

**DESCRIPTION OF TRANSACTION
AND PUBLIC INTEREST STATEMENT**

The proposed *pro forma* assignment of license is being filed in connection with a three-part company reorganization, whereby (1) Sinclair Communications, LLC (“SCLCC”) parent of WHP Licensee, LLC (“WHP”) created a new wholly-owned subsidiary, Harrisburg Licensee, LLC (“Harrisburg”), (2) WHP merged with and into SCLLC, with SCLLC as the surviving company, and (3) following the merger, SCLLC contributed WHP’s FCC authorizations to Harrisburg. There is no change in the ultimate owner of the licensee.

Applicants filed an application on FCC Form 316 seeking consent to the *pro forma* assignment of broadcast television station WHP-TV from WHP to Harrisburg, which the Commission granted on May 9, 2017. *See* FCC File No. BALCDT-20170425AAV. This *pro forma* assignment was consummated on May 23, 2017. Applicants inadvertently failed to file a corresponding application to transfer control of the instant earth station authorization (the “License”).

The instant application therefore seeks Commission approval, *nunc pro tunc*, for the *pro forma* assignment of the License from WHP to Harrisburg and, to the extent required, a waiver of the Commission’s rule requiring parties to obtain the Commission’s prior approval to assign licenses because application of the rule to the instant situation “would be inequitable, unduly burdensome, or contrary to the public interest. The inadvertent failure to file the application to secure prior Commission consent to the *pro forma* assignment of the License from WHP to Harrisburg has not resulted in any harm to the public or any prejudice to any private party. At the same time, grant of the application is in the public interest because it will allow the License to continue to be used in the operation of WHP-TV.