

## **COMPREHENSIVE EXHIBIT**

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### **I. Description of Transaction**

This and 20 related applications being filed concurrently herewith (collectively, the “Divestiture Trust Applications”) request the Commission’s consent to the assignment<sup>1</sup> of the FCC licenses of the stations identified on Appendix A hereto (“Stations”) to the Sinclair Divestiture Trust (the “Trust”). The trustee of the Trust is RAFAMEDIA LLC (the “Trustee”), whose sole member is Richard A. Foreman.<sup>2</sup>

The sole purpose of the Divestiture Trust Applications and the proposed assignment or transfer of control of the Stations to the Trust is to facilitate the divestitures that will be required for the approval and timely consummation of a larger transaction, pursuant to which Sinclair Broadcast Group, Inc. (“Sinclair”) will acquire all of the outstanding shares of Tribune Media Company (“Tribune”). Specifically, Sinclair will acquire Tribune through a merger of Samson Merger Sub, Inc., a wholly owned 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 (collectively, the “Transaction”).<sup>3</sup> The parties previously filed 33 applications on FCC Form 315 that seek the Commission’s consent to the transfer of control of Tribune to Sinclair (as amended, the “Tribune Applications”). A more detailed description of the

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<sup>1</sup> The Divestiture Trust Applications also include one application on Form 315 for consent to transfer the stock of KPLR, Inc., the licensee of television station KPLR-TV, St. Louis, MO, to the Trust.

<sup>2</sup> All full-power, low-power, and TV translator licenses associated with the Divestiture Trust Applications are set forth on Appendix B hereto. We are also contemporaneously filing applications with the Wireless Telecommunications and International Bureaus seeking Commission consent to assign the microwave, land mobile, and earth station authorizations held by subsidiaries of Tribune and Sinclair and used in the operation of the Stations.

<sup>3</sup> See *Applications to Transfer Control of Tribune Media Company to Sinclair Broadcast Group, Inc.*, MB Docket No. 17-179.

Transaction is set forth in the Comprehensive Exhibit included at Exhibit 15 to the Tribune Applications (as amended, the “Transaction Comprehensive Exhibit”). The parties request that the Commission process and act on the Divestiture Trust Applications and the Tribune Applications simultaneously.

As described in the Tribune Applications, as amended, divestitures (i) will be required in certain overlap markets where both Sinclair and Tribune own stations, and may be required in a market where Tribune owns multiple stations, in order for the Transaction to comply with the Commission’s local television multiple ownership rule (the “Duopoly Rule”), and (ii) will be required in certain additional markets in order for the Transaction to comply with the Commission’s national television multiple ownership rule (the “National Cap Rule”) (all such divestitures referred to herein as the “Divestitures”). In the event that any of the Divestitures have not been completed by the time scheduled for the closing of the Transaction, the parties propose to assign (or transfer control of) the FCC licenses of the Stations to be divested (“Divestiture Stations”) to the Trust. Since we will not know exactly which stations will be divested until the Commission has completed its review of Sinclair’s request to own two top-four stations in certain markets and its negotiations with prospective purchasers of stations to be divested have been completed, in certain markets, the parties are seeking consent to assign to the Trust more than the required Divestiture Stations in order to retain flexibility to determine the precise Stations to be placed in the Trust. The parties understand that in certain markets the Trust cannot have an attributable interest in all of these Stations. By the time the parties are ready to close the Transaction, they will have decided which Stations to place in the Trust, and will put into the Trust no fewer than the Divestiture Stations as necessary for the Transaction to comply with the Commission’s rules (unless any such required divestiture has taken place at or prior to closing) and no more Stations than are allowable under the Commission’s television multiple ownership rules. Consistent with Commission precedent, the parties will amend the Divestiture Trust Applications prior to the grant of the Tribune and Divestiture Trust Applications as necessary to specify the Divestiture Stations that will be placed in the Trust.<sup>4</sup> The transfer of the Divestiture Stations to the Trust will occur simultaneously with or immediately after the closing of the Transaction.<sup>5</sup>

