

April 24, 2012

FILED/ACCEPTED

APR 24 2012

Federal Communications Commission  
Office of the Secretary

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street, S.W.  
Washington, D.C. 20554

**Attention: International Bureau  
Satellite Division**

Re: Tribune Company, Debtor-in-Possession, *et al.*  
MM Docket No. 10-104  
Transmit/Receive and Temporary-Fixed Earth Stations  
FCC File No. SES ASG-20200504-00521 *et al.*

Dear Ms. Dortch:

On behalf of our client Tribune Company, Debtor-in-Possession (“Tribune”), this letter updates and supplements the applications on Form 312 identified on Annex 1 to this letter that are pending before the Commission for the assignment of the transmit/receive and temporary fixed earth station licenses and authorizations held by subsidiaries of Tribune.

These applications, together with other applications submitted to the Media Bureau and the Wireless Telecommunications Bureau (collectively, the “Exit Applications”), seek the Commission’s consent to implement a Plan of Reorganization for Tribune prepared by the Debtors, the Creditors Committee, and certain Lenders, as amended (the “DCL Plan”) by which Tribune and certain of its direct and indirect subsidiaries (collectively, the “Tribune Debtors”) will emerge from bankruptcy as reorganized entities (the reorganized Tribune Company is hereinafter referred to as “Reorganized Tribune”).<sup>1</sup> Specifically, the Exit Applications seek Commission approval for the assignment of each of the licenses of Tribune from the Tribune debtor-in-possession licensee subsidiary identified for each license as the “Assignor” to the

<sup>1</sup> See Attachments A and B for a list of Tribune broadcast (Attachment A) (and non-broadcast (Attachment B) licensees for which Exit Applications have been filed and are pending. (Attachments A and B also set forth the proposed new Tribune assignors and assignees resulting from the filing of the Restructuring Applications as described in this amendment.) Tribune requests that the Commission’s consent also cover (1) any authorizations or licenses issued to Tribune’s subsidiaries during the Commission’s consideration of the Exit Applications and the period required for the consummation of the transaction following approval; (2) construction permits held by Tribune licensee subsidiaries that mature into licenses after closing and that may have been omitted from the Exit Applications; and (3) applications filed by Tribune licensee subsidiaries and pending at the time of consummation of the transactions described in the Exit Applications.

proposed licensee subsidiary of Reorganized Tribune identified for each license as the "Assignee."

The DCL Plan submitted by Tribune and its co-proponents is the only plan that the U.S. Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") is expected to authorize for re-solicitation of voting and for consideration at a confirmation hearing now scheduled for June 7, 2012. The features of the DCL Plan that relate to the Commission's processing of the Exit Applications and grant of the Commission's consent for Tribune to emerge from bankruptcy are fundamentally unchanged from the description of Tribune's plan of reorganization described in the Exit Applications as initially filed. Specifically, the DCL Plan, like the initial Plan, continues to propose the use of New Warrants to address any issue that might arise under the foreign ownership rules and the use of Class B Stock with limited voting rights to address any issue that might arise under the Commission's media ownership rules. The differences between the DCL Plan and the initially filed plan of reorganization relate principally to provisions for the treatment of litigation matters and the allocation of certain distributions among creditors that are unrelated to the Commission's review of the Exit Applications.

The amended ownership information submitted with this amendment in Attachment C does not change in any significant respect the proposed ownership structure set forth in the Exit Applications as initially filed. JPMorgan Chase & Co. ("JPMC"),<sup>2</sup> Angelo, Gordon & Co. L.P. ("Angelo Gordon"), and Oaktree Tribune, L.P. ("Oaktree") each will have an attributable ownership interest (within the meaning of the Commission's media ownership rules) in Reorganized Tribune, either directly or through one or more subsidiaries and/or affiliates, consisting of a five percent or greater voting stock interest. These three shareholders will have voting stock interests of approximately 8%, 9%, and 22%, respectively.<sup>3</sup> The remaining approximately 61% of the voting rights in Reorganized Tribune will be widely distributed among a large group of shareholders, none of which will hold an interest in Reorganized Tribune that is attributable under the Commission's media ownership rules.

Prior to the consummation of the Exit Applications, *pro forma* assignment and *pro forma* transfer of control applications (the "Restructuring Applications") will be filed for the assignment or transfer of certain of Tribune's broadcast licenses from a current Tribune licensee subsidiary to a different or restructured Tribune licensee subsidiary (collectively the "Restructuring Transactions"). Attachments A and B hereto describe these proposed *pro forma* transactions with respect to Tribune's broadcast licenses (Attachment A) and its non-broadcast licenses, including its satellite authorizations (Attachment B). These attachments also reflect minor changes in

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<sup>2</sup> As used herein, the term "JPMorgan" will be used to refer to JPMC, as well as JPMorgan Chase Bank, N.A. ("JPMB") and certain other subsidiaries of JPMC.

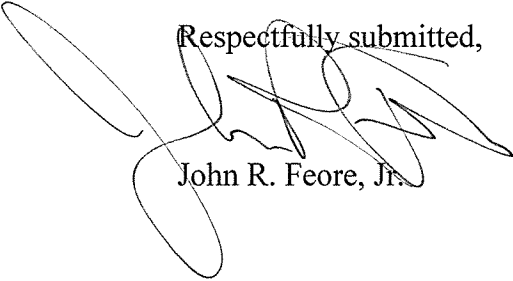
<sup>3</sup> The percentages set forth herein are based on certain assumptions, and the exact ownership percentages of Reorganized Tribune's voting stock that individual entities will hold cannot be determined until Reorganized Tribune emerges from bankruptcy.

Tribune's licenses and other authorizations since the filing of the Exit Applications and identify those licenses and other authorizations that, because of recent grant or other reasons, have not yet appeared on a public notice list as accepted for filing. Attachment G provides organizational charts for Tribune. The licenses affected by the Restructuring Transactions will continue to be used in the same businesses to provide the same service within the new company structure.

The Restructuring Transactions will be consummated following the Commission's grant of the Exit Applications, but prior to Tribune's emergence from bankruptcy.<sup>4</sup> Because the Restructuring Transactions are *pro forma* in nature, amendments to reflect the new Tribune assignors and assignees under the Restructuring Applications will not materially alter the nature of the bankruptcy reorganization as proposed in the Exit Applications. Attachment G hereto provides revised organizational charts for Reorganized Tribune that reflect the changes that will be proposed in the Restructuring Transactions.

Please do not hesitate to call me if any question should arise concerning this submission.

Respectfully submitted,



John R. Feore, Jr.

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<sup>4</sup> In the Exit Applications as initially filed, Tribune noted that its plan of reorganization would provide for transactions to change the organizational structure of its subsidiaries and stated that, if Tribune should determine to enter into such transactions while the Exit Applications are pending, it would amend the Exit Applications and/or file separate applications for *pro forma* transfer or assignment to obtain any necessary authority for any changes affecting the Tribune licensee subsidiaries. Tribune anticipates that these *pro forma* applications will be filed in May, following the filing of Exhibit 5.2 to the DCL Plan describing the Restructuring Transactions.

## ANNEX 1

**Earth Station Licenses- Part 25**  
**Transmit/Receive and Temporary-Fixed Earth Station**

<b><u>Licensee:</u></b>	<b><u>File No.:</u></b>	<b><u>Call Sign:</u></b>
Tribune Television Northwest, Inc., Debtor-In-Possession	SES-ASG-20100504-00521	E030207
Tribune Television Northwest, Inc., Debtor-In-Possession	SES-ASG-20100504-00522	E050057
Tribune Television Northwest, Inc. Debtor-In-Possession	SES-ASG-20100504-00524	E990062
Tribune Television Northwest, Inc., Debtor-In-Possession	SES-ASG-_____	E120002 <sup>1</sup>
Channel 40, Inc., Debtor-In- Possession	SES-ASG-20100504-00525	E070263
Chicagoland Microwave Licensee, Inc., Debtor-In-Possession	SES-ASG-20100504-00527	E040146
WPIX, Inc., Debtor-In-Possession	SES-ASG-20100504-00526	E040317
WPIX, Inc., Debtor-In-Possession	SES-ASG-20100504-00528	E970060
WPIX, Inc., Debtor-In-Possession	SES-ASG-_____	E120001 <sup>2</sup>
WPIX, Inc., Debtor-In-Possession	SES-ASG-20100504-00531	E860695
WPIX, Inc., Debtor-In-Possession	SES-ASG-20110810-00944	E110038 <sup>3</sup>
KIAH Inc., Debtor-In-Possession	SES-ASG-20100504-00529	E000330
KSWB Inc., Debtor-In-Possession	SES-ASG-20100504-00530	E080179
KTLA Inc., Debtor-In-Possession	SES-ASG-20100504-00532	E870836
KTLA Inc., Debtor-In-Possession	SES-ASG-20100504-00534	E010013 E040245
KTLA, Inc., Debtor-In-Possession	SES-ASG-20110801-00943	E110041 <sup>4</sup>

<sup>1</sup> License acquired following the date of the Exit Applications.

<sup>2</sup> *Id.*

<sup>3</sup> *Id.*

<sup>4</sup> *Id.*

**Earth Station Licenses- Part 25**  
**Transmit/Receive and Temporary-Fixed Earth Station**

<b><u>Licensee:</u></b>	<b><u>File No.:</u></b>	<b><u>Call Sign:</u></b>
Tribune Television New Orleans, Inc., Debtor-In-Possession	SES-ASG-20100504-00533	E090031 E960025
KWGN Inc., Debtor-In-Possession	SES-ASG-20100504-00535	E990179
KWGN Inc., Debtor-In-Possession	SES-ASG-20100504-00537	E020240
Tribune-Television Holdings, Inc., Debtor-In-Possession	SES-ASG-20100504-00536	E980506
Tribune Television Company, Debtor-In-Possession (WXIN)	SES-ASG-20100504-00539	E010294
Tribune Television Company, Debtor-In-Possession (WXIN)	SES-ASG-20100504-00540	E940358
Tribune Television Company, Debtor-In-Possession (WXIN)	SES-ASG-20100504-00542	E050094
Tribune Television Company, Debtor-In-Possession (WXIN)	SES-ASG-20110810-00941	E110039 <sup>5</sup>
Tribune Television Company, Debtor-In-Possession (WPHL)	SES-ASG-20100504-00543	E861091
Tribune Television Company, Debtor-In-Possession (WPMT)	SES-ASG-20100504-00545	E030089
Tribune Television Company, Debtor-In-Possession (KDAF)	SES-ASG-20100504-00546	E000143
Tribune Television Company, Debtor-In-Possession (WTIC)	SES-ASG-20100504-00548	E090014 E960251
WGN Continental Broadcasting Company, Debtor-In-Possession	SES-ASG-20100504-00544	E980088
WGN Continental Broadcasting Company, Debtor-In-Possession	SES-ASG-20100504-00541	E030276 E040339

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<sup>5</sup> License acquired following the date of the Exit Applications.

**Earth Station Licenses- Part 25**  
**Transmit/Receive and Temporary-Fixed Earth Station**

<b><u>Licensee:</u></b>	<b><u>File No.:</u></b>	<b><u>Call Sign:</u></b>
WGN Continental Broadcasting Company, Debtor-In-Possession	SES-ASG-20110810-00942	E090016 <sup>6</sup>
Tribune Broadcast Holdings, Inc., Debtor-In-Possession (WTTV)	SES-ASG-20100504-00547	E000117

**Earth Station Licenses - Part 25**  
**Receive-Only Earth Stations**

<b><u>Licensee:</u></b>	<b><u>File No.:</u></b>	<b><u>Call Sign:</u></b>
Tribune Television New Orleans, Inc., Debtor-In-Possession (WGNO)	SES-ASG-20100428-00491	E060339 E070143
Tribune Television Company, Debtor-In-Possession (WTIC)	SES-ASG-20100428-00493	E880192
Tribune Television Company, Debtor-In-Possession (WPMT)	SES-ASG-20100428-00494	E910286
Tribune Broadcast Holdings, Inc., Debtor-In-Possession (WTTV)	SES-ASG-20100428-00495	E940434
Channel 39, Inc., Debtor-In-Possession	SES-ASG-20100428-00492	E5159 <sup>7</sup>
Channel 40, Inc., Debtor-In-Possession	SES-ASG-20100428-00490	KG62 <sup>8</sup>

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<sup>6</sup> License acquired following the date of the Exit Applications.

