

CONTRIBUTION AGREEMENT

This Contribution Agreement (this "Agreement") is entered into as of _____, 2005, by and between Barrington Broadcasting LLC, a Delaware limited liability company ("Barrington LLC"), and Barrington Broadcasting Corporation, a Delaware corporation ("Barrington Corporation").

WHEREAS, Barrington LLC is the owner of all of the outstanding shares of capital stock of Barrington Michigan Corporation (the "Michigan Stock") and Barrington Broadcasting Missouri Corporation (the "Missouri Stock"); and

WHEREAS, Barrington LLC is the owner of all of the outstanding shares of capital stock of Barrington Corporation; and

WHEREAS, Barrington LLC desires to contribute the Michigan Stock and the Missouri Stock to Barrington Corporation and Barrington Corporation desires to accept such contribution of the Michigan Stock and the Missouri Stock from Barrington LLC:

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby mutually acknowledged, the parties hereby agree as follows:

1. Contribution of the Stock by Barrington LLC to Barrington Corporation.

(a) Barrington LLC hereby contributes, assigns, transfers, grants and delivers all of its right, title and interest in and to the Michigan Stock and the Missouri Stock to Barrington Corporation.

(b) Barrington Corporation hereby accepts the contribution of the Michigan Stock and the Missouri Stock from Barrington LLC.

2. Binding Agreement.

This Agreement shall be binding upon and inure to the benefit of the parties hereto and their respective successors, legal representatives and permitted assigns. This Agreement is intended solely for the benefit of the parties hereto.

3. Effectiveness.

The provisions of this Agreement shall be effective as of the date hereof.

4. Governing Law.

This Agreement shall be governed by and construed in accordance with the laws of the State of Delaware.

5. Counterparts.

This Agreement may be executed in any number of counterparts, all of which taken together shall constitute one instrument.

[The remainder of page is intentionally left blank.]

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the date first above written.

BARRINGTON BROADCASTING LLC

**By: Pilot Group GP LLC
Its: Managing Member**

By: _____
Name:
Title:

BARRINGTON BROADCASTING CORPORATION

By: _____
Name:
Title: