

**Barrington Broadcasting South Carolina Corporation**

**Exhibit 11  
FCC Form 314  
Section III, Question 4**

**Parties to the Application**

**I. Barrington Broadcasting South Carolina Corporation (Assignee)**

<b>Name &amp; Address</b>	<b>Citizenship</b>	<b>Positional Interest</b>	<b>% of Votes</b>	<b>EDP</b>
Barrington Broadcasting South Carolina Corporation 2500 W. Higgins Road, Suite 880 Hoffman Estates, IL 60195	Delaware Corporation	Assignee	N/A	♦
K. James Yager** Barrington Broadcasting South Carolina Corporation 2500 W. Higgins Road, Suite 880 Hoffman Estates, IL 60195	USA	President and Director	0.0%	♦
Christopher Cornelius♦♦ Barrington Broadcasting South Carolina Corporation 2500 W. Higgins Road, Suite 880 Hoffman Estates, IL 60195	USA	Chief Operating Officer	0.0%	♦
David Meister Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	USA	Chief Financial Officer and Senior Vice President	0.0%	♦
Mayo S. Stuntz, Jr. Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	USA	Executive Vice President, Treasurer and Director	0.0%	♦
Paul M. McNicol Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	USA	Senior Vice President, Secretary and Director	0.0%	♦
Robert B. Sherman Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	USA	Chief Executive Officer, Senior Vice President and Director	0.0%	♦

Name & Address	Citizenship	Positional Interest	% of Votes	EDP
Keith Bland♦♦ Barrington Broadcasting South Carolina Corporation 2500 W. Higgins Road, Suite 880 Hoffman Estates, IL 60195	USA	Vice President	0.0%	♦
Mary Flodin♦♦ Barrington Broadcasting South Carolina Corporation 2500 W. Higgins Road, Suite 880 Hoffman Estates, IL 60195	USA	Vice President	0.0%	♦
Barrington Broadcasting Corporation 2500 W. Higgins Road, Suite 880 Hoffman Estates, IL 60195	Delaware Corporation	Sole Shareholder of Assignee	100%	♦

**II. Barrington Broadcasting Corporation**

Name & Address	Citizenship	Positional Interest	% of Votes	EDP
Barrington Broadcasting Corporation 2500 W. Higgins Road, Suite 880 Hoffman Estates, IL 60195	Delaware Corporation	Sole Shareholder of Assignee	N/A	♦
K. James Yager Barrington Broadcasting Corporation 2500 W. Higgins Road, Suite 880 Hoffman Estates, IL 60195	USA	President and Director	0.0%	♦
Christopher Cornelius Barrington Broadcasting Corporation 2500 W. Higgins Road, Suite 880 Hoffman Estates, IL 60195	USA	Chief Operating Officer	0.0%	♦
David Meister Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	USA	Chief Financial Officer and Senior Vice President	0.0%	♦
Mayo S. Stuntz, Jr. Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	USA	Executive Vice President, Treasurer and Director	0.0%	♦

Name & Address	Citizenship	Positional Interest	% of Votes	EDP
Paul M. McNicol Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	USA	Senior Vice President, Secretary and Director	0.0%	◆
Robert B. Sherman Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	USA	Chief Executive Officer, Senior Vice President and Director	0.0%	◆
Keith Bland Barrington Broadcasting Corporation 2500 W. Higgins Road, Suite 880 Hoffman Estates, IL 60195	USA	Vice President	0.0%	◆
Mary Flodin Barrington Broadcasting Corporation 2500 W. Higgins Road, Suite 880 Hoffman Estates, IL 60195	USA	Vice President	0.0%	◆
Barrington Broadcasting LLC 2500 W. Higgins Road, Suite 880 Hoffman Estates, IL 60195	Delaware Limited Liability Company	Sole Shareholder of Assignee's Owner	100%	◆