<sup>7</sup> License inadvertently omitted from Appendix A of the Public Notice announcing filing of Applications for Assignment of License, "Media Bureau Announces Filing of Applications for Consent to Assignment of Broadcast Station Licenses by Tribune and its Subsidiary Companies and Permit-But-Disclose *Ex-Parte* Status for the Proceeding, MB Docket No. 10-104" (DA 10-840), released May 13, 2010.

<sup>8</sup> *Id.*

**ATTACHMENT A: TRIBUNE BROADCAST INTERESTS AND LICENSEE  
SUBSIDIARIES**

<b>Licensee at the Filing of the Exit Applications</b>	<b>Assignor under Amended Exit Applications</b>	<b>Assignee under Amended Exit Applications</b>	<b>Call Sign and FCC ID</b>	<b>Community of License</b>
Tribune Television Northwest, Inc., Debtor-in-Possession ( <i>Assignor</i> )	KCPQ, LLC, Debtor-in-Possession ( <i>Assignor</i> )	KCPQ, LLC ( <i>Assignee</i> )	KCPQ(TV) (33894)	Tacoma, WA
			K25CG-D <sup>1</sup> (33898)	Aberdeen, WA
			K42CM-D <sup>2</sup> (33895)	Centralia/Chehalis, WA
			K07ZC-D <sup>3</sup> (33896)	Ellensburg-Kittitas, WA
			K28KJ-D <sup>4</sup> (33899)	Chelan, WA
Channel 40, Inc., Debtor-in-Possession ( <i>Assignor</i> )	KTXL, LLC, Debtor-in-Possession ( <i>Assignor</i> )	KTXL, LLC ( <i>Assignee</i> )	KTXL(TV) (10205)	Sacramento, CA
KIAH Inc., Debtor-in-Possession ( <i>Assignor</i> )	KIAH, LLC, Debtor-in-Possession ( <i>Assignor</i> )	KIAH, LLC ( <i>Assignee</i> )	KIAH(TV) (23394)	Houston, TX
KSWB Inc., Debtor-in-Possession ( <i>Assignor</i> )	KSWB, LLC, Debtor-in-Possession ( <i>Assignor</i> )	KSWB, LLC ( <i>Assignee</i> )	KSWB-TV (58827)	San Diego, CA
KTLA Inc., Debtor-in-Possession ( <i>Assignor</i> )	KTLA, LLC, Debtor-in-Possession ( <i>Assignor</i> )	KTLA, LLC ( <i>Assignee</i> )	KTLA(TV) (35670)	Los Angeles, CA

<sup>1</sup> Call sign change reflecting digital conversion.

<sup>2</sup> Call sign change reflecting digital conversion.

<sup>3</sup> Call sign change reflecting digital conversion.

<sup>4</sup> Call sign change reflecting digital conversion.

<b>Licensee at the Filing of the Exit Applications</b>	<b>Assignor under Amended Exit Applications</b>	<b>Assignee under Amended Exit Applications</b>	<b>Call Sign and FCC ID</b>	<b>Community of License</b>
Tribune Television Holdings, Inc., Debtor-in-Possession ( <i>Assignor</i> )	KZJO, LLC, Debtor-in-Possession ( <i>Assignor</i> )	KZJO, LLC ( <i>Assignee</i> )	KZJO(TV) (formerly KMYQ(TV)) (69571)	Seattle, WA
			K25CH-D <sup>5</sup> (69575)	North Bend, WA
			K29ED-D <sup>6</sup> (69574)	Everett, WA
Tribune Television Holdings, Inc., Debtor-in-Possession ( <i>Assignor</i> )	WXMI, LLC, Debtor-in-Possession ( <i>Assignor</i> )	WXMI, LLC ( <i>Assignee</i> )	WXMI(TV) (68433)	Grand Rapids, MI
			W42CB-D <sup>7</sup> (64440)	Hesperia, MI
			W17DF-D <sup>8</sup> (64442)	Muskegon, MI
Tribune Television Company, Debtor-in-Possession ( <i>Assignor</i> )	KDAF, LLC, Debtor-in-Possession ( <i>Assignor</i> )	KDAF, LLC ( <i>Assignee</i> )	KDAF(TV) (22201)	Dallas, TX
Tribune Television Company, Debtor-in-Possession ( <i>Assignor</i> )	WTIC, LLC, Debtor-in-Possession ( <i>Assignor</i> )	WTIC, LLC ( <i>Assignee</i> )	WTIC-TV (147)	Hartford, CT
Tribune Television Company, Debtor-in-Possession ( <i>Assignor</i> )	WPMT, LLC, Debtor-in-Possession ( <i>Assignor</i> )	WPMT, LLC ( <i>Assignee</i> )	WPMT(TV) (10213)	York, PA
Tribune Television Company, Debtor-in-Possession ( <i>Assignor</i> )	WPHL, LLC, Debtor-in-Possession ( <i>Assignor</i> )	WPHL, LLC ( <i>Assignee</i> )	WPHL-TV (73879)	Philadelphia, PA
Tribune Television Company, Debtor-in-Possession ( <i>Assignor</i> )	WXIN, LLC, Debtor-in-Possession ( <i>Assignor</i> )	WXIN, LLC ( <i>Assignee</i> )	WXIN(TV) (146)	Indianapolis, IN

<sup>5</sup> Call sign change reflecting digital conversion.

<sup>6</sup> Call sign change reflecting digital conversion.

<sup>7</sup> Call sign change reflecting digital conversion..

<sup>8</sup> Call sign change reflecting digital conversion. (Formerly W52DB-D)



<b>Licensee at the Filing of the Exit Applications</b>	<b>Assignor under Amended Exit Applications</b>	<b>Assignee under Amended Exit Applications</b>	<b>Call Sign and FCC ID</b>	<b>Community of License</b>
Tribune Broadcast Holdings, Inc., Debtor-in-Possession ( <i>Assignor</i> )	KRCW, LLC, Debtor-in-Possession ( <i>Assignor</i> )	KRCW, LLC ( <i>Assignee</i> )	KRCW-TV (10192)	Salem, OR
			[K13ZE] <sup>9</sup> (129666)	Prineville, OR
			K20ES (12671)	Pendleton, etc., OR
			K24DX (12678)	Pendleton, etc., OR
			KRCW-LP (35151)	Portland, OR
Tribune Broadcast Holdings, Inc., Debtor-in-Possession ( <i>Assignor</i> )	WTTV, LLC, Debtor-in-Possession ( <i>Assignor</i> )	WTTV, LLC ( <i>Assignee</i> )	WTTV(TV) (56523)	Bloomington, IN
			WTTK(TV) <sup>10</sup> (56526)	Kokomo, IN
WGN Continental Broadcasting Company, Debtor-in-Possession ( <i>Assignor</i> )	WGN Continental Broadcasting Company, LLC, Debtor-in-Possession ( <i>Assignor</i> )	WGN Continental Broadcasting Company, LLC ( <i>Assignee</i> )	WGN(AM) (72114)	Chicago, IL
			WGN-TV (72115)	Chicago, IL
Channel 39, Inc., Debtor-in-Possession ( <i>Assignor</i> )	WSFL, LLC, Debtor-in-Possession ( <i>Assignor</i> )	WSFL, LLC ( <i>Assignee</i> )	WSFL-TV (10203)	Miami, FL
KWGN Inc., Debtor-in-Possession ( <i>Assignor</i> )	KWGN, LLC, Debtor-in-Possession ( <i>Assignor</i> )	KWGN, LLC ( <i>Assignee</i> )	KWGN-TV (35883)	Denver, CO
Tribune Television New Orleans, Inc., Debtor-in-Possession ( <i>Assignor</i> )	Tribune Broadcasting New Orleans, LLC, Debtor-in-Possession ( <i>Assignor</i> )	Tribune Broadcasting New Orleans, LLC ( <i>Assignee</i> )	WGNO(TV) (72119)	New Orleans, LA
			WNOL-TV (54280)	New Orleans, LA
WPIX, Inc., Debtor-in-Possession ( <i>Assignor</i> )	WPIX, LLC, Debtor-in-Possession ( <i>Assignor</i> )	WPIX, LLC ( <i>Assignee</i> )	WPIX(TV) (73881)	New York, NY

<sup>9</sup> Construction permit surrendered for cancellation on August 8, 2011.

<sup>10</sup> Tribune Broadcast Holdings, Inc. operates WTTK(TV), Kokomo, Indiana, as a satellite of WTTV(TV), Bloomington, Indiana. See *Shareholders of Tribune Co.*, 22 FCC Rcd 21266, 21284 (2007)

<b>Licensee at the Filing of the Exit Applications</b>	<b>Assignor under Amended Exit Applications</b>	<b>Assignee under Amended Exit Applications</b>	<b>Call Sign and FCC ID</b>	<b>Community of License</b>
WDCW Broadcasting, Inc., Debtor-in-Possession ( <i>Assignor</i> )	WDCW, LLC, Debtor-in-Possession ( <i>Assignor</i> )	WDCW, LLC ( <i>Assignee</i> )	WDCW(TV) (30576)	Washington, DC
			[W51CY] <sup>11</sup> (64680)	Chambersburg, PA
WCCT, Inc., Debtor-in-Possession (formerly named WTXX Inc.) ( <i>Assignor</i> )	WCCT, LLC, Debtor-in-Possession ( <i>Assignor</i> )	WCCT, LLC ( <i>Assignee</i> )	WCCT-TV (formerly WTXX(TV) (14050)	Waterbury, CT
KPLR, Inc., Debtor-in-Possession ( <i>Licensee</i> ), a subsidiary of Tribune Broadcasting Company ( <i>Transferor</i> )	KPLR, Inc., Debtor-in-Possession ( <i>Assignor in Exit Applications</i> ), a subsidiary of Tribune Broadcasting Company, LLC, ( <i>Transferee in Restructuring Applications</i> )	KPLR, Inc., a subsidiary of Tribune Broadcasting Company, LLC ( <i>Assignee</i> )	KPLR-TV (35417)	St. Louis, MO

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<sup>11</sup> License surrendered for cancellation on August 12, 2011.

**ATTACHMENT B: NON-BROADCAST LICENSES HELD BY TRIBUNE  
SUBSIDIARIES**

<b>Licensee Prior to Consummation of Restructuring Transactions</b>	<b>Assignor under the Amended Exit Applications</b>	<b>Assignee under the Amended Exit Applications</b>	<b>Call Sign</b>
Channel 39, Inc., Debtor-in-Possession	WSFL, LLC, Debtor-in-Possession <i>(Assignor)</i>	WSFL, LLC <i>(Assignee)</i>	[E090016] <sup>1</sup>
			E5159
Channel 40, Inc., Debtor-in-Possession	KTXL, LLC, Debtor-in-Possession <i>(Assignor)</i>	KTXL, LLC <i>(Assignee)</i>	WNEU600
			WNEU601
			E070263
			KG62
Chicago Tribune Company, Debtor-in-Possession	Chicago Tribune Company, LLC, Debtor-in-Possession <i>(Assignor)</i>	Chicago Tribune Company, LLC <i>(Assignee)</i>	WQP427
Chicagoland Microwave Licensee, Inc., Debtor-in-Possession	Chicagoland Television News, LLC, Debtor-in-Possession <i>(Assignor)</i>	Chicagoland Television News, LLC. <i>(Assignee)</i>	WNTQ776
			WOF49
			E040146
			KB60125
			WLY387 <sup>2</sup>
The Hartford Courant Company, Debtor-in-Possession	The Hartford Courant Company, LLC, Debtor-in-Possession <i>(Assignor)</i>	The Hartford Courant Company, LLC <i>(Assignee)</i>	WLY388 <sup>3</sup>
			WQDX448

<sup>1</sup> License assigned to WGN Continental Broadcasting Company, Debtor-in-Possession.