## **II. Agreements**

All agreements relating to the Trust are, or will be, between Sinclair and the Trustee. Copies of the agreements relating to the Trust, which include the Engagement and Assignment Agreement between Sinclair and the Trustee dated as of February 16, 2018

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<sup>4</sup> See *Entercom Communications Corp.*, Memorandum Opinion and Order, 32 FCC Rcd 9380 ¶ 16 (MB 2017); See also, *The E.W. Scripps Company*, Letter, 29 FCC Rcd 14870, DA 14-1824 (MB 2014). The parties understand such amendments will be made prior to any grant of the Divestiture Trust Applications.

<sup>5</sup> The Commission has previously held that one application may be used for a multi-step transaction. See *John H. Phipps, Inc.*, 11 FCC Rcd 13053, 13056 (1996).

(“Engagement Agreement”), and the form of Trust Agreement to be entered into by Sinclair and the Trustee as of the date of consummation of the Transaction (“Trust Agreement”), are attached at Exhibit 5 to the Divestiture Trust Applications. Exhibit B to the Engagement Agreement has been omitted because it contains proprietary information that is not germane to the Commission’s consideration of this application. As a result, Section II, Question 3 and Section III, Question 3 (on Form 315, Section III, Question 3 and Section IV, Question 5) of this application have been answered “no.”<sup>6</sup> Exhibit B will be provided to the Commission upon request, subject to the right of the parties to ask that the material submitted be held in confidence and not be made available for public inspection pursuant to applicable rules and policies of the Commission that restrict public access to confidential and proprietary information.

### **III. Trust Structure**

It is the Commission’s longstanding precedent to permit divestiture trust arrangements in situations where a transaction involving multiple stations in multiple markets would result in a party exceeding the ownership caps in one or more markets.<sup>7</sup> Under this well-established Commission precedent, a beneficiary’s ownership interest is not attributable to the beneficiary if it is properly insulated to prevent the exercise of control or influence over the trustee.<sup>8</sup> The Commission has set out certain standards for properly insulated trusts.<sup>9</sup>

The relationship between Sinclair, the Trustee and the Trust will be governed by the Engagement Agreement and the Trust Agreement. Those agreements provide, among other things, that the assets of the Stations placed in trust to be divested as described above will be assigned to the Trust, and that the Trustee shall have the power to effect sales of those Divestiture Stations to third parties as soon as reasonably practicable and at the maximum price reasonably attainable, provided that Sinclair may establish a minimum acceptable price for the Divestiture Stations. If Sinclair enters into an agreement to sell any of the Divestiture Stations prior to the closing of the Transaction and assignment of the FCC licenses to the Trust, the Trustee shall assume the obligations of Sinclair under such

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<sup>6</sup> See *LUJ, Inc. and Long Nine, Inc.*, 17 FCC Rcd 16980 (2002).

<sup>7</sup> See, e.g., *Entercom Communications Corp.*, Memorandum Opinion and Order, 32 FCC Rcd 9380 (MB 2017); *Letter from Peter H. Doyle, Chief, Audio Division, to Howard M. Liberman, Esq. and Richard A. Helmick, Esq.*, Ref. 1800B3-TH (MB Nov. 8, 2013); *Cumulus Media, Inc.*, Memorandum Opinion and Order, 26 FCC Rcd 12956 (MB 2011); *Clear Channel Communications, Inc.*, Memorandum Opinion and Order, 23 FCC Rcd 1421 (2008); *The E.W. Scripps Company*, Letter, 29 FCC Rcd 14870, DA 14-1824 (MB 2014).

<sup>8</sup> See *Shareholders of AMFM, Inc.*, 15 FCC Rcd 16062, 16072-73 (2000); see also *Shareholders of American Radio Systems Corp.*, 13 FCC Rcd 12430, 12441 (1998).

