

DESCRIPTION OF TRANSACTION

The instant transaction represents a non-substantial transfer of control, as provided for in Section 25.119(d) of the Commission's Rules.

The transfer of control arises as a result of the resignation of Mr. Philip C. Wilkinson as a director of Entravision. Mr. Wilkinson is the holder of shares of Class B common stock of Entravision which, under Entravision's Certificate of Incorporation, have voting rights equal to 10 votes for each share. Under the Certificate of Incorporation, following his resignation as a director of Entravision, Mr. Wilkinson's shares in Entravision will automatically convert from Class B common stock to Class A common stock, which have voting rights equal to one vote for each share.

As a result of the automatic conversion of Mr. Wilkinson's shares of Class B common stock to shares of Class A common stock, the relative voting percentages of Entravision shareholders will be adjusted, as evidenced in the tables below. The change of significance is that Mr. Walter F. Ulloa's beneficial voting interest will automatically increase from approximately 46.3 % to approximately 54.1%, which will be a majority beneficial voting interest in Entravision. Consequently, the instant application is being submitted to inform the Commission that Mr. Ulloa will hold the votes to a majority of the shares of Entravision, thereby, according to the policies adopted by the Commission, securing control of Entravision, and to request that the Commission consent thereto.