<sup>2</sup> License surrendered for cancellation on August 12, 2011.

<sup>3</sup> License surrendered for cancellation on August 12, 2011.

KIAH Inc., Debtor-in-Possession	KIAH, LLC, Debtor-in-Possession (Assignor)	KIAH, LLC (Assignee)	WNSZ973
			E000330
KPLR, Inc., Debtor-in-Possession, under the control of Tribune Broadcasting Company (Transferor).	KPLR, Inc., Debtor-in-Possession (Assignee under the Exit Applications), under the control of Tribune Broadcasting Company, LLC, Debtor-in-Possession) (Transferee under the Restructuring Applications)	KPLR, Inc.(under the control of Tribune Broadcasting Company, LLC) (Assignee)	WPWC614
			WPWC616
			WPWC859
KSWB, Inc., Debtor-in-Possession	KSWB, LLC, Debtor-in-Possession (Assignor)	KSWB, LLC (Assignee)	E080179
KTLA Inc., Debtor-in-Possession	KTLA, LLC, Debtor-in-Possession (Assignor)	KTLA, LLC (Assignee)	KA69871
			WPQT713
			WPQT714
			WPYW951
			WPZF492
			WPZV880
			WQHV526
			E010013
			E040245
			E870836
E110041 <sup>4</sup>			
			Pending Applications <sup>5</sup> 0005166830 0005163816 0005157978 0005157947
KWGN, Inc.,	KWGN, LLC, Debtor-	KWGN, LLC	KNGW910

<sup>4</sup> License acquired following the date of the filing of the Exit Applications.

<sup>5</sup> Pending applications for new business radio licenses filed April 10, 2012.

Debtor-in-Possession	in-Possession (Assignor)	(Assignee)	WNTY263
			WNTZ340
			WPTJ722
			WPXF213
			E020240
			E990179
Los Angeles Times Communications, LLC, Debtor-in-Possession (under the control of Tribune Company, Debtor-in-Possession)	Los Angeles Times Communications, LLC, Debtor-in-Possession (under the control of Tribune Publishing Company, LLC, Debtor-in-Possession) (Assignor)	Los Angeles Times Communications, LLC (under the control of Tribune Publishing Company, LLC) (Assignee)	KNNJ823
			KMH964
			KNGL886
			KRJ233
			WNML710
			WNML711
			WXM802
			KD26376
			WPGW829
			WPLR391
			WPNY772
WPSD866			
Orlando Sentinel Communications Company, Debtor-in-Possession (Assignee)	Orlando Sentinel Communications Company, LLC, Debtor-in-Possession (Assignor)	Orlando Sentinel Communications Company, LLC (Assignee)	KIM936
			WNYH803
			WPNL352
Sun-Sentinel Company, Debtor-in-Possession	Sun-Sentinel Company, LLC, Debtor-in-Possession (Assignor)	Sun-Sentinel Company, LLC (Assignee)	WQFE854
			WPVI791

The Morning Call, Inc., Debtor-in-Possession	The Morning Call, LLC, Debtor-in-Possession <i>(Assignor)</i>	The Morning Call, LLC <i>(Assignee)</i>	WPDT670
			KER671
			WPMP325
Tribune Broadcast Holdings, Inc., Debtor-in-Possession	WTTV, LLC, Debtor-in-Possession <i>(Assignor)</i>	WTTV, LLC <i>(Assignee)</i>	E000117
			E940434
Tribune Television Company, Debtor-in-Possession	KDAF, LLC, Debtor-in-Possession <i>(Assignor)</i>	KDAF, LLC <i>(Assignee)</i>	WPPB659
			E000143
Tribune Television Company, Debtor-in-Possession	WTIC, LLC, Debtor-in-Possession <i>(Assignor)</i>	WTIC, LLC <i>(Assignee)</i>	E880192
			E960251
			E090014
Tribune Television Company, Debtor-in-Possession	WPMT, LLC, Debtor-in-Possession <i>(Assignor)</i>	WPMT, LLC <i>(Assignee)</i>	WPVV416
			WPWD615
			E030089
			E910286
Tribune Television Company, Debtor-in-Possession	WPHL, LLC, Debtor-in-Possession <i>(Assignor)</i>	WPHL, LLC <i>(Assignee)</i>	E861091
Tribune Television Company, Debtor-in-Possession	WXIN, LLC, Debtor-in-Possession <i>(Assignor)</i>	WXIN, LLC <i>(Assignee)</i>	E010294
			E050094
			E940358
			E110039 <sup>6</sup>
Tribune Television Holdings, Inc.,	WXMI, LLC, Debtor-in-Possession	WXMI, LLC <i>(Assignee)</i>	WNDA663
			WPOS479

<sup>6</sup> License acquired since the date of the filing of the Exit Applications.

Debtor-in-Possession	<i>(Assignor)</i>		WPXL969
			E980505
Tribune Television New Orleans, Inc., Debtor-in-Possession	Tribune Television New Orleans, LLC, Debtor-in-Possession <i>(Assignor)</i>	Tribune Television New Orleans, LLC <i>(Assignee)</i>	E060339
			E070143
			E090031
			E960025
			WPJD417
			WPJD418
			WPTC527
			WPTC528
Tribune Television Northwest, Inc., Debtor-in-Possession	KCPQ, LLC, Debtor- in-Possession <i>(Assignor)</i>	KCPQ, LLC <i>(Assignee)</i>	WPND900
			WPLP484
			WPND901
			WPNJ210
			WPON880
			WPON881
			WPSS919
			WPYH836
			WQDR693
			WPOQ408
			E030207
			E050057
			E990062
E120016 <sup>7</sup>			

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<sup>7</sup> License issued since the date of the filing of the Exit Applications.

WGN Continental Broadcasting Company, Debtor-in-Possession	WGN Continental Broadcasting Company, LLC, Debtor-in-Possession ( <i>Assignor</i> )	WGN Continental Broadcasting Company, LLC ( <i>Assignee</i> )	KNNI895
			WNTH421
			WPMW586
			WPNJ494
			E030276
			E040339
			E980088
WPIX, Inc., Debtor-in-Possession	WPIX, LLC, Debtor-in-Possession ( <i>Assignor</i> )	WPIX, LLC ( <i>Assignee</i> )	E090016 <sup>8</sup>
			E110038 <sup>9</sup>
			E120002 <sup>10</sup>
			WPNM862
			WPOR428
			E860695
			E970060
			E040317

<sup>8</sup> License acquired from Channel 39, Inc., Debtor-in-Possession after the filing of the Exit Applications.

<sup>9</sup> License issued since the date of the filing of the Exit Applications.

<sup>10</sup> License issued since the date of the filing of the Exit Applications.



## ATTACHMENT C: PARTIES TO THE APPLICATION

This Attachment C sets forth the following information for Assignee's parties to the Exit Applications, as provided by each respective Assignee party: (1) Name and Address; (2) Citizenship; (3) Positional Interest; (4) Percentage of Votes; and (5) Percentage of Total Assets (equity plus debt). Except as otherwise noted below, any equity interests not disclosed herein are held by individuals or entities that have been insulated pursuant to the Commission's rules or are otherwise non-attributable.

### 1. SHAREHOLDERS OF REORGANIZED TRIBUNE<sup>34</sup>

Name and Address	Citizenship	Positional Interest <sup>35</sup>	Percentage Vote	Percentage of Total Assets (debt plus equity) <sup>36</sup>	Percentage of Equity
Tribune Company	U.S.	N/A	N/A	N/A	N/A
JPMorgan Chase & Co. <sup>37</sup>	U.S.	Shareholder	8%	TBD	9%
Angelo, Gordon & Co. L.P. <sup>38</sup>	U.S.	Indirect Attributable Investor	9%	TBD	9%
Oaktree Tribune, L.P.	U.S.	Shareholder	22%	TBD	22%
Various Non-Attributable Shareholders		Shareholders	61%	TBD	60%

<sup>34</sup> Under the DCL Plan, the holders of Tribune's outstanding senior debt are eligible to receive between approximately 92.4% and 100% of Reorganized Tribune's New Common Stock (subject to dilution (by up to 5%) by an equity incentive plan for Reorganized Tribune's officers, directors, and employees). Up to approximately 7.6% of the New Common Stock may be issued to other creditors depending on the elections to be made by those creditors. The percentages set forth in the following chart are based on the shares of Reorganized Tribune's New Common Stock that each listed party is anticipated to receive upon Tribune's emergence from bankruptcy, assuming a 100% distribution of Reorganized Tribune's New Common Stock to holders of outstanding senior debt, with the voting percentages reduced by the portion of such party's distribution that it currently plans to elect to receive in the form of New Class B Common Stock. The exact percentages of Reorganized Tribune's voting stock and equity that individual entities will hold at emergence may also vary from the percentages reported herein due to the potential need to distribute New Warrants in lieu of New Common Stock in order to ensure compliance with Section 310(b) of the Communications Act, the possibility that New Class B Common Stock will be issued to certain claim holders, and ongoing trading in Tribune's debt.

<sup>35</sup> As noted above, in addition to their voting interests, under the DCL Plan JPMorgan, Angelo Gordon, and Oaktree have certain designation rights with respect to Reorganized Tribune's Board of Directors. See Comprehensive Exhibit, *supra*, Section I(B).

<sup>36</sup> Pursuant to the DCL Plan, Reorganized Tribune will issue certain debt. Although the percentage of debt that any individual entity will hold has not yet been determined, it is not anticipated that any individual entity will hold more than 33% of Reorganized Tribune's Total Asset Value, as that term is defined in Section 73.3555 of the FCC's rules. See 47 C.F.R. § 73.3555, Note 2(i).

<sup>37</sup> The voting, asset, and equity interests identified in this table represent the aggregation of the voting, asset, and equity interests of the subsidiaries of JPMC that will hold interests in Reorganized Tribune at emergence (as described below).

<sup>38</sup> The voting, asset, and equity interests identified in this table represent the aggregation of the voting, asset, and equity interests of the AG Funds, the AG CLOs, and the Managed Entities (as each is defined below).

## 2. TRIBUNE BROADCAST STATION LICENSEES<sup>39</sup>

Name	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
Broadcast Station Licensees <sup>40</sup>	U.S. (Delaware corporation unless indicated below)	--	--	--
Nils E. Larsen <sup>41</sup>	U.S.	President	0%	0%
Donald J. Liebenritt <sup>42</sup>	U.S.	Vice President & Director	0%	0%
Gina Mazzaferri <sup>43</sup>	U.S.	Treasurer	0%	0%
David P. Eldersveld	U.S.	Secretary & Director	0%	0%
Chandler Bigelow III	U.S.	Assistant Treasurer	0%	0%
Patrick M. Shanahan	U.S.	Assistant Treasurer	0%	0%
Jack Rodden	U.S.	Assistant Treasurer	0%	0%
Brian F. Litman	U.S.	Assistant Treasurer	0%	0%
Daniel G. Kazan	U.S.	Director	0%	0%
Additional station personnel <sup>44</sup>	U.S.	See Chart	0%	0%

### Additional Officers of Each Tribune Company Licensee Subsidiary

Licensee	Name/Title
KIAH Inc.	Roger A. Bare, Vice President Daniel O'Sullivan, Controller
Channel 39, Inc.	Howard Greenberg, Vice President
WCCT, Inc. (formerly WTXX Inc.)	Richard J. Graziano, Vice President Jennifer (DeKarz) Bonner, Controller
Channel 40, Inc.	Jerry Del Core, Vice President Sharon A. Silverman, Chief Financial Officer

<sup>39</sup> All natural persons identified below are United States citizens unless otherwise indicated and can be contacted at Tribune Company, 435 North Michigan Avenue, Chicago, Illinois, 60611, 312-222-4565, Attention: David P. Eldersveld.

