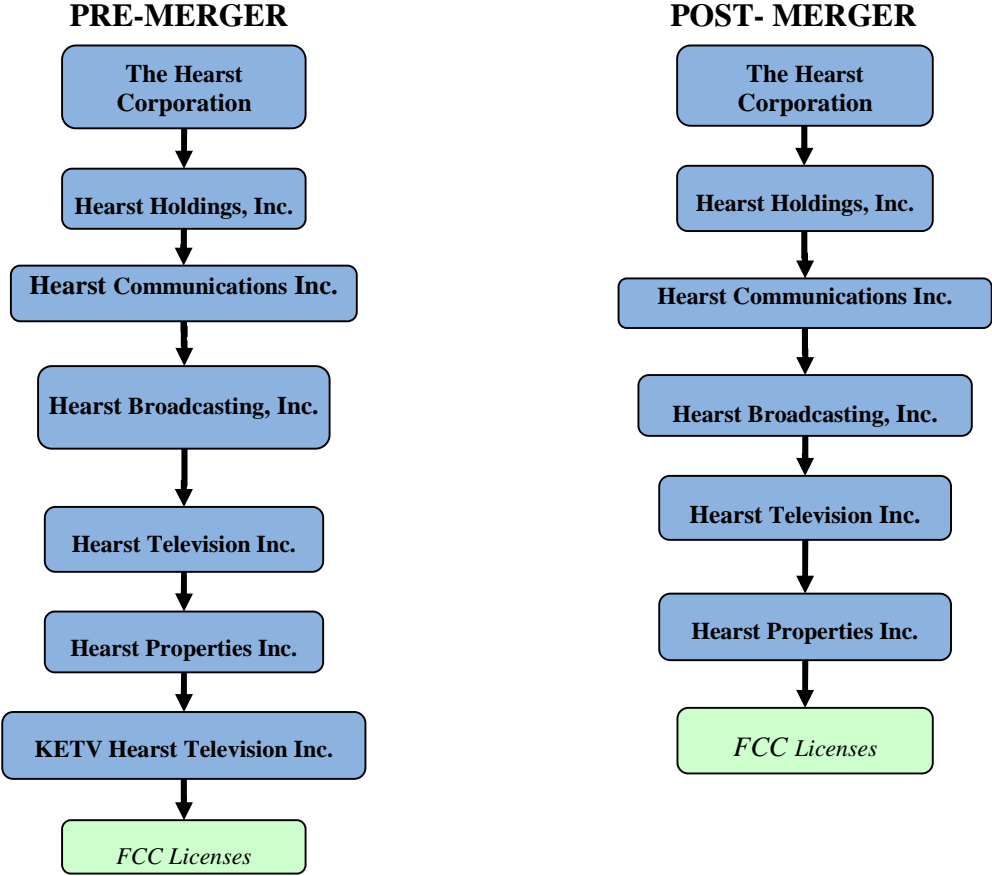


**EXHIBIT E
DESCRIPTION OF PRO FORMA TRANSACTION**

The instant Form 312 application serves as notification of the *pro forma* assignment of receive-only earth station licenses E010055 and E9426 from KETV Hearst Television Inc. (“KETVHTV”) to Hearst Properties Inc. (“Hearst Properties”). KETVHTV is also the licensee of television station KETV-TV, Omaha, Nebraska. A Media Bureau application on FCC Form 316 with respect to KETV(TV) has been filed and granted, and the transaction has been consummated.

KETVHTV is a wholly owned subsidiary of Hearst Properties, and Hearst Properties is a wholly owned subsidiary of Hearst Television Inc. (“Hearst Television”). Hearst Television is owned by Hearst Broadcasting, Inc. (“HBI”); HBI is owned by Hearst Communications, Inc. (“Communications”); Communications is owned by Hearst Holdings, Inc. (“Holdings”); and Holdings is owned by The Hearst Corporation (“Hearst”). For corporate organizational reasons, Hearst has liquidated and distributed KETVHTV with and into Hearst Properties. Hearst Properties is the surviving entity.

Following is a summary depiction of the proposed *pro forma* transaction:



CHANGES IN INTERESTS AS A RESULT OF TRANSACTION

| Names and Addresses | Citizenship | Interest Held | | | |
|---|-------------------------|--------------------|-------------|-------------------|-------------|
| | | Before Transaction | | After Transaction | |
| | | % of Votes | % of Assets | % of Votes | % of Assets |
| The Hearst Corporation (Indirect Parent Company of the Parties to the Application) | Domestic Corporation | 100% | 100% | 100% | 100% |

* * * * *

EXHIBIT F
PUBLIC INTEREST STATEMENT

The assignment of the registrations for earth stations E010055 and E9426 from KETVHTV to Hearst Properties Inc. serves the public interest by allowing the licensee to continue to use the facilities in its newsgathering operations in connection with the operation of television station KETV(TV).