<sup>9</sup> See 47 C.F.R. § 73.3555, note 2(d); *Attribution of Ownership Interests*, 97 FCC 2d 997, 1023-24 (1984), *recon. granted in part*, 58 RR 2d 604 (1985), *further recon. granted in part*, 1 FCC Rcd 802 (1986).

agreement pending FCC and any other required governmental approvals. The Trust Agreement will further provide that the Trustee shall have complete control over the Divestiture Stations placed in the Trust and will operate them as separate, independent and active competitors to Sinclair. While the Divestiture Stations are in trust, Sinclair shall receive any net revenues from their operation in excess of actual and projected expenses as determined by the Trustee in its sole discretion. Additionally under the terms of the proposed Trust Agreement, among other things, (i) Sinclair cannot replace the Trustee at will or revoke the Trust, (ii) the Trustee does not have a business, personal or extra-trust relationship with Sinclair, its affiliates or any of the shareholders, directors, officers or employees of Sinclair or its affiliates (“Related Party”), and (iii) except as otherwise expressly provided in the Trust Agreement, during the term of the Trust Agreement, neither Sinclair nor any Related Party shall communicate with the Trustee regarding the operation or management of the Stations except concerning the mechanics of implementing any sale of a Divestiture Station or Divestiture Stations (but not concerning the management and operation of the Divestiture Stations) and to receive reports concerning the implementation of the Trust.

Accordingly, the proposed Trust conforms to the Commission’s attribution insulation standards. By complying with the Commission’s attribution insulation standards, the Trust is properly insulated from Sinclair’s influence in accordance with Commission precedent. In fact, the Trust Agreement is identical in all material respects to other trust agreements that the Commission has recently approved.<sup>10</sup>

#### **IV. Parties to the Application**

The following table, which is consistent with the format of Section III, Question 4(a) on Form 314 (Section IV, Question 6(a) on Form 315), lists the following information for the Trust:

- (1) Name and address of the assignee and each party to the application holding an attributable interest
- (2) Citizenship
- (3) Positional interest
- (4) Percentage of votes
- (5) Percentage of total assets (equity plus debt)

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<sup>10</sup> See, e.g., FCC File Nos. BALH-20160802ADT; BALH-20141219AEY; *Entercom Communications Corp.*, Memorandum Opinion and Order, 32 FCC Rcd 9380 (MB 2017).

<b>Name and Address</b>	<b>Citizenship</b>	<b>Positional Interest</b>	<b>% of Votes</b>	<b>% of Total Assets</b>
Sinclair Divestiture Trust c/o Richard A. Foreman Associates, Inc. 330 Emery Drive East Stamford, CT 06902	US	Respondent	0	0
RAFAMEDIA LLC c/o Richard A. Foreman Associates, Inc. 330 Emery Drive East Stamford, CT 06902	US	Trustee	0	0
Richard A. Foreman c/o Richard A. Foreman Associates, Inc. 330 Emery Drive East Stamford, CT 06902	US	Sole Member of Trustee	100	100

## **V. Other Authorizations**

The other authorizations of Sinclair are attached at Appendix C hereto. The other authorizations of Tribune are attached at Appendix D hereto. Richard A. Foreman, the sole member of the Trustee, does not have an attributable interest in any broadcast station.

## **VI. Media Ownership**

Some of the Divestiture Trust Applications implicate the Duopoly Rule. As noted above, the parties understand that the Trust cannot have an attributable interest in all of these Stations. By the time the parties are ready to close the Transaction, they will have decided which Stations to place in the Trust, and will put into the Trust no fewer than the Stations as necessary for the Transaction to comply with the Commission's rules (unless any such required divestiture has taken place at or prior to closing) and no more Stations than are allowable under the Duopoly Rule. The parties will amend the Divestiture Trust Applications as necessary prior to grant to specify the Stations that will be placed in the Trust.