### III. Barrington Broadcasting LLC

Name & Address	Citizenship	Positional Interest	% of Votes	EDP
Barrington Broadcasting LLC◆◆ 2500 W. Higgins Road, Suite 880 Hoffman Estates, IL 60195	Delaware Limited Liability Company	Sole Shareholder of Assignee's Owner	N/A	◆
Mayo S. Stuntz, Jr. Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	USA	Executive Vice President and Treasurer	0.0%	◆
Paul M. McNicol Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	USA	Senior Vice President and Secretary	0.0%	◆

Name & Address	Citizenship	Positional Interest	% of Votes	EDP
Robert B. Sherman Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	USA	Senior Vice President	0.0%	◆
Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	Delaware Limited Partnership	Member	100%	◆

**IV. Pilot Group LP**

Name & Address	Citizenship	Positional Interest	% of Votes	EDP
Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	Delaware Limited Partnership	Voting Member of Sole Shareholder of Assignee's Owner (Pilot Group LP holds 100% of the Membership Interests in Barrington Broadcasting LLC and has the sole contractual power to designate the Managing Member of that entity.)	N/A	◆
Mayo S. Stuntz, Jr. Robert B. Sherman Katonah Pittman Ventures LLC Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	USA	Attributable Limited Partners	0.0%	◆
Pilot Group GP LLC 745 Fifth Avenue, 24th Floor New York, NY 10151	Delaware Limited Liability Company	General Partner***	100%	◆

**V. Pilot Group GP LLC**

Name & Address	Citizenship	Positional Interest	% of Votes	EDP
Pilot Group GP LLC◆◆◆ 745 Fifth Avenue, 24th Floor New York, NY 10151	Delaware Limited Liability Company	General Partner of Voting Member of Sole Shareholder of Assignee's Owner	N/A	◆

Name & Address	Citizenship	Positional Interest	% of Votes	EDP
Mayo S. Stuntz, Jr. Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	USA	Executive Vice President, Treasurer, Member of Management Committee and Member of Operating Committee	17.227%	◆
Paul M. McNicol Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	USA	Senior Vice President, Secretary, Member of Management Committee and Member of Operating Committee	4.202%	◆
Robert B. Sherman Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	USA	Senior Vice President and Member of Management Committee	1.891%	◆
Robert W. Pittman Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	USA	Member of Management Committee	See next entry	◆
Katonah Pittman Ventures LLC c/o Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	Delaware Limited Liability Company	Member	76.681% (Robert W. Pittman votes this interest)	◆

**VI. Katonah Pittman Ventures LLC**

Name & Address	Citizenship	Positional Interest	% of Votes	EDP
Katonah Pittman Ventures LLC c/o Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	Delaware Limited Liability Company	Member of LLC which is General Partner of the Voting Member of the Sole Shareholder of Assignee's Sole Shareholder	N/A	◆
Robert W. Pittman**** Pilot Group LP 745 Fifth Avenue, 24th Floor New York, NY 10151	USA	Member	100%	◆

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♦ There are not any parties with an attributable interest in the applicant under the FCC's equity debt plus (EDP) attribution standard.

♦♦ K. James Yager, Christopher Cornelius, Keith Bland and Mary Flodin, for each of whom information is provided in this application, also are officers and members of Barrington Broadcasting Company, LLC ("BBC"), a Delaware limited liability company, which entity, following consummation of the instant transaction, will provide management services to WPDE-TV, Florence, South Carolina. (BBC provides similar services to the operating TV stations currently owned by affiliates of Assignee identified in Exhibit 13.) BBC is a member of Barrington Broadcasting LLC ("Barrington LLC"), one of the indirect parents of Assignee (see Section III of this exhibit), but it does not presently hold any actual membership interests and does not possess any voting rights or rights to appoint officers or directors of Barrington LLC. BBC has only a contingent interest in Barrington LLC in the form of distribution of net cash from the sale of capital assets when certain thresholds are met. More specifically, upon the occurrence of a Capital Event (as defined in the Barrington Broadcasting LLC agreement), BBC will be entitled to receive a distribution equal to a percentage of the net cash return from such Capital Event(s) ranging from 5% to 10% after Pilot Group LP shall have received a return on its capital and a specified return on its investment. Nevertheless, the instant application provides the information regarding BBC that would be called for if it were a party to the application. Neither BBC nor its officers and owners have attributable media interests other than in the television stations identified in Exhibit 13.