<sup>40</sup> Channel 39, Inc., Channel 40, Inc., KIAH Inc., KPLR, Inc. (a Missouri corporation), KSWB Inc., KTLA Inc. (a California corporation), KWGN Inc., Tribune Broadcast Holdings, Inc., Tribune Television Company, Tribune Television Holdings, Inc., Tribune Television of New Orleans, Inc., Tribune Television Northwest, Inc., WDCW Broadcasting, Inc., WGN Continental Broadcasting Company, WPIX, Inc., and WCCT, Inc. (formerly WTXX Inc.)

<sup>41</sup> Nils Larsen is the Vice President, not the President, of KTLA Inc.

<sup>42</sup> Donald Liebenritt is not a director of WDCW Broadcasting, Inc.; Tribune Television Northwest, Inc.; or WPIX, Inc.

<sup>43</sup> Gina Mazzaferri is also a Vice President of KPLR, Inc. and KWGN Inc.

<sup>44</sup> See the following chart.

<b>Licensee</b>	<b>Name/Title</b>
Tribune Television Company	Richard J. Graziano, Senior Vice President Larry Delia, Vice President Robert Furlong, Vice President Joseph A. Young, Vice President Vincent Gianinni, Vice President Catherine A. Davis, Assistant Treasurer Jennifer (DeKarz) Bonner, Controller David R. Mayersky, Controller Daniel O'Sullivan, Controller Patricia G. Cazeaux, Controller
Tribune Television Northwest, Inc.	Pamela S. Pearson, Senior Vice President Sharon A. Silverman, Controller
Tribune Broadcast Holdings, Inc.	Pamela S. Pearson, Senior Vice President Larry Delia, Vice President Sharon A. Silverman, Controller Daniel O'Sullivan, Controller
WGN Continental Broadcasting Company	Julio Marengi, Executive Vice President John Carrozza, Vice President Josh Richman, Vice President David Rotem, Vice President Marty Wilke, Vice President Sean Compton, Vice President Steve Farber, Vice President Thomas E. Langmyer, Vice President Robin Mulvaney, Controller
Tribune Television Holdings, Inc.	Patricia A. Kolb, Vice President Pamela S. Pearson, Senior Vice President Sharon A. Silverman, Controller Patricia G. Cazeaux, Controller
KWGN Inc.	Allen R. Yaden, Station Manager Chris Fricke, Controller
KSWB Inc.	Raymond J. Schonbak, Executive Vice President Mike Weiner, Controller
KTLA Inc.	Don Corsini, President Michael K. Kincaid, Vice President Marshall Hites, Vice President John S. Moczulski, Vice President Michael E. Weiner, Controller
Tribune Television New Orleans, Inc.	John Cruse, Vice President Patricia G. Cazeaux, Controller
WDCW Broadcasting, Inc.	Ashley Messina, Vice President Catherine A. Davis, Assistant Treasurer David Mayersky, Controller
KPLR, Inc.	Chris L. Fricke, Controller
WPIX, Inc.	Eric Meyrowitz, Vice President Catherine A. Davis, Controller

### Ownership of Licensee Subsidiaries

<b>Name of Licensee</b>	<b>100% Parent Entity</b>	<b>Percentage of Votes</b>	<b>Percentage of Total Assets</b>
KIAH Inc.	Tribune Broadcasting Company	100%	100%
Channel 39, Inc.	Tribune Television Company	100%	100%
WCCT, Inc. (formerly WTXX Inc.)	Tribune Television Company	100%	100%
Channel 40, Inc.	Tribune Television Company	100%	100%

Name of Licensee	100% Parent Entity	Percentage of Votes	Percentage of Total Assets
Tribune Television Company	Tribune Broadcasting Company	100%	100%
Tribune Television Northwest, Inc.	Tribune Broadcasting Company	100%	100%
Tribune Broadcast Holdings, Inc.	Tribune Broadcasting Company	100%	100%
WGN Continental Broadcasting Company	Tribune Broadcasting Company	100%	100%
Tribune Television Holdings, Inc.	Tribune Broadcasting Company	100%	100%
KWGN Inc.	Tribune Broadcasting Company	100%	100%
KSWB Inc.	Tribune Broadcasting Company	100%	100%
KTLA Inc.	Tribune Broadcasting Company	100%	100%
Tribune Television New Orleans, Inc.	Tribune Broadcasting Company	100%	100%
WDCW Broadcasting, Inc.	Tribune Television Company	100%	100%
KPLR, Inc.	Tribune Broadcasting Company	100%	100%
WPIX, Inc.	Tribune Broadcasting Company	100%	100%

### 3. TRIBUNE BROADCASTING COMPANY

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
Tribune Broadcasting Company	U.S. (Delaware corporation)	--	--	--
Nils E. Larsen	U.S.	President and CEO	0%	0%
Gina Mazzaferri	U.S.	Senior Vice President & Treasurer	0%	0%
Steve Charlier	U.S.	Senior Vice President	0%	0%
Sean Compton	U.S.	President, Programming	0%	0%
Shaun Sheehan	U.S.	Vice President	0%	0%
Donald J. Liebenritt	U.S.	Vice President	0%	0%
Hank Hundemer	U.S.	Vice President	0%	0%
Jason Jedlinski	U.S.	Vice President	0%	0%
David P. Eldersveld	U.S.	Secretary & Director	0%	0%
Chandler Bigelow III	U.S.	Assistant Treasurer	0%	0%
Patrick M. Shanahan	U.S.	Assistant Treasurer	0%	0%
Jack Rodden	U.S.	Assistant Treasurer	0%	0%
Brian F. Litman	U.S.	Assistant Treasurer	0%	0%
Charlene Connaughton	U.S.	Controller	0%	0%
Daniel G. Kazan	U.S.	Director	0%	0%
Tribune Broadcasting Holdco, LLC	U.S. (Delaware LLC)	Owner	100%	100%

### 4. TRIBUNE BROADCASTING HOLDCO, LLC

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
Tribune Broadcasting Holdco, LLC	U.S. (Delaware LLC)	--	--	--
Nils E. Larsen	U.S.	President	0%	0%
Gina Mazzaferri	U.S.	Treasurer	0%	0%
David P. Eldersveld	U.S.	Secretary	0%	0%

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
Patrick M. Shanahan	U.S.	Assistant Treasurer	0%	0%
Jack Rodden	U.S.	Assistant Treasurer	0%	0%
Brian F. Litman	U.S.	Assistant Treasurer	0%	0%
Chandler Bigelow III	U.S.	Assistant Treasurer	0%	0%
Tribune Company	U.S. (Delaware corporation)	Owner	100%	100%

## 5. TRIBUNE COMPANY<sup>45</sup>

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
Tribune Company	U.S.	N/A	N/A	N/A	N/A
Samuel Zell	U.S.	Director	0%	0%	0%
Eddy Hartenstein	U.S.	Chief Executive Officer, President	0%	0%	0%
Chandler Bigelow III	U.S.	Executive Vice President	0%	0%	0%
Nils E. Larsen	U.S.	Executive Vice President	0%	0%	0%
Donald J. Liebentritt	U.S.	Executive Vice President	0%	0%	0%
David P. Eldersveld	U.S.	Executive Vice President, General Counsel & Corporate Secretary	0%	0%	0%
Patrick M. Shanahan	U.S.	Vice President	0%	0%	0%
Jack Rodden	U.S.	Vice President & Treasurer	0%	0%	0%
Brian F. Litman	U.S.	Vice President & Controller	0%	0%	0%
Daniel G. Kazan	U.S.	Senior Vice President	0%	0%	0%
Jeffrey Berg	U.S.	Director	0%	0%	0%
Brian Greenspun	U.S.	Director	0%	0%	0%
William Pate	U.S.	Director	0%	0%	0%
Maggie Wilderotter	U.S.	Director	0%	0%	0%
Frank Wood	U.S.	Director	0%	0%	0%
Mark Shapiro	U.S.	Director	0%	0%	0%
William Osborn	U.S.	Director	0%	0%	0%
Betsy Holden	U.S.	Director	0%	0%	0%
Shaun Sheehan	U.S.	Vice President	0%	0%	0%
Gwen P. Murakami	U.S.	Senior Vice President	0%	0%	0%
Michael Bourgon	U.S.	Vice President	0%	0%	0%

<sup>45</sup> The shareholders of Reorganized Tribune are listed above. See Attachment C, Section 1.

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
Chris Hochschild	U.S.	Vice President	0%	0%	0%
Gary Weitman	U.S.	Senior Vice President	0%	0%	0%
Steve Gable	U.S.	Executive Vice President	0%	0%	0%
Thomas Caputo	U.S.	Vice President	0%	0%	0%
Nick Chakiris	U.S.	Assistant Controller	0%	0%	0%

## 6. JPMORGAN CHASE & CO.

Certain subsidiaries of JPMorgan Chase & Co. (“JPMC”)<sup>46</sup> currently hold debt in Tribune that, when converted to equity pursuant to the DCL Plan, would represent approximately 9.2% of Reorganized Tribune’s issued and outstanding New Common Stock.<sup>47</sup> As explained below, it is anticipated that, pursuant to the DCL Plan, a portion of the Tribune debt that is currently held by JPMC subsidiary JPMorgan Chase Bank, N.A. (“JPMB”) will be converted to New Class A Common Stock (which has full voting rights) that will be issued to Isolieren Holding Corp. (“Isolieren”), another JPMC subsidiary. The remainder of the debt held by JPMC subsidiaries will be converted to New Class B Common Stock (which has limited voting rights that are designed to correspond to standard investor protections, and should thus be treated as non-attributable), and/or New Warrants (which are likewise non-attributable).<sup>48</sup>

Specifically, JPMB currently holds Tribune debt that, when converted, would represent approximately 9% of Reorganized Tribune’s issued and outstanding New Common Stock. At or prior to Tribune’s emergence from bankruptcy, JPMB will designate its affiliate Isolieren to receive distributions of approximately 91% of its interest in Reorganized Tribune (which would represent approximately 8.2% of Reorganized Tribune’s issued and outstanding New Common Stock). On or before Tribune’s emergence from bankruptcy, Isolieren will be an indirect, wholly owned subsidiary of JPMC.<sup>49</sup> At Tribune’s emergence, Isolieren will hold its interest entirely in the form of Reorganized Tribune’s New Class A Common Stock (which has full voting rights).

<sup>46</sup> JPMC, a financial holding company incorporated under Delaware law, is a widely traded, publicly held company. It is a leading global financial services firm and is one of the largest banking institutions in the United States, with \$2.3 trillion in assets and \$183.6 billion in stockholders’ equity as of December 31, 2011. JPMC is a leader in investment banking, financial services for consumers and small businesses, commercial banking, financial transaction processing, asset management, and private equity. The indirect ownership interest that JPMC is seeking to acquire in Reorganized Tribune represents an extremely small portion of its business activities.

<sup>47</sup> As explained above, the percentages set forth herein are based on certain assumptions, and the exact ownership percentages of Reorganized Tribune’s voting stock that individual entities will hold cannot be determined until Reorganized Tribune emerges from bankruptcy. See Attachment C, Section 1, *supra*.

<sup>48</sup> See *supra*, Sections III and VI (explaining the rights that will be associated with the various classes of Reorganized Tribune’s New Common Stock and the Warrants); see also 47 C.F.R. § 73.3555, Note 2(e).

