

**EXHIBIT 12**  
**FCC Form 316**  
**Section III, Paragraph 5**

**Changes In Interests**

This Form 316 application seeks FCC consent to a *pro forma* transfer of control of Providence Equity Partners VI L.L.C. (“PEP VI LLC” or “Transferor”), which indirectly controls Newport Television License LLC, licensee of the stations listed in Section II, paragraph 5 (“Newport Stations”).<sup>1</sup> As a result of a *pro forma* internal reorganization described below, Messrs. Jonathan M. Nelson, Glenn M. Creamer and Paul J. Salem, the controlling members of PEP IV LLC, continue to control PEP VI LLC but do so indirectly through their control of Transferee Providence Managing Member L.L.C., rather than directly through their direct ownership of PEP VI LLC.<sup>2</sup>

As reflected in Diagram A below, before the *pro forma* corporate reorganization, each of Messrs. Nelson, Creamer and Salem held a direct LLC membership interest in PEP VI LLC, with each individually holding the power to bind the Transferor. PEP VI LLC is the sole general partner (holding 100% of the voting interests) of Providence Equity GP VI L.P., which in turn is the sole general partner (holding 100% of the voting interests) of Providence Equity Partners VI (Umbrella US) L.P. Providence Equity Partners VI (Umbrella US) L.P. holds a controlling (54.9%) voting interest in Newport TV HoldCo LLC, which is the indirect parent of the licensees of the Newport Stations.

As reflected in Diagram B below, the *pro forma* reorganization does not alter the ownership structure below PEP VI LLC. Messrs. Nelson, Creamer and Salem continue to control PEP VI LLC, but do so indirectly rather than through their direct ownership of Transferor. Pursuant to the *pro forma* reorganization, the LLC interests of Transferor previously held by Messrs. Nelson, Creamer and Salem are held by Providence Fund Holdco (Domestic ECI) L.P., whose sole general partner (holding 100% of the voting interests) is Providence Managing Member L.L.C.<sup>3</sup> Transferee Providence Managing Member L.L.C. in turn is owned

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<sup>1</sup> A companion Form 316 application on behalf of Newport Television License LLC’s immediate parent Newport Television LLC, as licensee of KVOS-TV and its translator, is being submitted with the instant application, and concurrent processing of both applications is requested.

<sup>2</sup> In the course of preparing recently-filed 2011 biennial ownership reports for the Newport Stations, it was determined that, subsequent to the reporting date of the prior ownership reports, the interests of Messrs. Nelson, Creamer and Salem in PEP VI LLC had been restructured in order to streamline the manner in which they hold their controlling interests in several affiliated investment funds which, other than PEP VI LLC, do not hold interests in the Newport Stations.

<sup>3</sup> Certain other entities directly or indirectly controlled by Messrs. Nelson, Creamer and Salem that also have direct or indirect attributable interests in the Newport Stations, but that are outside the control structure that is the subject of this application and are not affected by the application, are not depicted in Diagram A or Diagram B.

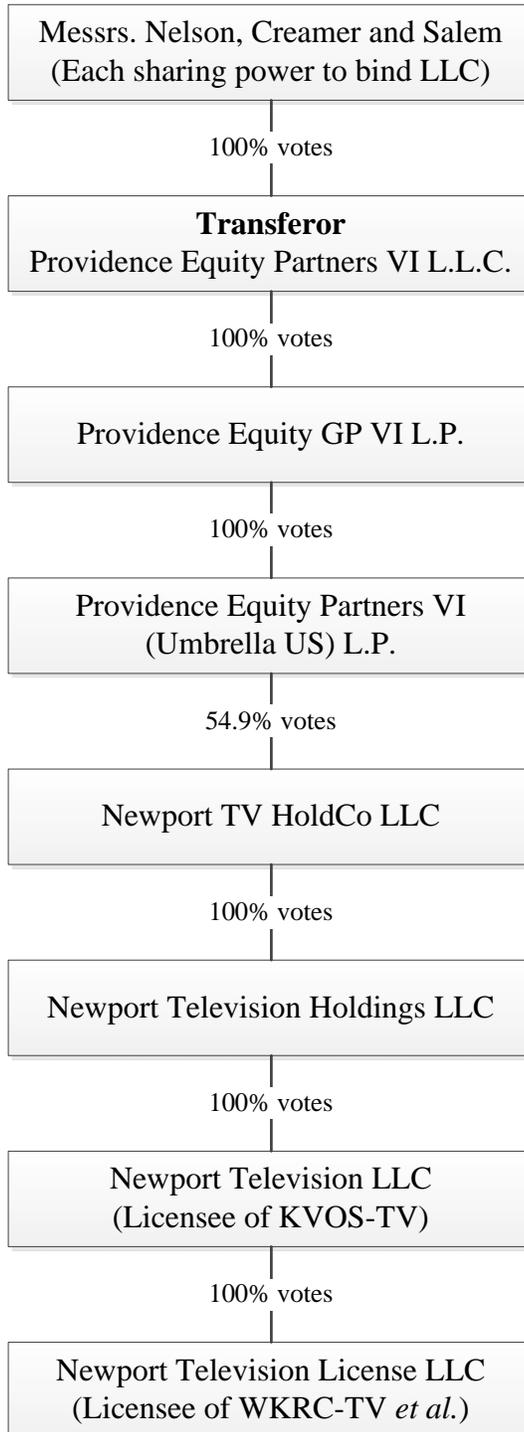
and controlled by Messrs. Nelson, Creamer and Salem, each sharing the power to bind the company.