♦♦♦ As the General Partner of Pilot Group LP, Pilot Group GP LLC is vested with the management, operation and control of Pilot Group LP. However, certain significant actions require the consent of all or some of the limited partners. The business and affairs of Pilot Group GP LLC are conducted and managed by the Management Committee, which consists of four members, one each designated by Katonah Pittman Ventures LLC, Mayo S. Stuntz, Jr., Paul M. McNicol and Robert B. Sherman. Katonah Pittman Ventures LLC has designated Robert W. Pittman to serve on the Management Committee. Messrs. Stuntz, McNicol, and Sherman have each designated himself to serve on the Management Committee. There is also a two-member Operating Committee of Pilot Group GP LLC which makes daily management decisions of the company. The two members of the Operating Committee, Messrs. Stuntz and McNicol, have equal voting power; and the Operating Committee acts by the unanimous consent of its two members.

♦♦♦♦ There are three classes of membership interests in Katonah Pittman Ventures LLC ("Katonah"). The Class A interests represent all of Katonah's ownership of its limited-liability-company interest in Pilot Group GP LLC. The Class B interests represent all of Katonah's ownership of its limited partnership interest in Pilot Group LP. (The Class C interests represent all of Katonah's ownership of shares in an unrelated company.) Robert W. Pittman owns 51% of the Class A membership interests and 99% of the Class B membership interests in Katonah. Katonah Pittman Ventures Inc. ("KPVI"), a domestically-organized corporation that is 100% owned by Mr. Pittman, owns 1% each of the Class A and Class B membership interest of Katonah. The Robert W. Pittman Children's Trust dated December 18, 1977 ("Trust") owns 48% of the Class A membership interests in Katonah. On February 15, 2005, the FCC granted an application of Barrington Michigan Corporation

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for FCC consent to acquire the construction permit for unbuilt station WBSF(TV), Bay City, Michigan (BAPCT-20041130AVP), which contained in Exhibit 12 a Request for Attribution Exemption for KPVI and the Trust, and, thus, Applicant believes that these interests are properly deemed nonattributable. The Request for Attribution Exemption from Exhibit 12 of the WBSF application stated in pertinent part as follows and is repeated herein:

Katonah Pittman Ventures Inc. ("KPVI"), a domestically-organized corporation, is a Class A member and a Class B member of Katonah Pittman Ventures LLC . . . . The Robert W. Pittman Children's Trust dated December 18, 1977 (the "Trust") is a Class A member of Katonah Pittman Ventures LLC. KPVI owns 1% each of the Class A membership interests and the Class B membership interests in Katonah Pittman Ventures LLC. The Trust owns 48% of the Class A membership interests in Katonah Pittman Ventures LLC.

Neither KPVI nor the Trust is involved in any way in the management of Katonah Pittman Ventures LLC, which is entrusted entirely to its Sole Managing Member, Robert W. Pittman, who owns 51% of the Class A membership interests in Katonah Pittman Ventures LLC and 99% of the Class B membership interests in Katonah Pittman Ventures LLC, as shown in Exhibit 11 to this application. (Mr. Pittman is also the sole shareholder of KPVI, and his wife Veronique C. Pittman and his financial advisor, Robyn S. Transport, both of whom are U.S. citizens, serve as co-trustees of the Trust, which was established by Mr. Pittman as an estate-planning vehicle.) Neither KPVI nor the Trust is involved in any way in the operations of any of the entities in which Katonah Pittman Ventures LLC, directly or through subsidiaries, holds an interest.

Accordingly, the applicant herein respectfully requests that KPVI and the Trust be exempted from attribution.