The Divestiture Trust Applications comply with the National Cap Rule.

Below is a list of overlap markets implicated by the Duopoly Rule. As discussed above, the Trust will comply with the Duopoly Rule upon consummation of the Divestiture Trust Applications.

### **1. Seattle-Tacoma, Washington:**

In this market, a subsidiary of Sinclair is the licensee of television stations KOMO-TV, Seattle, Washington, and KUNS-TV, Bellevue, Washington. A subsidiary of Tribune is the

licensee of stations KCPQ(TV), Tacoma, Washington, and KZJO(TV), Seattle, Washington. Divestiture Trust Applications are being filed to assign KCPQ(TV) and KZJO(TV) to the Trust. Upon consummation of the Divestiture Trust Applications, the Trust will have an attributable interest in no more than two stations in this market, only one of which is a Top-four station.

**2. St. Louis, Missouri:**

In this market, a subsidiary of Sinclair is the licensee of KDNL-TV, St. Louis, Missouri. A subsidiary of Tribune is the licensee of stations KPLR-TV, St. Louis, Missouri, and KTVI(TV), St. Louis, Missouri. A Divestiture Trust Application is being filed to transfer the stock of the licensee of KPLR-TV to the Trust. Upon consummation of the Divestiture Trust Application, the Trust will have an attributable interest in no more than one station in this market.

**3. Salt Lake City, Utah:**

In this market, a subsidiary of Sinclair is the licensee of KUTV(TV), Salt Lake City, Utah, and KJZZ-TV, Salt Lake City, Utah. A subsidiary of Tribune is the licensee of station KSTU(TV), Salt Lake City, Utah. A Divestiture Trust Application is being filed to assign KSTU(TV) to the Trust. Upon consummation of the Divestiture Trust Application, the Trust will have an attributable interest in no more than one station in this market.

**4. Oklahoma City, Oklahoma:**

In this market, a subsidiary of Sinclair is the licensee of KOKH-TV, Oklahoma City, Oklahoma, and KOCB(TV), Oklahoma City, Oklahoma. A subsidiary of Tribune is the licensee of station KFOR-TV, Oklahoma City, Oklahoma, and KAUT-TV, Oklahoma City, Oklahoma. Divestiture Trust Applications are being filed to assign all four of these stations to the Trust in order to retain flexibility, based on the outcome of negotiations with prospective purchasers, to determine the precise stations to be placed in the Trust. The Divestiture Trust Applications will be amended to specify the stations that ultimately will be assigned to the Trust. Upon consummation of the Divestiture Trust Applications, the Trust will have an attributable interest in no more than two stations in this market, only one of which will be a Top-four station.

**5. Greensboro-High Point-Winston Salem, North Carolina:**

In this market, a subsidiary of Sinclair is the licensee of WXLV-TV, Winston Salem, North Carolina, and WMYV(TV), Greensboro, North Carolina. A subsidiary of Tribune is the licensee of WGHP(TV), High Point, North Carolina. Divestiture Trust Applications are being filed to assign all three of these stations to the Trust in order to retain flexibility, based on the outcome of Sinclair's request to own two top-four stations in this market, to determine the precise station(s) to be placed in the Trust. The Divestiture Trust Applications will be amended to specify the station(s) that ultimately will be assigned to the Trust. Upon consummation of the Divestiture Trust Applications, the Trust will have an attributable interest in no more than one station in this market.

**6. Grand Rapids-Kalamazoo-Battle Creek, Michigan:**

In this market, a subsidiary of Sinclair is the licensee of WWMT(TV), Kalamazoo, Michigan. A subsidiary of Tribune is the licensee of WXMI(TV), Grand Rapids, Michigan. Divestiture Trust Applications are being filed to assign both of these stations to the Trust in order to retain flexibility, based on the outcome of negotiations with prospective purchasers, to determine the precise station to be placed in the Trust. The Divestiture Trust Applications will be amended to specify which station ultimately will be assigned to the Trust. Upon consummation of the Divestiture Trust Applications, the Trust will have an attributable interest in no more than one station in this market.

**7. Harrisburg-Lancaster-Lebanon-York, Pennsylvania:**

In this market, a subsidiary of Sinclair is the licensee of WHP-TV, Harrisburg, Pennsylvania. A subsidiary of Tribune is the licensee of WPMT(TV), York, Pennsylvania. Divestiture Trust Applications are being filed to assign both of these stations to the Trust in order to retain flexibility, based on the outcome of Sinclair's request to own two top-four stations in this market, to determine which station, if any, will be placed in the Trust. The Divestiture Trust Applications will be amended to specify which station, if any, ultimately will be assigned to the Trust. Upon consummation of the Divestiture Trust Applications, the Trust will have an attributable interest in no more than one station in this market.

**8. Richmond-Petersburg, Virginia:**

In this market, a subsidiary of Sinclair is the licensee of WRLH-TV, Richmond, Virginia. A subsidiary of Tribune is the licensee of WTVR-TV, Richmond, Virginia. Divestiture Trust Applications are being filed to assign both of these stations to the Trust in order to retain flexibility, based on the outcome of negotiations with prospective purchasers, to determine which station will be placed in the Trust. The Divestiture Trust Applications will be amended to specify which station ultimately will be assigned to the Trust. Upon consummation of the Divestiture Trust Applications, the Trust will have an attributable interest in no more than one station in this market.

**9. Des Moines-Ames, Iowa:**

In this market, a subsidiary of Sinclair is the licensee of KDSM-TV, Des Moines, Iowa. A subsidiary of Tribune is the licensee of WHO-DT, Des Moines, Iowa. Divestiture Trust Applications are being filed to assign both of these stations to the Trust in order to retain flexibility, based on the outcome of negotiations with prospective purchasers, to determine which station will be placed in the Trust. The Divestiture Trust Applications will be amended to specify which station ultimately will be assigned to the Trust. Upon consummation of the Divestiture Trust Applications, the Trust will have an attributable interest in no more than one station in this market.

**10. Indianapolis, Indiana:**

In this market, a subsidiary of Tribune is the licensee of stations WTTV(TV), Bloomington, Indiana and WXIN(TV), Indianapolis, Indiana. Sinclair currently owns no stations in this market. Divestiture Trust Applications are being filed to assign both of these stations to the Trust in order to retain flexibility, based on the outcome of Sinclair's request to own two top-four stations in this market, to determine which station, if any, will be placed in the Trust. The Divestiture Trust Applications will be amended to specify which station, if any, will be assigned to the Trust. Upon consummation of the Divestiture Trust Applications, the Trust will have an attributable interest in no more than one station in this market.

Divestiture Trust Applications are also being filed with respect to Tribune television stations WPIX(TV), New York, New York, and KSWB-TV, San Diego, California, in order to facilitate the Transaction's compliance with the National Cap Rule, but such applications will not implicate either the local or national multiple ownership rules with respect to the Trust.



## APPENDIX A

### Divestiture Trust Stations

Call Sign	Community of License	FAC ID
KOKH-TV	Oklahoma City, OK	35388
KOCB(TV)	Oklahoma City, OK	50170
WXLV-TV	Winston-Salem, NC	414
WMYV(TV)	Greensboro, NC	25544
WWMT(TV)	Kalamazoo, MI	74195
WHP-TV	Harrisburg, PA	72313
WRLH-TV	Richmond, VA	412
KDSM-TV	Des Moines, IA	56527
KCPQ	Tacoma, WA	33894
KZJO	Seattle, WA	69571
KPLR-TV	St. Louis, MO	35417
KSTU	Salt Lake City, UT	22215
KAUT-TV	Oklahoma City, OK	50182
KFOR-TV	Oklahoma City, OK	66222
WGHP	High Point, NC	72106
WXMI	Grand Rapids, MI	68433
WPMT	York, PA	10213
WTVR-TV	Richmond, VA	57832
WHO-DT	Des Moines, IA	66221
WTTV	Bloomington, IN	56523
WXIN	Indianapolis, IN	146
WPIX	New York, NY	73881
KSWB-TV	San Diego, CA	58827

