

PENTON MEDIA INC
Form 4
February 11, 2005

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 *
VICE PRESTON L

(Last) (First) (Middle)

PENTON MEDIA, INC., 1300
EAST 9TH STREET

(Street)

CLEVELAND, OH 44114

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PENTON MEDIA INC [PTON]

3. Date of Earliest Transaction
(Month/Day/Year)
02/10/2005

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 below) ___ Other (specify below)
CFO and Secretary

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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock, par value, \$0.01 per share	02/10/2005		M		46,387	A	\$ 0.1
Common Stock, par value, \$0.01 per share ⁽¹⁾					1,527	I	

common stock in 401 K Plan Account ⁽¹⁾

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

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(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 (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)	8. F	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option - Right to Buy ⁽³⁾	\$ 0.37					02/06/2004	02/06/2011	Common Stock	5,000
Stock Option - Right to Buy ⁽³⁾	\$ 0.37					02/01/2003	02/01/2010	Common Stock	5,000
Stock Option - Right to Buy ⁽³⁾	\$ 0.37					01/27/2002	01/27/2009	Common Stock	5,000
Stock Option - Right to Buy ⁽³⁾	\$ 0.37					08/07/2001	08/07/2008	Common Stock	10,000
Stock Option - Right to Buy ⁽³⁾	\$ 6.89					11/16/2004	11/16/2011	Common Stock	20,000
Stock Option - Right to Buy ^{(3) (4)}	\$ 0.9					02/03/2007	02/03/2014	Common Stock	30,000
Restricted Stock	⁽²⁾					⁽⁵⁾	⁽⁵⁾	Common Stock	745

Units (5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VICE PRESTON L PENTON MEDIA, INC. 1300 EAST 9TH STREET CLEVELAND, OH 44114			CFO and Secretary	

Signatures

Preston L. Vice 02/10/2005

**Signature of Date
 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) Common Stock in 401-K Plan Account.
- (2) A Restricted Stock Unit is equivalent to one share of common stock of issuer.
- (3) Vested shares cannot be voted or transferred until distribution of certificate therefore upon full vesting of award or earlier termination of employment.
- (4) Scheduled to vest 1/3 per year on anniversary of grant.
- (5) Reflects Restricted Stock Units issued in accordance with the issuer's Management Stock Purchase Plan which are generally distributable as common stock two years after grant.

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.