

**DESCRIPTION OF TRANSACTION**

Nexstar Broadcasting, Inc. (“Nexstar”), the holder of the subject authorizations, is wholly owned by an intermediate parent company, Nexstar Finance Holdings, Inc., which in turn is wholly owned by ultimate parent company Nexstar Broadcasting Group, Inc. (“NBGI”). Nexstar and its parent entities seek to undertake an internal restructuring by which NFHI will be eliminated from the vertical chain of Nexstar’s ownership, such that NBGI will directly hold 100% of the stock in Nexstar. This application seeks consent to the *pro forma* transfer of control of Nexstar from NFHI to NBGI that will result from the restructuring. This application is filed in conjunction with a *pro-forma* transfer of control of numerous television broadcast stations (See File No. BTCCDT-20150622AAL).

NEXSTAR BROADCASTING, INC. <sup>1</sup>					
Name / Address	Citizenship	Positional Interest	Percent of Votes	Percent of Total Assets	
Nexstar Broadcasting, Inc. 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	Delaware Corporation		--	--	
Nexstar Broadcasting Group, Inc. 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	Delaware Corporation	Sole Shareholder	100%	100% <sup>2</sup>	
Perry Sook 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	President and CEO, Director	0	0	
Thomas Carter 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Executive Vice President and CFO	0	0	
Brian Jones 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Executive Vice President and Co-Chief Operating Officer	0	0	

<sup>1</sup> The vice president/general managers of the stations Nexstar currently owns and of Nexstar's internet business units are also vice presidents of Nexstar Broadcasting, Inc. These vice presidents have no voting rights and do not hold any percentage of equity in Nexstar Broadcasting, Inc.

<sup>2</sup> Nexstar Broadcasting Group, Inc. will hold 100 percent of the total equity of Nexstar Broadcasting, Inc. Nexstar Broadcasting, Inc. is party to (i) a credit facility under which Bank of America, N.A. is administrative agent and (ii) bonds issued pursuant to Securities and Exchange Commission regulations under indentures with The Bank of New York Mellon as trustee. Because the debt under the credit facility and bonds is pure debt (and does not raise any EDP issues), the debt is not included in the percentage of total assets calculation.

NEXSTAR BROADCASTING, INC. <sup>1</sup>					
Name / Address	Citizenship	Positional Interest	Percent of Votes	Percent of Total Assets	
Timothy Busch 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Executive Vice President and Co-Chief Operating Officer	0	0	
Julie Pruett 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Senior Vice President	0	0	
William Sally 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Senior Vice President	0	0	
Theresa Underwood 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Senior Vice President	0	0	
Elizabeth Ryder 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Senior Vice President, General Counsel and Secretary	0	0	
Richard Stolpe 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Vice President and Director of Engineering	0	0	
Thomas O'Brien 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Executive Vice President and Chief Revenue Officer	0	0	

NEXSTAR BROADCASTING, INC. <sup>1</sup>					
Name / Address	Citizenship	Positional Interest	Percent of Votes	Percent of Total Assets	
Blake Russell 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Sr. Vice President – Operations	0	0	
Dione Rigsby 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Vice President - Technology	0	0	
Randall Bradford 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Vice President – Financial Operations	0	0	
Patrick Cusick 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Vice President & Controller	0	0	
Terri Bush 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Vice President – Director of Human Resources	0	0	
Jay Grossman ABRY Partners 111 Huntington Avenue, 30 <sup>th</sup> Floor Boston, MA 02199	U.S.	Director	0	0	
Lisbeth R. McNabb c/o Nexstar Broadcasting Group, Inc. 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Director	0	0	

NEXSTAR BROADCASTING, INC. <sup>1</sup>					
Name / Address	Citizenship	Positional Interest	Percent of Votes	Percent of Total Assets	
Geoff Armstrong c/o Nexstar Broadcasting Group, Inc. 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Director	0	0	
I. Martin Pompadour c/o Nexstar Broadcasting Group, Inc. 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Director	0	0	
Dennis Miller c/o Nexstar Broadcasting Group, Inc. 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Director	0	0	
C. Thomas McMillen c/o Nexstar Broadcasting Group, Inc. 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Director	0	0	

NEXSTAR BROADCASTING GROUP, INC.					
Name / Address	Citizenship	Positional Interest	Percent of Votes <sup>3</sup>	Percent of Total Assets	
Nexstar Broadcasting Group, Inc. 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	Delaware Corporation		--	--	
MSD Torchlight Partners, L.P. MSD Torchlight Partners (MM), L.P. <sup>4</sup> c/o MSDC Management, L.P. 645 Fifth Avenue, 21st Floor New York, NY 10022	Delaware Limited Partnership	Shareholder	10.0%	9.8%	
Luxor Capital Group, L.P. 1114 Avenue of the Americas 29 <sup>th</sup> Floor New York, NY 10036	Delaware Limited Partnership	Shareholder	9.6%	8.2%	
Remaining Shareholders c/o Nexstar Broadcasting Group, Inc. 545 E. John Carpenter Freeway, Suite 700 Irving, Texas 75039	U.S.	Shareholders	77.4%	74.8%	
Perry Sook 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Chairman of the Board, President and CEO, Director and Shareholder	6.2%	6.2%	

<sup>3</sup> Certain of the officers and directors (other than Mr. Sook) collectively hold approximately 1.0% of votes and assets.

<sup>4</sup> MSD Torchlight Partners, L.P. holds 2,950,056 shares and MSD Torchlight Partners (MM), L.P. holds 106,737 shares of stock in Nexstar Broadcasting Group, Inc.

<b>NEXSTAR BROADCASTING GROUP, INC.</b>					
<b>Name / Address</b>	<b>Citizenship</b>	<b>Positional Interest</b>	<b>Percent of Votes<sup>3</sup></b>	<b>Percent of Total Assets</b>	
Thomas Carter 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Executive Vice President and CFO	0	0	
Brian Jones 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Executive Vice President and Co-Chief Operating Officer	0	0	
Timothy Busch 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Executive Vice President and Co-Chief Operating Officer	0	0	
Elizabeth Ryder 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Senior Vice President, General Counsel and Secretary	0	0	
Thomas O'Brien 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Executive Vice President and Chief Revenue Officer	0	0	
Blake Russell 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Sr. Vice President – Operations	0	0	
Jay Grossman ABRY Partners 111 Huntington Avenue, 30 <sup>th</sup> Floor Boston, MA 02199	U.S.	Director	0	0	

NEXSTAR BROADCASTING GROUP, INC.					
Name / Address	Citizenship	Positional Interest	Percent of Votes <sup>3</sup>	Percent of Total Assets	
Lisbeth R. McNabb c/o Nexstar Broadcasting Group, Inc. 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Director	0	0	
Geoff Armstrong c/o Nexstar Broadcasting Group, Inc. 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Director	0	0	
I. Martin Pompadour c/o Nexstar Broadcasting Group, Inc. 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Director	0	0	
Dennis Miller c/o Nexstar Broadcasting Group, Inc. 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Director	0	0	
C. Thomas McMillen c/o Nexstar Broadcasting Group, Inc. 545 E. John Carpenter Freeway Suite 700 Irving, TX 75062	U.S.	Director	0	0	