<sup>49</sup> Isolieren is currently a subsidiary of JPMB. Prior to Reorganized Tribune’s emergence from bankruptcy, Isolieren will become a direct, wholly owned subsidiary of SIG Holdings, Inc., which, in turn, is a direct, wholly owned subsidiary of JPMC. See Attachment G, Figure 1 for the organizational structure of

The officers and directors of Isolieren will have full discretion to make, and will not be obligated to seek any approvals from its corporate parents SIG Holdings, Inc. (“SIG”) and JPMC (or their respective officers or directors) with regard to, all decisions pertaining to the Common Stock or other interests held by Isolieren in Reorganized Tribune (the “Reorganized Tribune Investment”), including, without limitation, any decision to (i) vote such shares of New Common Stock or exercise any other voting rights associated with the Reorganized Tribune Investment, (ii) acquire New Common Stock or other interests in Reorganized Tribune, (iii) convert, sell, or divest any such New Common Stock or interests, and (iv) designate or nominate directors to the Board of Directors of Reorganized Tribune.<sup>50</sup>

The shareholders, and the officers and directors of Isolieren (each of whom is also an officer and/or director of SIG), will be as follows:

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
Isolieren Holding Corp.	U.S.	N/A	N/A	N/A	N/A
SIG Holdings, Inc.	U.S.	Shareholder	100%	100%	100%
Norma C. Corio	U.S.	Director & Managing Director <sup>51</sup>	0%	0%	0%
Mitchell Y. Huang	U.S.	Director & Executive Director	0%	0%	0%
Charles L. Smith	U.S.	Director & Vice President	0%	0%	0%

JPMB also holds certain debt in Tribune on behalf of North American Credit Trading (“NACT”), a market-making business that acts as a market maker in the Tribune pre-petition bank debt. Those interests, when converted to equity, would represent approximately 0.8% of Tribune’s stock.<sup>52</sup> Pursuant to the DCL Plan, JPMB, which will

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Reorganized Tribune and for the organizational structure of Isolieren at Tribune’s emergence.

<sup>50</sup> The foregoing will be ratified pursuant to a Sole Shareholder Resolution by SIG as sole shareholder of Isolieren. Consistent with JPMC’s corporate policies, any proposal to acquire or sell interests in Tribune must be screened for regulatory and legal compliance by JPMC’s Legal, Regulatory, and Compliance Departments.

<sup>51</sup> Within JPMC and its subsidiaries, individuals holding the titles “Managing Director” and “Executive Director” are officers, and not (unless separately denoted as such) directors. It should also be noted that Isolieren is in the process of finalizing its list of directors and officers, and will amend the applications as appropriate if and when any additional directors and/or officers are named. To the extent any additional directors or officers are added, such officers and/or directors will possess the requisite qualifications to hold an attributable interest in the applicant.

<sup>52</sup> Bank debt positions of NACT are generally recorded on the books of JPMB. To the extent that NACT’s debt holdings in Tribune will be converted into equity upon Tribune’s emergence, NACT’s equity holdings will be recorded on the books of JPMB as well. In addition, the percentage of debt held on behalf of NACT as set forth above is based on trades that closed as of February 23, 2012. Due to the ongoing nature of NACT’s market making activities, the amount of Tribune debt that is held on its behalf can be expected to fluctuate from time to time.

Post-emergence, it is anticipated that NACT will continue to serve as a market maker for Tribune debt and equity, including the New Class A and New Class B Common Stock. To the extent that NACT may acquire Tribune equity as part of its market making activities, such holdings will be recorded on the books of J.P.

continue to hold this interest in Tribune on behalf of NACT, will elect to receive New Class B Common Stock of Reorganized Tribune in exchange for these debt holdings in Tribune at emergence. As noted above, the New Class B Common Stock has limited voting rights that are designed to correspond to standard investor protections, and should thus be treated as non-attributable.

In addition, J.P. Morgan Whitefriars Inc. (“JPMWF”)<sup>53</sup> holds a small debt interest in Tribune that, when converted to equity, would represent approximately 0.2% of Tribune’s stock. JPMWF will also elect to receive New Class B Common Stock of Reorganized Tribune in exchange for its debt holdings in Tribune at emergence.

In sum, at emergence, Isolieren will be the only direct or indirect subsidiary of JPMC that will hold New Class A Common Stock of Reorganized Tribune, and only the officers and directors of Isolieren will be in a position to influence the day-to-day affairs of the reorganized company. As a result, the duties and responsibilities of the officers and directors of JPMC and SIG (except for those individuals who are also officers or directors of Isolieren) will be wholly unrelated to Isolieren’s Reorganized Tribune Investment. Accordingly, it is respectfully submitted that the executive officers and directors of JPMC and the officers and directors of SIG (except for those individuals who are also officers or directors of Isolieren) should be deemed not to hold attributable interests in Reorganized Tribune.<sup>54</sup> The officers and directors of JPMC and SIG include the following individuals:

#### **JPMorgan Chase & Co.**

<b>Name</b>	<b>Positional Interest</b>
James Dimon	President, Chief Executive Officer and Chairman
Frank J. Bisignano	Chief Administrative Officer and Chief Executive Officer of Mortgage Banking
Douglas L. Braunstein	Chief Financial Officer
Michael J. Cavanagh	Chief Executive Officer of Treasury & Securities Services
Stephen M. Cutler	General Counsel
John L. Donnelly	Director of Human Resources
Ina R. Drew	Chief Investment Officer
Mary Callahan Erdoes	Chief Executive Officer of Asset Management
John J. Hogan	Chief Risk Officer
Samuel Todd Maclin	Chief Executive Officer of Consumer and Business Banking
Jay Mandelbaum	Head of Strategy and Business Development
Douglas B. Petno	Chief Executive Officer of Commercial Banking
Gordon A. Smith	Chief Executive Officer of Card Services and Auto
James E. Staley	Chief Executive Officer of Investment Bank
Barry L. Zubrow	Head of Corporate and Regulatory Affairs

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Morgan Securities LLC, which is an indirect wholly owned subsidiary of JPMC.

<sup>53</sup> JPMWF generally acts as a hedging entity for certain derivatives transactions (including Master Swap transactions) entered into by JPMB. JPMWF is an indirect wholly owned subsidiary of JPMC.

<sup>54</sup> Pursuant to Section 73.3555, Note 2(g) of the Commission’s Rules, officers and directors of a parent company of a broadcast licensee with an attributable interest in any such subsidiary entity shall be deemed to have a cognizable interest in the subsidiary unless the duties and responsibilities of the officers or directors involved are wholly unrelated to the broadcast licensee and a statement properly documenting this fact is submitted to the Commission.



Name	Positional Interest
Crandall C. Bowles	Director
Stephen B. Burke	Director
David M. Cote	Director
James S. Crown	Director
Ellen V. Futter	Director
William H. Gray, III	Director
Laban P. Jackson, Jr.	Director
David C. Novak	Director
Lee R. Raymond	Director
William C. Weldon	Director
James A. Bell	Director

### **SIG Holdings, Inc.**

Name	Positional Interest
Ina R. Drew	President & Director
John C. Wilmot	Director & Managing Director
David M. Alexander	Managing Director, Treasurer
Ana Capella Gomez-Acebo	Managing Director
Norma C. Corio	Managing Director
Elizabeth De Guzman	Vice President & Assistant Secretary
John F. Geisler	Executive Director <sup>55</sup>
Mitchell Y. Huang	Executive Director
Colleen A. Meade	Secretary & Executive Director
Ian S. Rice	Vice President
Judah A. Shechter	Vice President & Secretary
Charles L. Smith	Vice President
William T. Williams, Jr.	Vice President

The address of Isolieren and SIG is 270 Park Avenue, 10th Floor, New York, NY 10017, Attn: Special Investments Group, Norma Corio. The address of JPMC is 270 Park Avenue, New York, NY 10017.

### **7. ANGELO, GORDON & CO., L.P.**

It is anticipated that investment vehicles ultimately controlled by John Angelo and Michael Gordon (collectively, “Angelo Gordon”) collectively will hold an attributable interest in Reorganized Tribune upon the company’s emergence from bankruptcy.<sup>56</sup> These investment vehicles will include (1) investment funds that are structured as limited partnerships and are managed and controlled by Angelo Gordon (“AG Funds”); (2) investment vehicles managed and controlled by Angelo Gordon that are structured as collateral loan obligation funds (“AG CLOs”); and (3) unaffiliated investment vehicles managed by Angelo Gordon that are structured as corporations (“Managed Entities”) (AG Funds, AG CLOs, and Managed Entities, collectively “Funds”). With the possible exception of two AG Funds, AG Capital Recovery Partners VI, L.P. (“AGCRP”) and AG Super Fund, L.P. (“AGSF”), both of which are Delaware limited partnerships,<sup>57</sup> each of the Funds’ direct ownership interests in Reorganized Tribune will comprise less than 5%

<sup>55</sup> Within JPM and its subsidiaries, individuals holding the title “Executive Director” are officers, and not directors.

of Reorganized Tribune's post-emergence Class A stock. Therefore, with the possible exception of AGCRP and AGSF, none of the Funds individually will hold an attributable interest in Reorganized Tribune.

AGCRP. The sole general partner of AGCRP is AG Capital Recovery VI LLC ("AGCR"), a Delaware limited liability company. All limited partners of AGCRP are insulated and therefore will not hold an attributable interest in Reorganized Tribune. The sole member of AGCR is AG Advisors Long-Term Distressed Participation Partners, L.P. ("AG Advisors"), a Delaware limited partnership. The sole general partner of AG Advisors is AG Funds, L.P. ("AGLP"), a Delaware limited partnership. The limited partners of AG Advisors that will hold a beneficial interest in Tribune are Angelo Gordon investment professionals and their estate planning vehicles, all of which are U.S. citizens or U.S.-organized entities.<sup>58</sup>

AGSF. The sole general partner of AGSF is AG Super LLC ("AG Super"), a Delaware limited liability company. As noted above, all limited partners of AGSF are insulated and therefore will not hold an attributable interest in Reorganized Tribune. The sole member of AG Super is AGLP.

AG Funds, L.P. Each of the Funds is wholly controlled, either directly or through domestic intermediate entities, by AGLP.<sup>59</sup> As a result, AGLP will control entities that directly hold, in the aggregate, more than 5% of Reorganized Tribune's Class A stock and

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<sup>56</sup> See Attachment G, Figure 2 for the organizational structure of the Angelo Gordon entities involved in this transaction.

<sup>57</sup> As explained above, the percentages set forth herein are based on certain assumptions, and the exact ownership percentages of Reorganized Tribune's voting stock that individual entities will hold cannot be determined until Reorganized Tribune emerges from bankruptcy. See Attachment C, Section 1, *supra*. It is possible, but not certain, that AGCRP and AGSF each directly will hold more than 5% of Reorganized Tribune's stock upon its emergence from bankruptcy. Accordingly, the applicants have disclosed herein ownership information for AGCRP and AGSF to provide the Commission with an opportunity to review and approve each entity's qualification to hold an attributable ownership interest in Reorganized Tribune. To the extent that one or both of these entities' direct stock interest in Reorganized Tribune ultimately exceeds 5% upon Tribune's emergence from bankruptcy, their exact interests will be reflected in Reorganized Tribune's post-consummation ownership reports.

<sup>58</sup> AG Advisors is structured as a series limited partnership under Delaware law. Delaware law permits a limited partnership to be divided into separate series. Each series keeps separate and distinct records and each effectively is treated under Delaware law as a separate legal entity from the other series within the limited partnership. For example, with respect to a series limited partnership divided into a series A and a series B under Delaware law, only the limited partners of series A of a series limited partnership hold beneficial interests in assets held by the series limited partnership in series A, and only the series A limited partners are responsible for the debts, liabilities, obligations, and expenses incurred by series A. Series B limited partners hold no beneficial interests in any assets held in series A and have no responsibility for the debts, liabilities, obligations, and expenses of series A. Accordingly, the only limited partners of AG Advisors that hold a beneficial interest in AGCR are those limited partners in the same series through which AG Advisors holds its interest in AGCR. Although all of the limited partners in all of the series of AGCR are Angelo Gordon investment professionals and their estate planning vehicles, some such individuals in other series of AG Advisors are not U.S. citizens or U.S.-organized entities. None of these individuals or entities, however, holds any beneficial interest in AGCR.

