

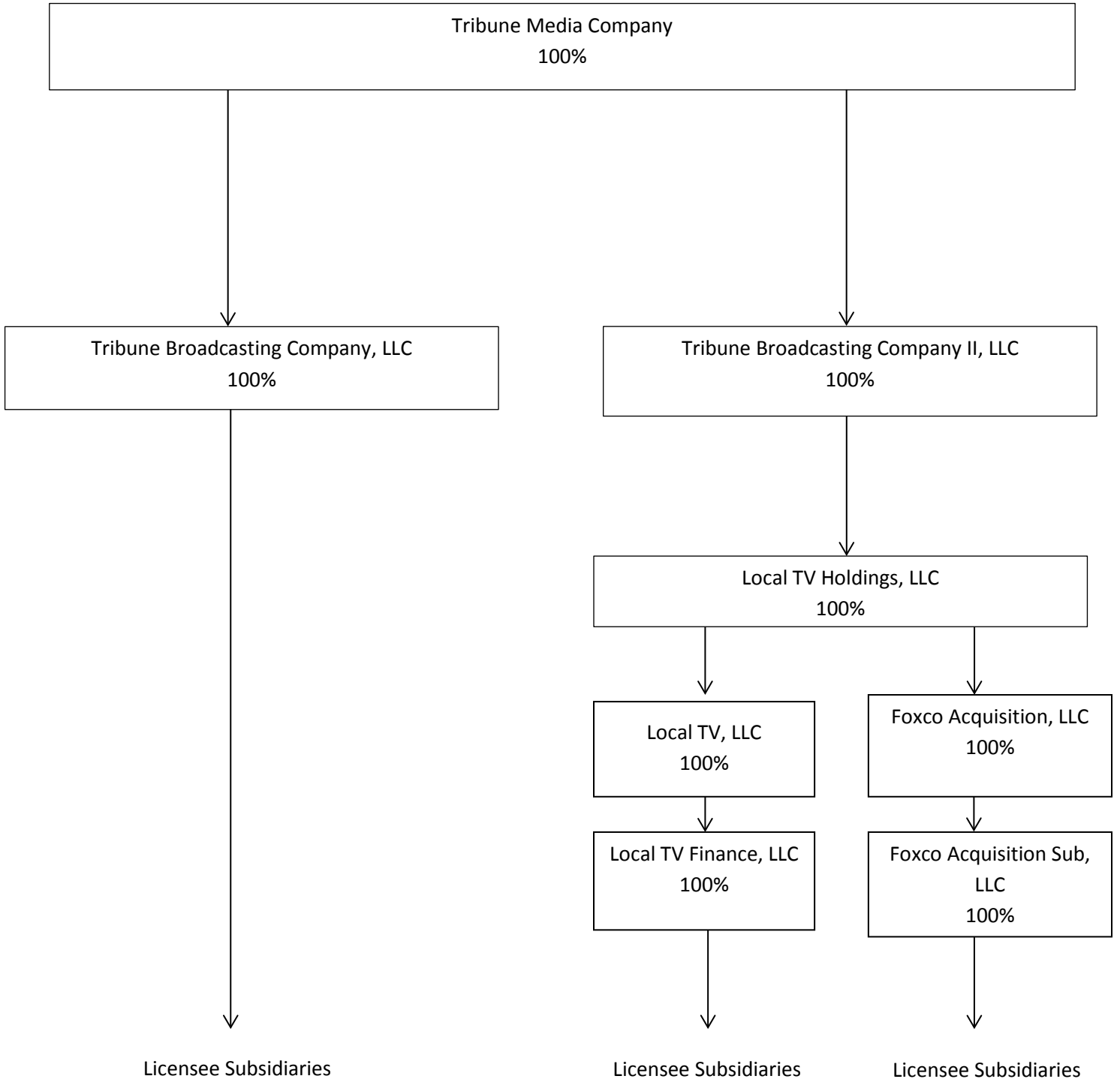
Description of Transaction and Public Interest Statement

This application is one of a number of concurrently filed applications that seek the Commission's consent to a transaction (the "Transaction") pursuant to which Sinclair Broadcast Group, Inc. ("Sinclair") will acquire all of the outstanding shares of Tribune Media Company ("Tribune"). As described below, Sinclair will acquire Tribune through a merger of a newly formed subsidiary of Sinclair with and into Tribune, immediately followed by Tribune merging with and into Sinclair's wholly owned subsidiary, Sinclair Television Group, Inc. ("STG"), with STG as the surviving company. Applicants are contemporaneously filing separate applications with the Media and Wireless Telecommunications Bureaus seeking Commission consent to the transfer of control of broadcast and wireless authorizations from Tribune to Sinclair.

