Discovery Communications, Inc.

Form 4

February 25, 2015

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

OMB 3235-0287 Number:

**OMB APPROVAL** 

Check this box if no longer

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to **SECURITIES** Section 16. Form 4 or

Estimated average burden hours per response... 0.5

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 \*

Perrette Jean-Briac

(First) (Middle)

ONE DISCOVERY PLACE

(Street)

(Ctata)

2. Issuer Name and Ticker or Trading

Symbol

Discovery Communications, Inc. [DISCA]

3. Date of Earliest Transaction

(Month/Day/Year) 02/17/2015

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

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

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

below) Pres., Discover Networks Int'l

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

SILVER SPRING, MD 20910

(City)	(State) (2	Table Table	I - Non-De	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficial	lly Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)			4. Securities nAcquired (A) or			5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect
(Instr. 3)		any (Month/Day/Year)	Code (Instr. 8)	1			Beneficially Owned Following	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
		(A) or			Reported Transaction(s)	, , ,			
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Series A Common Stock	02/17/2015		A	4,175 (1)	A	\$ 0	6,014 (2)	D	
Series C Common Stock	02/17/2015		A	4,175 (1)	A	\$ 0	5,418 <u>(3)</u>	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)

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 or 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 Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo Num Shar
Employee Stock Option (right to acquire)	\$ 32.335	02/23/2015		A	174,068	02/23/2016(4)	02/23/2022	Series A Common Stock	174

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Perrette Jean-Briac

ONE DISCOVERY PLACE Pres., Discover Networks Int'l

SILVER SPRING, MD 20910

## **Signatures**

/s/ Stephanie D. Marks, by power of attorney 02/25/2015

\*\*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) These shares represent performance-based restricted stock units. On February 17, 2015, the Compensation Committee certified that applicable performance goals had been satisfied.
- (2) Includes acquisitions of 188, 93 and 503 shares under the Discovery Employee Stock Purchase Plan on August 14, 2014, November 14, 2014 and February 13, 2015, respectively.
- On August 6, 2014, the Issuer distributed shares of its Series C Common Stock as a dividend at a rate of one Series C Common share for every share of Issuer's Series A, Series B and Series C Common Stock outstanding as of July 28, 2014. As a result, the number of the Reporting Person's Series C Common Stock was adjusted for the dividend.
- (4) This option vests in four equal annual installments beginning February 23, 2016.

#### **Remarks:**

The trading symbols for the Issuer's Series A, Series B and Series C common stock are, respectively, DISCA, DISCB and DIS 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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