<sup>59</sup> Except as set forth above in the discussion of the ownership of AGCRP and AGSF, none of the intermediate entities between the Funds and AGLP will hold an attributable interest in Reorganized Tribune.

therefore will hold an attributable interest in Tribune. In addition, AGLP will hold an indirect equity interest in Reorganized Tribune of less than 0.08% through its control of intermediate entities affiliated with Angelo Gordon that have co-invested in certain AG Funds. The officers of AGLP, all of whom are U.S. citizens, are John M. Angelo, Chief Executive Officer; Michael L. Gordon, Chief Operating Officer and Chief Investment Officer; Kirk Wickman, Chief Administrative Officer; Joseph R. Wekselblatt, Chief Financial Officer; and Forest Wolfe, General Counsel. The sole general partner of AGLP is AG Funds GP, L.P. (“AG Funds GP”), a Delaware limited partnership, which holds more than 99.9% of the equity in AG Funds GP. The sole limited partner of AGLP is a Delaware charitable trust for which John M. Angelo is the sole trustee (“Angelo Charitable Trust”). The Angelo Charitable Trust holds a *de minimis* equity interest in AG Funds GP.

AG Funds GP, L.P. The sole general partner of AG Funds GP is JM Funds LLC (“JM Funds”), a Delaware limited liability company, which does not hold any equity interest in AG Funds GP. The sole members of JM Funds are John M. Angelo and Michael L. Gordon. The limited partners of AG Funds GP are Angelo Gordon investment professionals or their estate planning vehicles, all of which are U.S. citizens or U.S.-organized entities. Pursuant to the AG Funds GP partnership agreement, each such limited partner is insulated with respect to every media investment in which Angelo Gordon holds an attributable interest, except any media investment for which such limited partner has investment management responsibilities as an employee of Angelo Gordon & Co., L.P. With the exception of John M. Angelo and Michael L. Gordon, no individual or entity owns or controls limited partners of AG Funds GP that will hold, in the aggregate, an indirect equity interest in Reorganized Tribune of more than 0.01% as a result of the limited partners’ equity interest in AG Funds GP.

Angelo Gordon & Co., L.P. Angelo Gordon & Co., L.P. (“AG&Co”) is a registered investment adviser and, through contractual arrangements, manages the investments of each of the Funds. Accordingly, although AG&Co will not directly or indirectly hold any stock of Reorganized Tribune, it will manage and hold voting control over stock of Reorganized Tribune that will be held by the Funds. Because AG&Co will hold voting control over more than 5% of Reorganized Tribune’s stock, it will hold an attributable interest in Reorganized Tribune. The officers of AG&Co are John M. Angelo, Chief Executive Officer; Michael L. Gordon, Chief Operating Officer and Chief Investment Officer; Kirk Wickman, Chief Administrative Officer; Joseph R. Wekselblatt, Chief Financial Officer; and Forest Wolfe, General Counsel. The sole general partner of AG&Co is AG Partners, L.P. (“AG Partners”), a Delaware limited partnership, which holds more than 99.9% of the equity in AG&Co. The sole limited partner of AGLP is the Angelo Charitable Trust, which holds a *de minimis* equity interest in AG&Co.

AG Partners. The sole general partner of AG Partners is JAMG LLC (“JAMG”), a Delaware limited liability company. The sole members of JAMG are John M. Angelo and Michael L. Gordon, both of whom are managing members. The limited partners of AG Partners are John M. Angelo, Michael L. Gordon, and certain of their family members and their estate planning vehicles, all of which are U.S. citizens or U.S.-organized entities.

**AG Capital Recovery Partners VI, L.P. (“AGCRP”)**

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
AG Capital Recovery Partners VI, L.P.	U.S.	N/A	N/A	N/A	N/A
AG Capital Recovery VI LLC	U.S.	General Partner	100%	0.7%	0.7%
Insulated limited partners	U.S.	Limited Partners	0%	99.3%	99.3%

**AG Capital Recovery VI LLC (“AGCR”)**

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
AG Capital Recovery VI LLC	U.S.	N/A	N/A	N/A	N/A
AG Advisors Long-Term Distressed Participation Partners, L.P.	U.S.	Sole Member	100%	100%	100%

**AG Advisors Long-Term Distressed Participation Partners, L.P. (“AG Advisors”)**

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
AG Advisors Long-Term Distressed Participation Partners, L.P.	U.S.	N/A	N/A	N/A	N/A
AG Funds, L.P.	U.S.	General Partner	100%	See note 60	See note 60
Angelo Gordon investment professionals and their estate planning vehicles	U.S.	Limited Partners	0%	See note 60	See note 60

<sup>60</sup> The limited partners of AG Advisors and the respective proportion of equity in AG Advisors held by the general partner, AGLP, and the limited partners are confidential and not publicly disclosed by Angelo Gordon, but will be provided to the Commission upon its request pursuant to a request for confidentiality. None of the limited partners have a right to participate in the day-to-day management of the partnership as a result of their status as limited partners of AG Advisors. Further, AG Advisors is anticipated to indirectly hold less than a 0.04% equity interest on a fully diluted basis in Reorganized Tribune. (This assumes that AGCRP holds a 5% stock interest in Reorganized Tribune. As noted in the text, it currently is not possible to determine the exact stock interest in Reorganized Tribune that will be held by AGCRP. It is possible that AGCRP will not hold a stock interest in Reorganized Tribune of 5% or more. In any event, Angelo Gordon believes that it is unlikely that AGCRP’s stock interest in Reorganized Tribune will significantly exceed 5%.) Moreover, no limited partner of AG Advisors is anticipated to hold an equity interest on a fully diluted basis in Reorganized Tribune of more than 0.005% as a result of the limited partners’ equity interest in AG Advisors.

**AG Super Fund, L.P. (“AGSF”)**

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
AG Super Fund, L.P.	U.S.	N/A	N/A	N/A	N/A
AG Super LLC <sup>61</sup>	U.S.	General Partner	100%	0.7%	0.7%
Insulated limited partners	U.S.	Limited Partners	0%	99.3%	99.3%

**AG Super LLC**

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
AG Super LLC	U.S.	N/A	N/A	N/A	N/A
AG Funds, L.P.	U.S.	Sole Member	100%	100%	100%

**AG Funds, L.P.<sup>62</sup> (“AGLP”)**

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
AG Funds, L.P.	U.S.	N/A	N/A	N/A	N/A
AG Funds GP, L.P.	U.S.	General Partner	100%	>99.9%	>99.9%
Charitable Lead Unit Trust (Sole Trustee: John M. Angelo)	U.S.	Limited Partner	0%	<0.1%	<0.1%
John M. Angelo	U.S.	Chief Executive Officer	N/A	N/A	N/A
Michael L. Gordon	U.S.	Chief Operating Officer and Chief Investment Officer	N/A	N/A	N/A
Kirk Wickman	U.S.	Chief Administrative Officer	N/A	N/A	N/A
Joseph R. Wechselblatt	U.S.	Chief Financial Officer	N/A	N/A	N/A
Forest Wolfe	U.S.	General Counsel	N/A	N/A	N/A

<sup>61</sup> AG Super LLC is also the general partner of another AG Fund, AG Garden Partners, L.P.

<sup>62</sup> As depicted in Attachment G, Figure 2, AGLP will hold an indirect interest in Reorganized Tribune through its indirect interests in the AG Funds, the AG CLOs, and the Managed Entities, none of which will hold more than a 5% interest in Reorganized Tribune, with the possible exception of AGCRP and AGSF. Accordingly, other than AGCRP and AGSF, the Funds have been omitted from this Exhibit.

**AG Funds GP, L.P. (“AG Funds GP”)**

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
AG Funds GP, L.P.	U.S.	N/A	N/A	N/A	N/A
JM Funds LLC	U.S.	General Partner	100%	0%	0%
Angelo Gordon investment professionals and their estate planning vehicles	U.S.	Limited Partners	0%	100% <sup>63)</sup>	100% (See note 63)

**JM Funds LLC**

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
JM Funds LLC	U.S.	N/A	N/A	N/A	N/A
John Angelo	U.S.	Managing Member	100% <sup>64)</sup>	See note 64	See note 64
Michael Gordon	U.S.	Managing Member	100% (See note 64)	See note 64	See note 64

**Angelo, Gordon & Co., L.P.**

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
Angelo, Gordon & Co., L.P.	U.S.	N/A	N/A	N/A	N/A
AG Partners, L.P.	U.S.	General Partner	100%	See note 65	See note 65

<sup>63</sup> The limited partners of AG Funds GP are confidential and not publicly disclosed by Angelo Gordon, but will be provided to the Commission upon its request pursuant to a request for confidentiality. None of these limited partners have a right to participate in the day-to-day management of the partnership as a result of their status as limited partners of AG Funds GP. Further, in the aggregate, the equity interests in AG Funds GP held by these limited partners are anticipated to represent less than a 0.08% equity interest on a fully diluted basis in Reorganized Tribune. Moreover, other than John M. Angelo and Michael L. Gordon, no limited partner of AG Funds GP will hold an indirect equity interest on a fully diluted basis in Reorganized Tribune of more than 0.01% as a result of the limited partners' equity interest in AG Funds GP.

<sup>64</sup> The respective voting interests of Messrs. Angelo and Gordon in JM Funds and JAMG are confidential and not publicly disclosed by Angelo Gordon. Accordingly, the applicants respectfully request the FCC to approve either individual to hold voting control of JM Funds and JAMG. In addition, because neither JM Funds nor JAMG will hold a direct or indirect debt or equity interest in Reorganized Tribune, the respective equity interests of Messrs. Angelo and Gordon in JM Funds and JAMG are not germane to the Exit Applications.

<sup>65</sup> AG&Co will not directly or indirectly hold any equity interest in Reorganized Tribune and will not hold any portion of the total assets of Reorganized Tribune. Accordingly, the equity ownership, and ownership of the total assets, of AG&Co, AG Partners, the Charitable Lead Unit Trust, the limited partners of AG

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
Charitable Lead Unit Trust (Sole Trustee: John M. Angelo)	U.S.	Limited Partner	0%	See note 65	See note 65
John M. Angelo	U.S.	Chief Executive Officer	N/A	N/A	N/A
Michael L. Gordon	U.S.	Chief Operating Officer and Chief Investment Officer	N/A	N/A	N/A
Kirk Wickman	U.S.	Chief Administrative Officer	N/A	N/A	N/A
Joseph R. Wechselblatt	U.S.	Chief Financial Officer	N/A	N/A	N/A
Forest Wolfe	U.S.	General Counsel	N/A	N/A	N/A

### AG Partners, L.P. (“AG Partners”)

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
AG Partners, L.P.	U.S.	N/A	N/A	N/A	N/A
JAMG LLC	U.S.	General Partner	100%	See note 64	See note 64
John M. Angelo, Michael L. Gordon and certain of their family members and their estate planning vehicles <sup>66</sup>	U.S.	Limited Partner	0%	See note 66	See note 66

### JAMG LLC

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
JAMG LLC	U.S.	N/A	N/A	N/A	N/A
John Angelo	U.S.	Managing Member	100% (see note 64)	See note 64	See note 64
Michael Gordon	U.S.	Managing Member	100% (see note 64)	See note 64	See note 64

The address for all Angelo Gordon entities and individuals is c/o Angelo, Gordon & Co., L.P., 245 Park Avenue, 26th Floor, New York, NY 10167. Except for the officers of AGLP and AG&Co, none of the Angelo Gordon entities described above have officers.

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Partners, and JAMG are not germane to the Exit Applications.

<sup>66</sup> The limited partners of AG Partners are confidential and not publicly disclosed by Angelo Gordon, but will be provided to the Commission upon its request pursuant to a request for confidentiality. None of these limited partners have a right to participate in the day-to-day management of the partnership as a result of their status as limited partners of AG Funds GP. Further, none of these limited partners will directly or indirectly hold any equity interest in Reorganized Tribune as a result of such limited partner’s interest in AG Partners.

