#### **BRONFMAN EDGAR JR**

Form 5

October 26, 2006

### FORM 5

#### **OMB APPROVAL**

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

**OMB** 3235-0362 Number:

January 31,

no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL

Expires: 2005 Estimated average burden hours per

\_X\_\_ 10% Owner

Other (specify

OWNERSHIP OF SECURITIES

1.0 response...

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Form 4

Transactions Reported

(Last)

1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer Symbol Warner Music Group Corp. [WMG] (Check all applicable) 3. Statement for Issuer's Fiscal Year Ended (Middle) (Month/Day/Year)

390 PARK AVE 4TH FLR

(First)

BRONFMAN EDGAR JR

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

09/30/2006

below) below) Chairman and CEO

6. Individual or Joint/Group Reporting

\_X\_ Director

\_X\_ Officer (give title

(check applicable line)

#### NEW YORK, NYÂ 10022

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

(City)	(State)	(Zip) Ta	ble I - Non-De	erivative S	ecuri	ties Ac	quired, Disposed of, o	r 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. Securi Acquired Disposed (Instr. 3,	(A) o l of (D	)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/06/2006	Â	G	50	D	\$0	3,284,894.4282	D	Â
Common Stock	01/26/2006	Â	G	25	D	\$0	3,284,869.4282	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	14,195,929.7501	I	See footnote 1 (1)
			_						

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 SEC 2270 (9-02)

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of

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Derivative	Conversion	3. Transaction Date (Month/Day/Year)		4. Transaction	5. Number	6. Date Exerc Expiration D		Amou		8. Price of Derivative	
Security	or Exercise	(	any	Code	of	(Month/Day/		Under		Security	
(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed			Securi (Instr.	ties 3 and 4)	(Instr. 5)	
					of (D) (Instr. 3, 4, and 5)						
									Amount		
						Date Exercisable	Expiration Date	Title	or Number of		
					(A) (D)				Shares		

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
reporting owner runner runners	Director	10% Owner	Officer	Other			
BRONFMAN EDGAR JR 390 PARK AVE 4TH FLR NEW YORK, NY 10022	ÂX	ÂX	Chairman and CEO	Â			

## **Signatures**

Edgar
Bronfman, Jr.

\*\*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).

Represents shares of Issuer held directly by Music Capital Partners, L.P. ("Music Capital"). The Reporting Person is the managing member of Lexa-Music Capital, LLC, the managing member of Music Partners GP, LLC, which is the sole shareholder of Music Partners Capital Limited, which, in turn, is the general partner of Music Capital. The Reporting Person may be deemed to beneficially own the shares of the Issuer owned directly by Music Capital. The Reporting Person disclaims beneficial ownership of such shares, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose, except to the extent of his pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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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