairman and CEO	

Signatures

/s/ Jeffrey A. Babka, by power of attorney
 07/05/2007
 **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) Includes 2,800 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.
- (2) Immediately.

Remarks:

Form 4 Filing 1 of 2: Related transactions by the Reporting Person on July 2, 2007 are reported on an additional Form 4. ***
 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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