



ATTORNEYS AT LAW

EVANS
HARRISON
HACKETT_{PLLC}

David R. Evans
Direct: 423-648-7893
devans@ehhlaw.com

January 31, 2020

Kira Headlee
Brewer Broadcasting
1305 Carter Street
Chattanooga, TN 37407

Re: Assignment from Estate Conveying Jim II's Redeemed Equity Interests

Dear Kira:

Enclosed herewith please find the original Assignment which Sandra Brewer has signed, as Executor of Jim II's estate, covering the redemption of all of his equity interests in the various Brewer entities. Please keep this document (and copies thereof) in the various entity records.

I have forwarded a copy of the enclosed Assignment to Felicia Laseter for HHM's accounting and tax records.

Best regards,

David R. Evans

DRE/jcl
Enclosure

Cc: Felicia Laseter (w/enclosure)
James L. Brewer, Sr.

ASSIGNMENT

Comes now Sandra L. Brewer, as Executor of the Estate of James L. Brewer, II, Deceased, (the "Estate") and, effective as of the close of business on December 31, 2019 (the "Effective Date") pursuant to that certain Purchase and Sale Agreement dated December 9, 2019 by and between the Estate, Brewer Broadcasting of Chattanooga, Inc., a Tennessee corporation ("BBCI"), J.L. Brewer Broadcasting, LLC, a Tennessee limited liability company ("JLB"), J.L. Brewer Broadcasting of Cleveland, LLC, a Tennessee limited liability company ("JLBC"), Brewer Media Group, LLC, a Tennessee limited liability company ("BMG"), and the Brewer Family Limited Partnership, a Tennessee limited partnership ("BFLP"), does hereby sell, assign, transfer and convey all of the Estate's stock, membership interests, and/or limited partnership interests, as applicable, in BBCI, JLB, JLBC, BMG and BFLP as follows:

- (a) To BBCI, all of the Estate's stock in BBCI for the sum of \$8,375.00, the payment of which sum is hereby acknowledged.
- (b) To JLB, all the Estate's membership interests in JLB, including all governance rights, capital accounts, and other financial rights outstanding as of the Effective Time, for the sum of \$1,600.00, the payment of which sum is hereby acknowledged.
- (c) To JLBC, all the Estate's membership interests in JLBC, including all governance rights, capital accounts, and other financial rights outstanding as of the Effective Time, for the sum of \$10,875.00, the payment of which sum is hereby acknowledged.
- (d) To BMG, all the Estate's membership interests in BMG, including all governance rights, capital accounts, and other financial rights outstanding as of

the Effective Time, for the sum of \$1,750.00, the payment of which sum is hereby acknowledged.

(e) To BFLP, all of the Estate's limited partnership interests in BFLP for the sum of \$2,400.00, the payment of which sum is hereby acknowledged.

IN WITNESS WHEREAS, Sandra Brewer, as Executor of the Estate of James L. Brewer, III, Deceased, has executed and delivered this Assignment as of the Effective Date.

A handwritten signature in cursive script, reading "Sandra Brewer", is positioned above a horizontal line.

Sandra Brewer, Executor of the Estate of
James L. Brewer, II, Deceased