

SECURITIES AND EXCHANGE COMMISSION

FORM 424B3

Prospectus filed pursuant to Rule 424(b)(3)

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FILER

TIME WARNER INC

CIK: **736157** | IRS No.: **131388520** | State of Incorporation: **DE** | Fiscal Year End: **1231**
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Business Address
*TIME & LIFE BLDG
ROCKFELLER CENTER
75 ROCKFELLER PLAZA
NEW YORK NY 10019
2124848000*

SUPPLEMENT TO PROSPECTUS DATED APRIL 7, 1993

Effective February 14, 1994, Chemical Bank has been appointed as Transfer Agent, Registrar and Dividend Disbursing Agent of the Company's Common Stock. In addition, Chemical Bank has been designated by the Company to administer the Plan for participants, maintain records, send statements of account to participants and perform other duties relating to the Plan. Chemical Bank may be contacted by mail at:

Chemical Bank
Dividend Reinvestment Dept.
J.A.F. Building
P.O. Box 3069
New York, NY 10116-3069

Telephone inquiries may be made to Chemical Bank at 1-800-279-1238.

All references in the Prospectus to 'First Chicago Trust Company of New York' should now be read to refer to 'Chemical Bank.'

On January 20, 1994, the Board of Directors of the Company declared a dividend of one Right for each outstanding share of Common Stock. The Rights were issued to the holders of record of Common Stock outstanding on January 20, 1994 and will be issued with respect to shares of Common Stock issued thereafter until the Rights become exercisable. The Rights are currently evidenced by the certificates for shares of Common Stock. Each Right will entitle the holder in certain events to purchase from the Company one-one thousandth (1/1,000th) of a share of the Company's Series A Participating Cumulative Preferred Stock, par value \$1.00 per share, at a price of \$150. The description and terms of the Rights are set forth in a Rights Agreement dated as of January 20, 1994 (the 'Rights Agreement'), between the Company and Chemical Bank, as Rights Agent. Chemical Bank will mail to the holders of Common Stock a copy of the Rights Agreement without charge after receipt of a written request therefor.

THE DATE OF THIS SUPPLEMENT IS FEBRUARY 7, 1994