

Stiffler Alan
Form 3
April 17, 2009

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

OMB APPROVAL

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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 Stiffler Alan		(Month/Day/Year)	NEUSTAR INC [NSR]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
46000 CENTER OAK PLAZA			(Check all applicable)	
(Street)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP, Numbering	
STERLING, VA 20166			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

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)
Class A Common Stock	200 ⁽¹⁾	D	Â
Class A Common Stock	8,210 ⁽²⁾	D	Â

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

SEC 1473 (7-02)

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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	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Options	Â (3)	06/28/2015	Class A Common Stock	1,969	\$ 22	D	Â
Employee Stock Options	Â (4)	02/22/2013	Class A Common Stock	7,427	\$ 30.2	D	Â
Employee Stock Options	Â (5)	03/01/2014	Class A Common Stock	4,400	\$ 32.59	D	Â
Performance Share Units	01/01/2010	Â (6)	Class A Common Stock	2,200 (7)	\$ 0	D	Â
Employee Stock Options	Â (8)	02/22/2015	Class A Common Stock	10,000	\$ 26.38	D	Â
Performance Share Units	01/01/2011	Â (9)	Class A Common Stock	3,080 (7)	\$ 0	D	Â
Employee Stock Options	Â (10)	02/23/2016	Class A Common Stock	17,495	\$ 15.39	D	Â
Performance Share Units	01/01/2012	Â (11)	Class A Common Stock	8,170 (7)	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Stiffler Alan 46000 CENTER OAK PLAZA STERLING, VA 20166	Â	Â	Â SVP, Numbering	Â

Signatures

/s/ Martin K. Lowen, by power of attorney

04/17/2009

**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) The shares acquired were awarded pursuant to a restricted stock agreement under the NeuStar, Inc. 2005 Stock Incentive Plan, which provides that the shares will vest on February 22, 2010.
- (2) The shares acquired were awarded pursuant to a restricted stock agreement under the NeuStar, Inc. 2005 Stock Incentive Plan, which provides that 2,709 shares will vest on November 12, 2009 and 5,501 shares will vest on May 12, 2011.
- (3) 1,547 options are immediately exercisable with the remaining options vesting in monthly installments through June 2009.
- (4) 4,792 options are immediately exercisable with the remaining options vesting in monthly installments through February 2010.
- (5) 2,200 options are immediately exercisable with the remaining options vesting in monthly installments through March 2011.
- (6) The performance share units terminate if the Reporting Person experiences a Termination (as defined in the NeuStar, Inc. 2005 Stock Incentive Plan) before January 1, 2010.
- Upon vesting, the Reporting Person will be entitled to receive shares of Class A Common Stock, together with Dividend Equivalents (as defined in the NeuStar, Inc. 2005 Stock Incentive Plan) on such performance share units, the amount of which is based on, and subject to, the achievement of certain performance goals set forth in the Performance Award Agreement. The number of shares of Class A Common Stock, together with Dividend Equivalents (as defined in the NeuStar, Inc. 2005 Stock Incentive Plan) on such performance share units, that the Reporting Person will be entitled to receive will range from 0% to 150% of the number of shares of performance share units granted.
- (7)
- (8) 2,708 options are immediately exercisable with the remaining options vesting in monthly installments through February 2012.
- (9) The performance share units terminate if the Reporting Person experiences a Termination (as defined in the NeuStar, Inc. 2005 Stock Incentive Plan) before January 1, 2011.
- (10) Twenty-five percent of the options vest on February 23, 2010, after which the remaining options vest in thirty-six monthly installments.
- (11) The performance share units terminate if the Reporting Person experiences a Termination (as defined in the NeuStar, Inc. 2005 Stock Incentive Plan) before January 1, 2012.

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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