

Alpert-Romm Adria
Form 4
October 03, 2008

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Alpert-Romm Adria

2. Issuer Name **and** Ticker or Trading
Symbol
Discovery Communications, Inc.
[DISAD]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

ONE DISCOVERY PLACE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
10/01/2008

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
SEVP Human Resources

SILVER SPRING, MD 20910

(City) (State) (Zip)

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

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	(D)	Price

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Am Underlying Sec (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)								
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title			
DAP Unit (stock appreciation right) ⁽¹⁾	\$ 15.65	10/01/2008	A		355,232		03/12/2008 ⁽²⁾	03/12/2011	Series A Common Stock			3
DAP Unit (stock appreciation right) ⁽³⁾	\$ 19.65	10/01/2008	A		119,559		03/12/2009 ⁽⁴⁾	03/12/2012	Series A Common Stock			1

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Alpert-Romm Adria
ONE DISCOVERY PLACE
SILVER SPRING, MD 20910

SEVP Human Resources

Signatures

/s/ Adria Alpert
Romm 10/03/2008

 Date
**Signature of
Reporting Person

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) Received in exchange for 300,000 DAP Units over shares of Discovery Holding Company ("DHC") Series A common stock at an original beginning unit value of \$18.70, in connection with the merger of DHC with a wholly-owned subsidiary of the company (the "Merger"). Under the terms of the DAP Plan, the conversion of outstanding DAP units could not be calculated until 10 trading days of the company's Series A common stock had passed.
- (2) DAP Units vest in four equal annual installments beginning March 12, 2008. On each vesting date, the vested DAP Units are automatically cashed out.
- (3) Received in exchange for 100,000 DAP Units over shares of DHC Series A common stock at an original beginning unit value of \$23.48, in connection with the Merger. Under the terms of the DAP Plan, the conversion of outstanding DAP units could not be calculated until 10 trading days of the company's Series A common stock had passed.
- (4) DAP Units vest in four equal annual installments beginning March 12, 2009. On each vesting date, the vested DAP Units are automatically cashed out.

Remarks:

The trading symbols for the Issuer's Series A, Series B and Series C common stock are, respectively, DISAD, DISBD and DISB. 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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