The internal reorganization is properly filed on FCC Form 316. *See* 47 C.F.R. § 73.3540(f)(4) (corporate reorganization without substantial change of control) and (5) (transfer from corporation to a wholly owned subsidiary thereof or vice versa).<sup>4</sup>

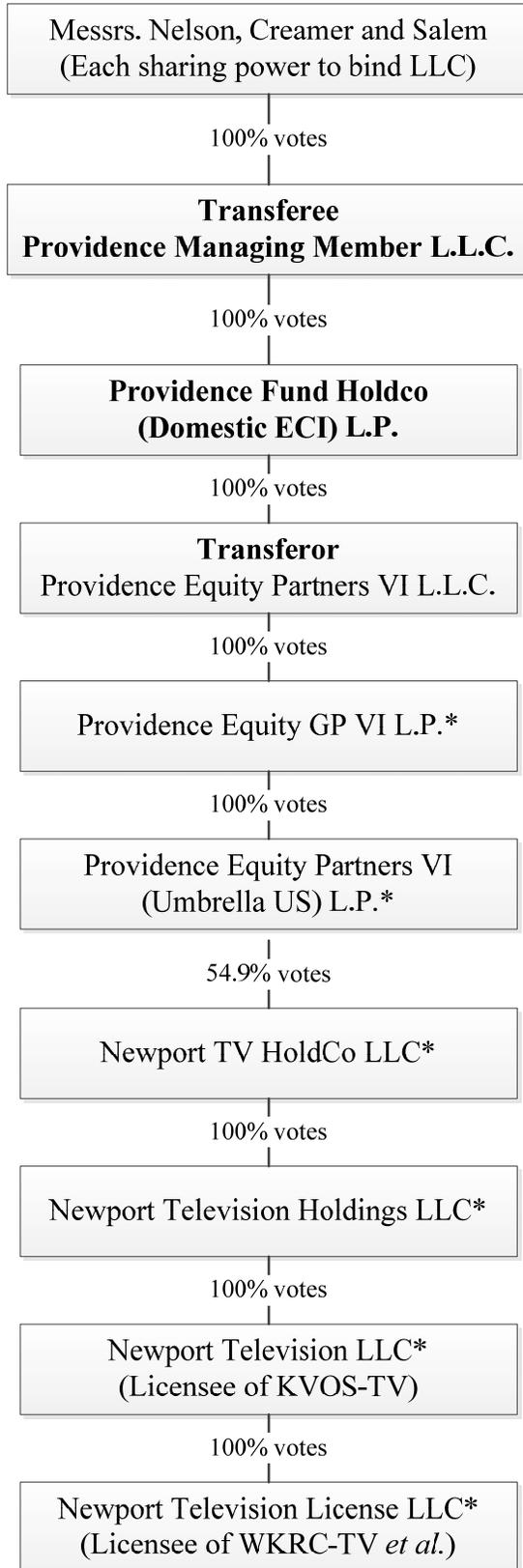
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<sup>4</sup> As a *pro forma* internal reorganization, the transaction does not involve payment of consideration or a purchase agreement.

**Diagram A - BEFORE**



**Diagram B - AFTER**



\* No Change