## APPENDIX B

### FCC Licenses

Call Sign	Community of License	FAC ID	Licensee
KOCB(TV)	Oklahoma City, OK	50170	KOCB Licensee, LLC
KOKH-TV	Oklahoma City, OK	35388	KOKH Licensee, LLC
KPLR-TV	St. Louis, MO	35417	KPLR, Inc.
KSTU	Salt Lake City, UT	22215	KSTU License, LLC
KKRP-LD	St. George, UT	70979	KSTU License, LLC
K14PA-D	Rural Juab County, UT	22202	KSTU License, LLC
K15FQ-D	Milford, Etc. UT	22214	KSTU License, LLC
K17HM-D	Wendover, UT	22217	KSTU License, LLC
K22DE	Tooele, UT	69280	KSTU License, LLC
K25HF-D	Heber City, UT	22212	KSTU License, LLC
K35OP-D	Park City, UT	22213	KSTU License, LLC
K43CC-D	Santa Clara, UT	22205	KSTU License, LLC
KFOR-TV	Oklahoma City, OK	66222	Tribune Broadcasting Oklahoma City License, LLC
KAUT-TV	Oklahoma City, OK	50182	Tribune Broadcasting Oklahoma City License, LLC
K15HL-D	Cherokee & Alva, OK	167263	Tribune Broadcasting Oklahoma City License, LLC
K16DX-D	Gage, OK	59851	Tribune Broadcasting Oklahoma City License, LLC
K17ID-D	Cherokee & Alva, OK	167261	Tribune Broadcasting Oklahoma City License, LLC
K19GZ-D	Seiling, OK	167252	Tribune Broadcasting Oklahoma City License, LLC
K20BR-D	Gage, Etc., OK	59840	Tribune Broadcasting Oklahoma City License, LLC
K20JD-D	Cherokee & Alva, OK	167259	Tribune Broadcasting Oklahoma City License, LLC
K22BR-D	May, Etc., OK	59849	Tribune Broadcasting Oklahoma City License, LLC
K22ID-D	Alva - Cherokee, OK	167257	Tribune Broadcasting Oklahoma City License, LLC
K25JQ-D	May, Etc., OK	167251	Tribune Broadcasting Oklahoma City License, LLC
K26IS-D	Woodward, Etc., OK	167265	Tribune Broadcasting Oklahoma City License, LLC
K28JX-D	Alva - Cherokee, OK	167255	Tribune Broadcasting Oklahoma City License, LLC
K29HZ-D	Woodward, Etc., OK	167264	Tribune Broadcasting Oklahoma City License, LLC