## 8. OAKTREE TRIBUNE, L.P.

Oaktree Tribune, L.P. will hold an attributable interest in Reorganized Tribune upon the company's emergence from bankruptcy.<sup>67</sup> The general partner of Oaktree Tribune, L.P. is Oaktree AIF Investments, L.P. Oaktree AIF Holdings, Inc. is the general partner of Oaktree AIF Investments, L.P. (and also holds a limited partnership interest in Oaktree AIF Investments, L.P.), and Oaktree Capital Group Holdings, L.P. is the sole voting shareholder of Oaktree AIF Holdings, Inc. (and also holds a limited partnership interest in Oaktree AIF Investments, L.P.). The general partner of Oaktree Capital Group Holdings, L.P. is Oaktree Capital Group Holdings GP, LLC, whose attributable members are John Frank, Bruce Karsh, Stephen Kaplan, Howard Marks, and David Kirchheimer.

### Oaktree Tribune, L.P. (Delaware)

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
Oaktree Tribune, L.P.	U.S.	N/A	N/A	N/A	N/A
Oaktree AIF Investments, L.P.	U.S.	General Partner	100%	0%	0%

### Oaktree AIF Investments, L.P.

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
Oaktree AIF Investments, L.P.	U.S.	N/A	N/A	N/A	N/A
Oaktree AIF Holdings, Inc.	U.S.	General Partner and Limited Partner	100%	15.04%	15.04%
Oaktree Capital Group Holdings, L.P.	U.S.	Limited Partner	0%	84.96%	84.96%
Howard Marks	U.S.	Chairman	0%	0%	0%
Bruce Karsh	U.S.	President	0%	0%	0%
John Frank	U.S.	Managing Principal	0%	0%	0%
David Kirchheimer	U.S.	Chief Financial Officer	0%	0%	0%
Todd Molz	U.S.	Managing Director, General Counsel and Secretary	0%	0%	0%
Richard Ting	U.S.	Managing Director, Associate General Counsel and Assistant Secretary	0%	0%	0%
Lisa Arakaki	U.S.	Managing Director	0%	0%	0%
Brian Beck	U.S.	Managing Director	0%	0%	0%
Emily Alexander	U.S.	Managing Director	0%	0%	0%
John Edwards	U.S.	Managing Director	0%	0%	0%
Martin Boskovich	U.S.	Senior Vice President	0%	0%	0%

<sup>67</sup> See Attachment G, Figure 3 for the organizational structure of the Oaktree entities involved in this transaction.



Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
Jay Ghiya	U.S.	Senior Vice President	0%	0%	0%
Cary Kleinman	U.S.	Senior Vice President	0%	0%	0%
Jeffrey Joseph	U.S.	Vice President	0%	0%	0%
Anthony Arnold	U.S.	Assistant Vice President	0%	0%	0%
Philip McDermott	U.S.	Assistant Vice President	0%	0%	0%

### Oaktree AIF Holdings, Inc.

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
Oaktree AIF Holdings, Inc.	U.S.	N/A	N/A	N/A	N/A
Oaktree Capital Group Holdings, L.P.	U.S.	Sole Voting Shareholder	100%	0%	0%
Howard Marks	U.S.	Chairman	0%	0%	0%
Bruce Karsh	U.S.	President	0%	0%	0%
John Frank	U.S.	Managing Principal	0%	0%	0%
David Kirchheimer	U.S.	Chief Financial Officer	0%	0%	0%
Todd Molz	U.S.	Managing Director, General Counsel, Secretary and Sole Director	0%	0%	0%
John Edwards	U.S.	Managing Director and Treasurer	0%	0%	0%
Richard Ting	U.S.	Managing Director, Associate General Counsel and Assistant Secretary	0%	0%	0%
Lisa Arakaki	U.S.	Managing Director	0%	0%	0%
Brian Beck	U.S.	Managing Director	0%	0%	0%
Emily Alexander	U.S.	Managing Director	0%	0%	0%
Martin Boskovich	U.S.	Senior Vice President	0%	0%	0%
Jay Ghiya	U.S.	Senior Vice President	0%	0%	0%
Cary Kleinman	U.S.	Senior Vice President	0%	0%	0%
Jeffrey Joseph	U.S.	Vice President	0%	0%	0%
Anthony Arnold	U.S.	Assistant Vice President	0%	0%	0%
Philip McDermott	U.S.	Assistant Vice President	0%	0%	0%

### Oaktree Capital Group Holdings, L.P.

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
Oaktree Capital Group Holdings, L.P.	U.S.	N/A	N/A	N/A	N/A
Oaktree Capital Group Holdings GP, LLC	U.S.	General Partner	100%	0%	0%
John Frank	U.S.	Limited Partner	0%	<1%	<1%
Stephen Kaplan	U.S.	Limited Partner	0%	<1%	<1%
Bruce Karsh	U.S.	Limited Partner	0%	<1%	<1%
David Kirchheimer	U.S.	Limited Partner	0%	<1%	<1%
Howard Marks	U.S.	Limited Partner	0%	<1%	<1%
Kenneth Liang	U.S.	Limited Partner	0%	<1%	<1%

**Oaktree Capital Group Holdings GP, LLC<sup>68</sup>**

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
Oaktree Capital Group Holdings GP, LLC	U.S.	N/A	N/A	N/A	N/A
Howard Marks	U.S.	Member, Manager and Chairman	20%	0%	0%
Bruce Karsh	U.S.	Member, Manager and President	20%	0%	0%
John Frank	U.S.	Member, Manager and Managing Principal	20%	0%	0%
David Kirchheimer	U.S.	Member, Manager, Chief Financial Officer and Chief Administrative Officer	20%	0%	0%
Stephen Kaplan	U.S.	Member and Manager	20%	0%	0%
Todd Molz	U.S.	Managing Director, General Counsel and Secretary	0%	0%	0%

<sup>68</sup> Oaktree Capital Group Holdings GP, LLC (“Oaktree GP LLC”) has voting and non-voting members. The operating agreement of Oaktree GP LLC includes the Commission’s insulating language with respect to the non-voting members and with respect to certain voting members for media matters. The operating agreement establishes a Media Company Committee comprised of the voting members listed above. Each member of the Media Company Committee has an equal one-fifth (1/5) vote. Voting members of Oaktree GP LLC who do not serve on the Media Company Committee are considered insulated members for purposes of any media investment. In addition, notwithstanding any other provision of the operating agreement, these insulated voting members may not vote for the removal of any member of the Media Company Committee except as expressly permitted under the Commission’s insulated member requirements. For the purposes of non-media related investments, all voting members of Oaktree GP LLC are permitted to vote with the percentage of all such members’ voting rights governed by Oaktree GP LLC’s operating agreement.

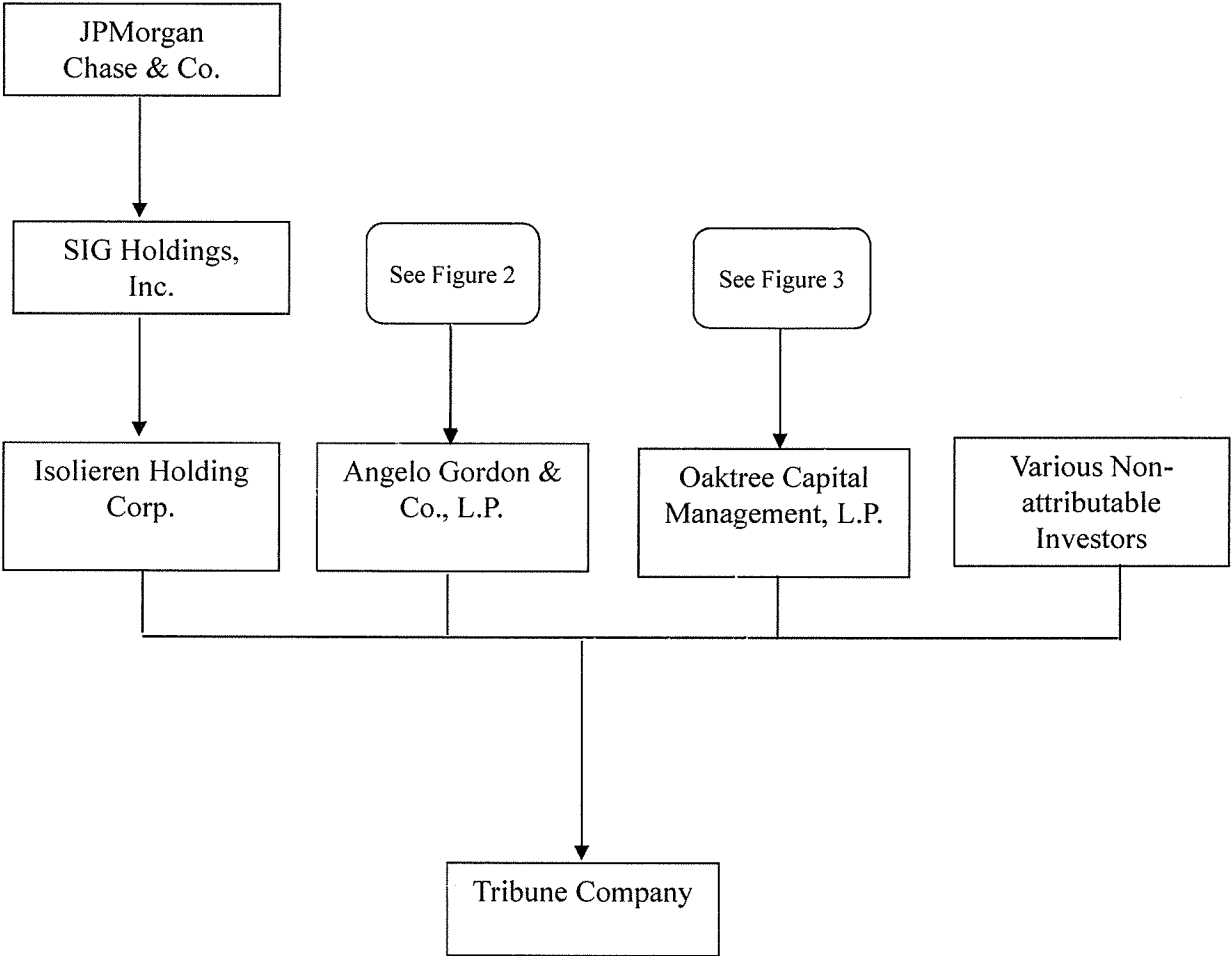
Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)	Percentage of Equity
Richard Ting	U.S.	Managing Director, Associate General Counsel and Assistant Secretary	0%	0%	0%
Thomas Smith	U.S.	Managing Director and Chief Compliance Officer	0%	0%	0%
Lisa Arakaki	U.S.	Managing Director	0%	0%	0%
Brian Beck	U.S.	Managing Director	0%	0%	0%
Emily Alexander	U.S.	Managing Director	0%	0%	0%
Kristin Scott	U.S.	Managing Director	0%	0%	0%
Martin Boskovich	U.S.	Senior Vice President	0%	0%	0%
Jay Ghiya	U.S.	Senior Vice President	0%	0%	0%
Jeffrey Joseph	U.S.	Vice President	0%	0%	0%
Anthony Arnold	U.S.	Assistant Vice President	0%	0%	0%
Philip McDermott	U.S.	Assistant Vice President	0%	0%	0%

The address for all entities and individuals listed above is c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28<sup>th</sup> Floor Los Angeles, CA 90071.

