

Description of the Transaction

This application seeks the Commission’s consent, *nunc pro tunc*, to the *pro forma* transfer of control of Journal Broadcast Corporation, the licensee of the earth stations subject to this application, from The Journal Company to Journal Communications, Inc.

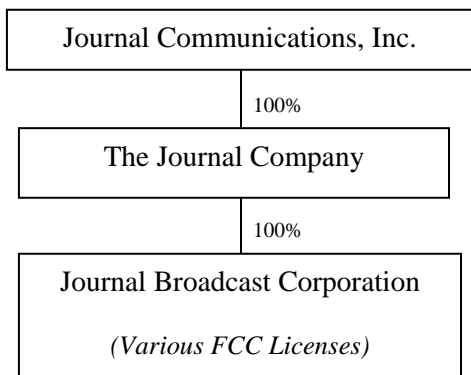
Prior to the merger discussed herein, Journal Communications, Inc. was the sole stockholder of The Journal Company and The Journal Company was the sole stockholder of Journal Broadcast Corporation.

The Journal Company merged with and into its sole shareholder, Journal Communications, Inc. Subsequent to that merger, Journal Communications, Inc. is the sole stockholder of Journal Broadcast Corporation. Each of the former officers and directors of The Journal Company was, and continues to be, an officer or director of Journal Communications, Inc.

Although this merger was effective as of December 25, 2011, the Commission’s consent to the *pro forma* transfer of control of Journal Broadcast Corporation that resulted from this merger was inadvertently not obtained prior to the transaction. The parties to the application therefore request that the Commission approve the transfer of control *nunc pro tunc*.

The following charts depict the ownership of Journal Broadcast Corporation before and after the merger.

Pre-Merger Structure



Post-Merger Structure