Call Sign	Community of License	FAC ID	Licensee
K31JQ-D	Woodward, Etc., OK	167262	Tribune Broadcasting Oklahoma City License, LLC
K33JM-D	Mooreland, Etc., OK	167260	Tribune Broadcasting Oklahoma City License, LLC
K38KH-D	Woodward, Etc., OK	167258	Tribune Broadcasting Oklahoma City License, LLC
K41KS-D	Seiling, OK	167256	Tribune Broadcasting Oklahoma City License, LLC
K43KU-D	Seiling, OK	167254	Tribune Broadcasting Oklahoma City License, LLC
K47LB-D	Seiling, OK	167253	Tribune Broadcasting Oklahoma City License, LLC
K49DO-D	Seiling, OK	59848	Tribune Broadcasting Oklahoma City License, LLC
WXLV-TV	Winston-Salem, NC	414	WXLV Licensee, LLC
WMYV(TV)	Greensboro, NC	25544	WUPN Licensee, LLC
WGHP	High Point, NC	72106	WGHP License, LLC
WWMT(TV)	Kalamazoo, MI	74195	WWMT Licensee, LLC
WXMI	Grand Rapids, MI	68433	WXMI, LLC
W17DF-D	Muskegon, MI	64442	WXMI, LLC
W42CB-D	Hesperia, MI	64440	WXMI, LLC
WHP-TV	Harrisburg, PA	72313	Harrisburg Licensee, LLC
WPMT	York, PA	10213	WPMT, LLC
WRLH-TV	Richmond, VA	412	WRLH Licensee, LLC
WTVR-TV	Richmond, VA	57832	WTVR License, LLC
KDSM-TV	Des Moines, IA	56527	KDSM Licensee, LLC
WHO-DT	Des Moines, IA	66221	WHO License, LLC
WTTV	Bloomington, IN	56523	Tribune Broadcasting Indianapolis, LLC
WXIN	Indianapolis, IN	146	Tribune Broadcasting Indianapolis, LLC
KCPQ	Tacoma, WA	33894	Tribune Broadcasting Seattle, LLC
KZJO	Seattle, WA	69571	Tribune Broadcasting Seattle, LLC
K07ZC-D	Ellensburg/Kittitas, WA	33896	Tribune Broadcasting Seattle, LLC
K25CG-D	Aberdeen, WA	33898	Tribune Broadcasting Seattle, LLC
K25CH-D	North Bend, WA	69575	Tribune Broadcasting Seattle, LLC
K28KJ-D	Chelan, WA	33899	Tribune Broadcasting Seattle, LLC
K29ED-D	Everett, WA	69574	Tribune Broadcasting Seattle, LLC
K42CM-D	Centralia/Chehalis, WA	33895	Tribune Broadcasting Seattle, LLC
WPIX	New York, NY	73881	WPIX, LLC
KSWB-TV	San Diego, CA	58827	KSWB, LLC

## APPENDIX C

### Sinclair Other Authorizations

	<b>CALL SIGN</b>	<b>FAC ID</b>	<b>SERVICE</b>	<b>COMMUNITY OF LICENSE</b>
1.	KAAS-TV	11912	DT	Salina, KS
2.	KABB(TV)	56528	DT	San Antonio, TX
3.	KATV(TV)	33543	DT	Little Rock, AR
4.	KBAK-TV	4148	DT	Bakersfield, CA
	(a) KBFX-CD	51501	DC	Bakersfield, CA
5.	KBOI-TV	49760	LD	Boise, ID
	(a) KYUU-LD	190303	DT	Boise, ID
6.	KBSI(TV)	19593	DT	Cape Girardeau, MO
7.	KCBY-TV	49750	DT	Coos Bay, OR
8.	KDBC-TV	33764	DT	El Paso, TX
	(a) KCWF-LP	33767	TX	Las Cruces, NM
	(b) KKNJ-LP	33766	TX	Alamogordo, NM
9.	KEPR-TV	56029	DT	Pasco, WA
10.	KEYE-TV	33691	DT	Austin, TX
11.	KFDM(TV)	22589	DT	Beaumont, TX
12.	KFOX-TV	33716	DT	El Paso, TX
13.	KFRE-TV	59013	DT	Sanger, CA
14.	KFXL-TV	84453	DT	Lincoln, NE
15.	KGAN(TV)	25685	DT	Cedar Rapids, IA
16.	KGBT-TV	34457	DT	Harlingen, TX
17.	KHGI-TV	21160	DT	Kearney, NE