**ATTACHMENT G: DIAGRAM OF VERTICAL STRUCTURE OF  
REORGANIZED TRIBUNE**

- Figure 1: Vertical Structure of Reorganized Tribune and JPMorgan Chase & Co.
- Figure 2: Vertical Structure of Angelo Gordon
- Figure 3: Vertical Structure of Oaktree Capital Management
- Figure 4: Structure of Tribune Broadcast Licensees Prior to Emergence from Bankruptcy and Prior to Consummation of the Restructuring Applications.
- Figure 5: Structure of Tribune Broadcast Licensee Post Emergence, Reflecting the Consummation of the Restructuring Applications Prior to Emergence from Bankruptcy

Figure 1: Vertical Structure of Reorganized Tribune



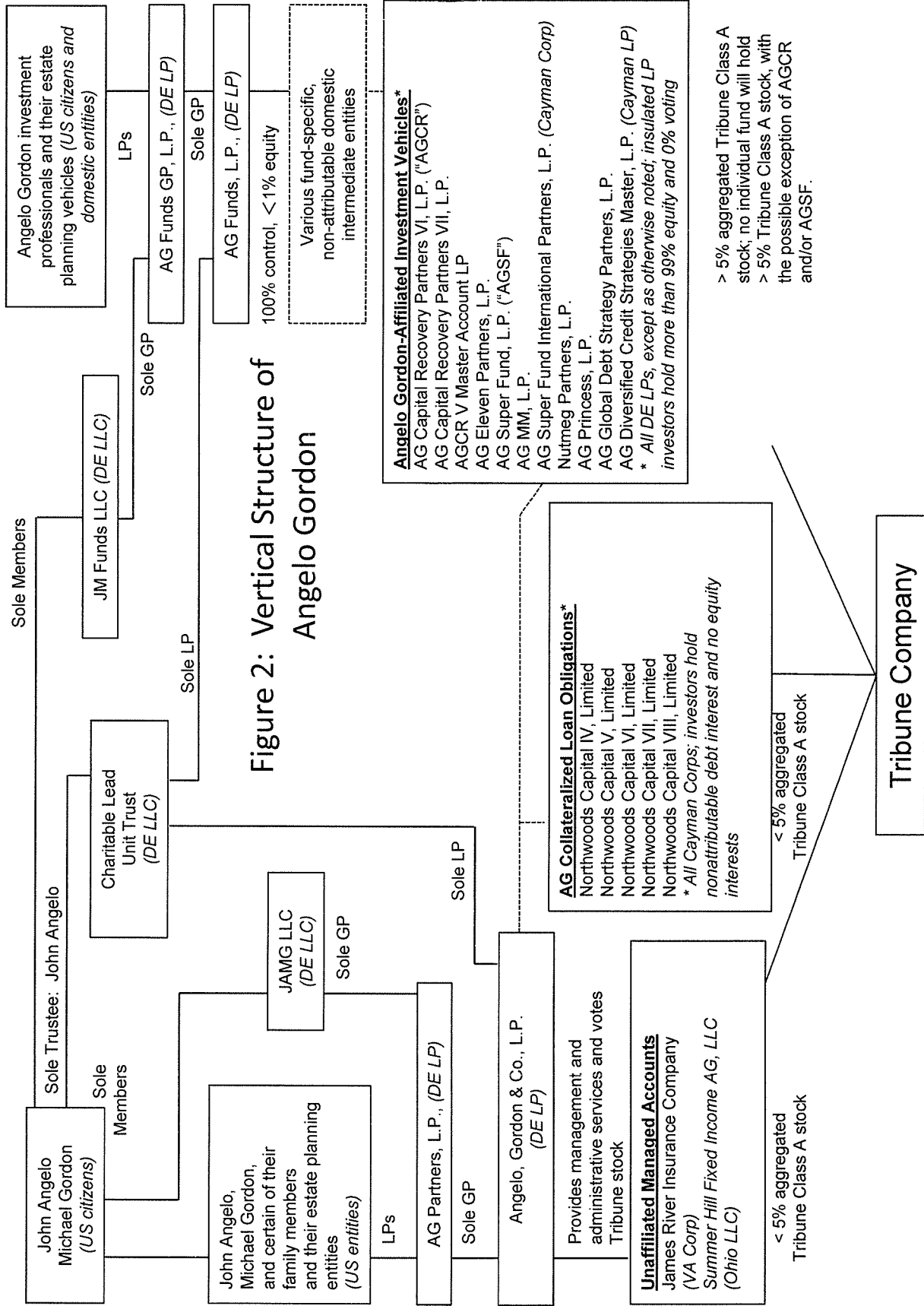
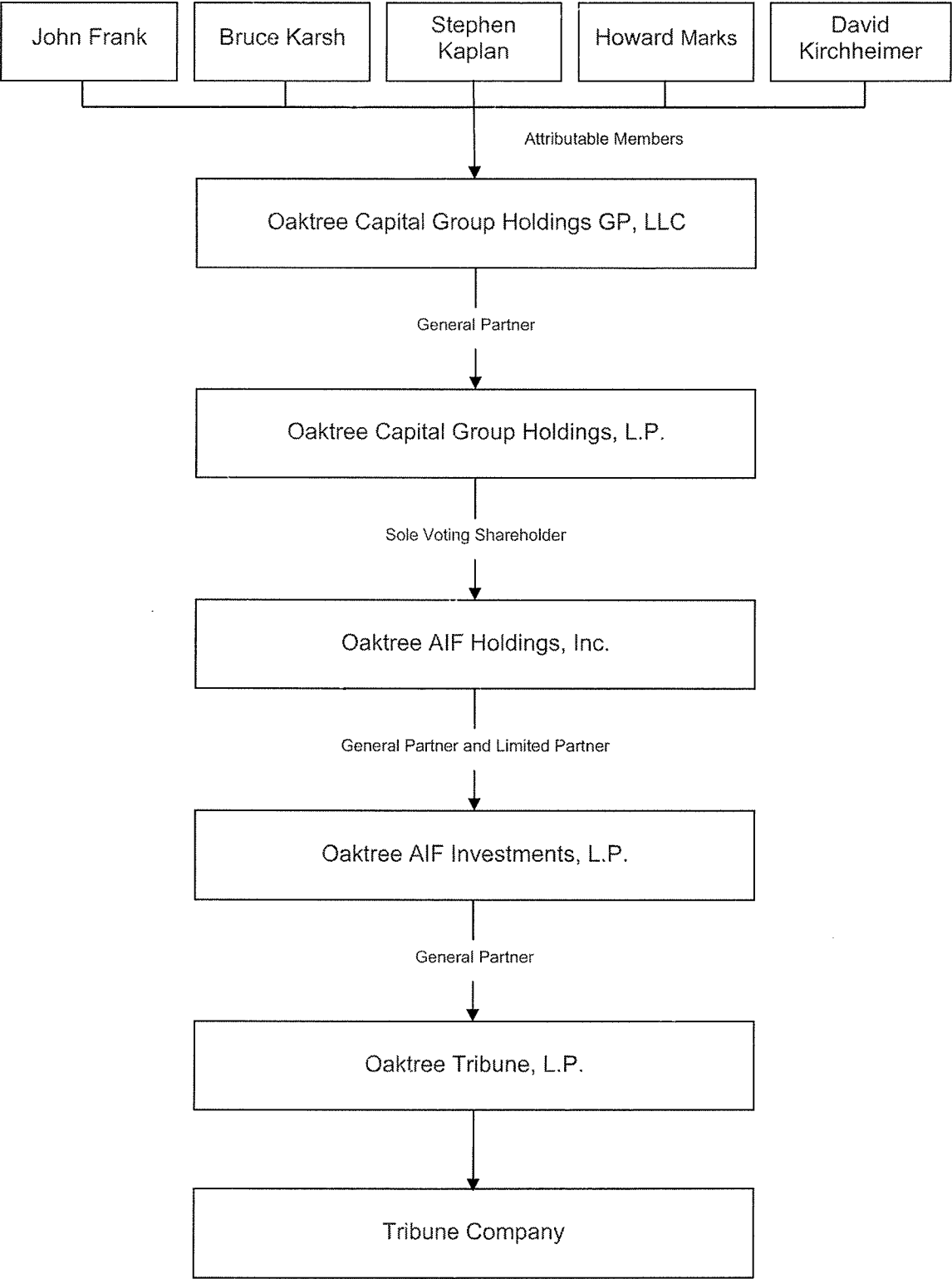
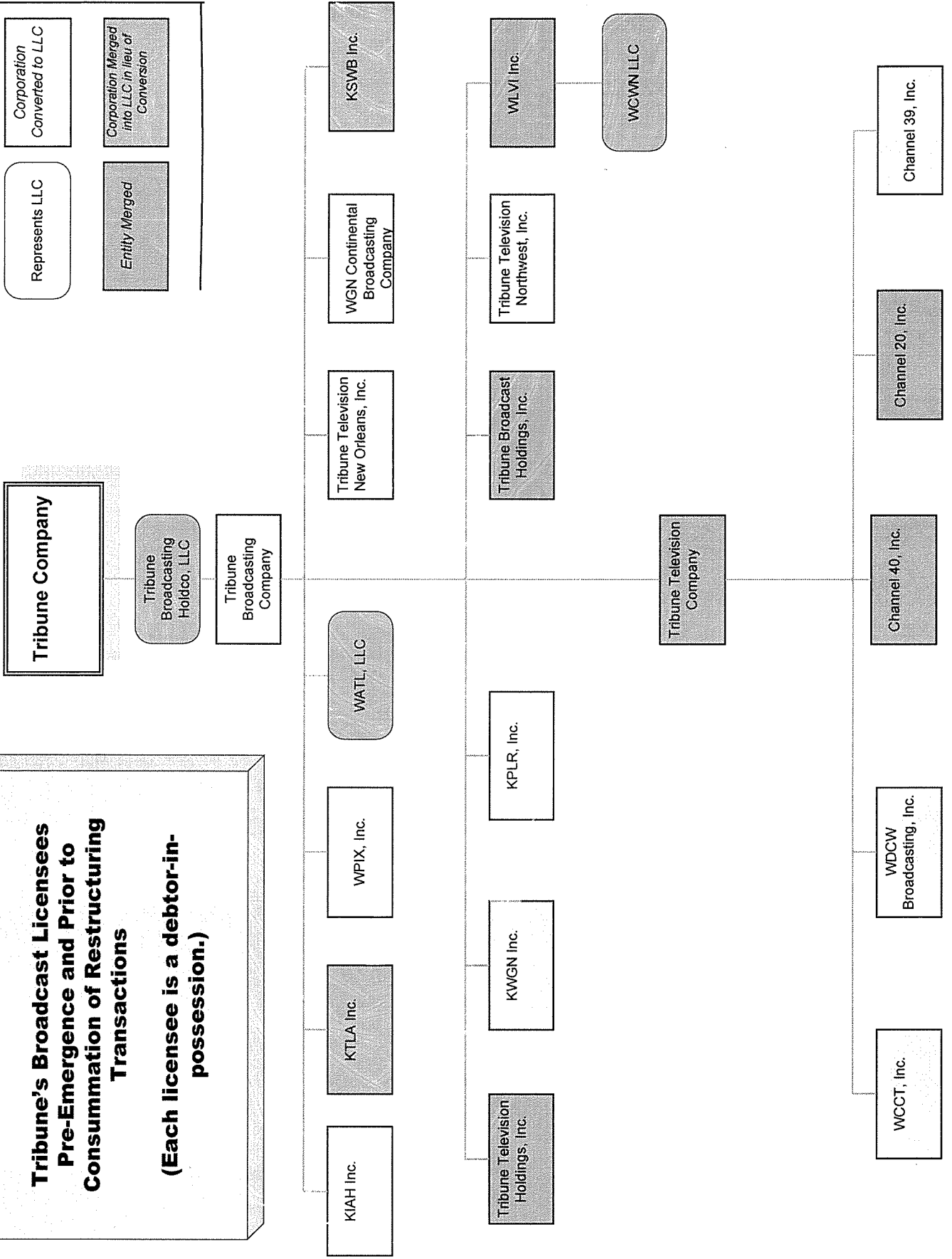


Figure 3: Vertical Structure of Oaktree Capital Management

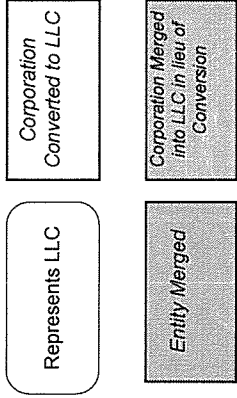


**FIGURE 4**

**Tribune's Broadcast Licensees  
Pre-Emergence and Prior to  
Consummation of Restructuring  
Transactions  
(Each licensee is a debtor-in-  
possession.)**



**Legend**





**FIGURE 5**

**Tribune's Broadcast Licensees After Consummation of the Restructuring Transactions**

**(The licensees remain as debtors-in-possession until emergence from bankruptcy following grant of the Exit Applications)**

**Legend**

