NEUSTAR INC Form 4 July 06, 2006

FORM 4

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 4 or

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

See Instruction 1(b).

(Last)

Form 5

obligations

may continue.

(Print or Type Responses)

1. Name and Address of Reporting Person * **BABKA JEFFREY**

(First)

(Middle)

46000 CENTER OAK PLAZA

(Street)

2. Issuer Name and Ticker or Trading Symbol

NEUSTAR INC [NSR]

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

07/05/2006

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

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Director 10% Owner X_ Officer (give title _ Other (specify below)

Sr. VP and CFO

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

STERLING, VA 20166

(City)	(State)	(Zip) Table	e I - Non-D	erivative	Secur	ities Acqu	uired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)		Securities Form: Din Beneficially (D) or Owned Indirect (I Following (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Class A Common Stock	07/05/2006		S	300	D	\$ 31.19	16,700 (1)	D	
Class A Common Stock	07/05/2006		S	100	D	\$ 31.2	16,600	D	
Class A Common Stock	07/05/2006		S	100	D	\$ 31.3	16,500	D	
Class A Common	07/05/2006		S	100	D	\$ 31.41	16,400	D	

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Stock							
Class A Common Stock	07/05/2006	S	100	D	\$ 31.43	16,300	D
Class A Common Stock	07/05/2006	S	700	D	\$ 31.44	15,600	D
Class A Common Stock	07/05/2006	S	100	D	\$ 31.45	15,500	D
Class A Common Stock	07/05/2006	S	500	D	\$ 31.46	15,000	D
Class A Common Stock	07/05/2006	S	100	D	\$ 31.51	14,900	D
Class A Common Stock	07/05/2006	S	100	D	\$ 31.55	14,800	D
Class A Common Stock	07/05/2006	S	300	D	\$ 31.58	14,500	D
Class A Common Stock	07/05/2006	S	500	D	\$ 31.61	14,000	D
Class A Common Stock	07/05/2006	S	100	D	\$ 31.62	13,900	D
Class A Common Stock	07/05/2006	S	100	D	\$ 31.65	13,800	D
Class A Common Stock	07/05/2006	S	100	D	\$ 31.75	13,700 (1)	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	ve		Securities	(Instr. 5)	Bene
	Derivative				Securities	3		(Instr. 3 and 4)		Owne
	Security				Acquired					Follo
	·				(A) or					Repo
					Disposed					Trans
					of (D)					(Instr
					(Instr. 3,					`
					4, and 5)					
				G 1 W	(A) (B)	.	.	m: 1		
				Code V	(A) (D)	Date	•	Title Amount		
						Exercisable	Date	or		
								Number		
								of		
								Shares		

Reporting Owners

Reporting Owner Name / Address	K	Kelationships	

Director 10% Owner Officer Other

BABKA JEFFREY 46000 CENTER OAK PLAZA STERLING, VA 20166

Sr. VP and CFO

Signatures

/s/ Martin Lowen, by power of 07/06/2006 attorney

> **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).
- Includes 1,700 shares that are subject to a restricted stock agreement under the NeuStar, Inc. 2005 Stock Incentive Plan, which provides **(1)** that twenty-five percent of the shares vest on each of February 22, 2007, 2008, 2009 and 2010.

Remarks:

Form 4 Filing 2 of 2 (continuation report): Related transactions effected by the Reporting Person on July 5, 2006 are reported

***All of the sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Pers

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.

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