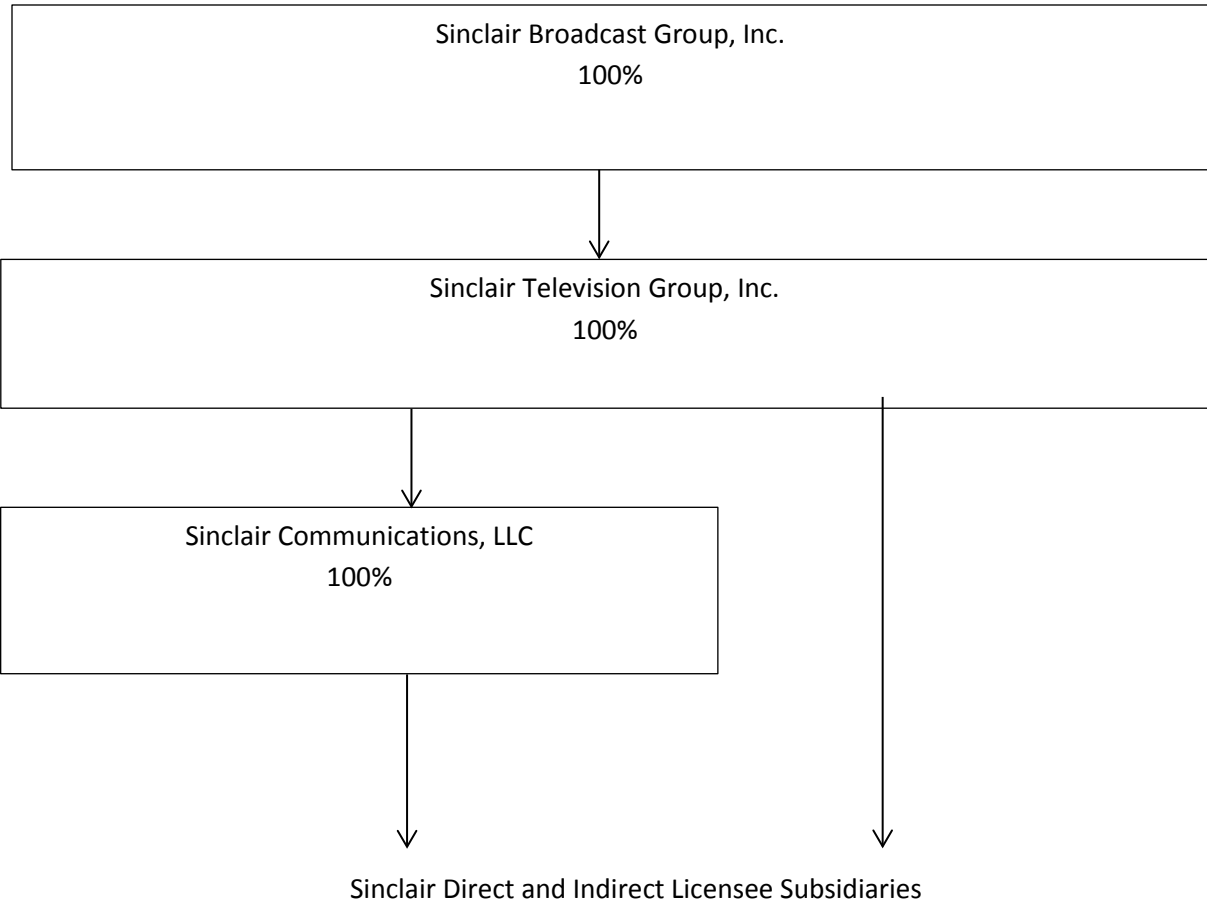
Corporate structure charts illustrating the before and after structures of the merging companies are provided below.

Approval of this transfer of control application is in the public interest because it will allow the licenses to continue to be used in the operation of the broadcast stations also being transferred in connection with the Transaction.

Tribune Media Company Corporate Structure Pre-Merger



Sinclair Broadcast Group, Inc. Corporate Structure Pre-Merger



Combined Company Structure Post-Merger