	<b>CALL SIGN</b>	<b>FAC ID</b>	<b>SERVICE</b>	<b>COMMUNITY OF LICENSE</b>
	(a) KHGI-CD	168339	CD	North Platte, NE
	(b) KHGI-LD	127682	LD	O'Neil, NE
18.	KHQA-TV	4690	DT	Hannibal, Mo
19.	KIMA-TV	56033	DT	Yakima, WA
20.	KJZZ-TV	36607	DT	Salt Lake City, UT
	(a) K15DI	36603	TX	Vernal, UT
	(b) K18DL-D	36605	LD	Logan, UT
	(c) K21DY-D	36602	LD	Heber City, UT
	(d) K21EZ-D	36610	LD	Price, UT
	(e) K24CY	36598	TX	St. George, UT
	(f) K35EJ-D	36608	LD	Woodland, UT
	(g) K38GO	36599	TX	Roosevelt, UT
	(h) K44EL	36609	TX	Ouray, UT
21.	KLEW-TV	56032	DT	Lewiston, ID
22.	KMPH-TV	51488	DT	Visalia, CA
	(a) KMPH-CD	168338	DC	Merced-Mariposa, CA
23.	KMYU(TV)	35822	DT	St. George, UT
24.	KOCW(TV)	83181	DT	Hoisington, KS
25.	KOMO-TV	21656	DT	Seattle, WA
26.	KOMO(AM)	21647	AM	Seattle, WA
27.	KOMO-FM <sup>11</sup>	51167	FM	Oakville, WA
28.	KPIC(TV)	61551	DT	Roseburg, OR
	(a) K11GH-D	61552	LD	Tri Cities, OR

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<sup>11</sup> Application pending. See FCC File No. BALH-20170622ABR.

	<b>CALL SIGN</b>	<b>FAC ID</b>	<b>SERVICE</b>	<b>COMMUNITY OF LICENSE</b>
	(b) K13HM-D	61547	LD	Myrtle Creek, OR
	(c) K26HO-D	61548	LD	Glide, OR
	(d) K29KR-D	190502	LD	Camas Valley, OR
29.	KPLZ-FM	21663	FM	Seattle, WA
30.	KPTH(TV)	77451	DT	Sioux City, IA
	(a) KBVK-LP	127822	LD	Spencer, IA
	(b) KPTP-LD	127666	LD	Norfolk, NE
31.	KPTM(TV)	51491	DT	Omaha, NE
32.	KRCG(TV)	41110	DT	Jefferson City, MO
33.	KRXI-TV	48360	DT	Reno, NV
	(a) K16GM-D	130412	LD	Yerington, NV
	(b) K17CA-D	23029	LD	Carson City, NV
	(c) K17HB-D	130885	LD	Winnemucca, NV
	(d) K22FH-D	127981	LD	Hawthorne, NV
	(e) K22JC-D	127979	LD	Silver Springs, NV
	(f) K33IB-D	127845	LD	Silver Springs, NC
	(g) K36GL-D	131168	LD	Lovelock, NV
	(h) K40DV-D	39364	LD	Yerington, NV
	(i) K48LA-D	168232	LD	South Lake Tahoe, CA
	(j) K49MD-D	187388	LD	Lake Tahoe, NV
	(k) K51IA-D	130893	LD	Fallon, NV
34.	KSAS-TV	11911	DT	Wichita, KS
	(a) KAAS-LP	11968	LD	Garden City, KS
	(b) KSAS-LP	11967	LD	Dodge City, KS

	<b>CALL SIGN</b>	<b>FAC ID</b>	<b>SERVICE</b>	<b>COMMUNITY OF LICENSE</b>
35.	KSNV(TV)	10179	DT	Las Vegas, NV
36.	KTUL(TV)	35685	DT	Tulsa, OK
37.	KTVL(TV)	22570	DT	Medford, OR
	(a) K18LJ-D	22571	TX	Dunsmuir, etc, CA
	(b) K02EK	22588	TX	Applegate Valley, OR
	(c) K03BZ	22583	TX	Rogue River, OR
	(d) K04JP	22562	TX	Williams, OR
	(e) K14QH-D	22577	LD	Butte Falls, OR
	(f) K04JZ	22558	TX	Gold Hill, OR
	(g) K06KA	22556	TX	Fort Jones, etc, CA
	(h) K15KE-D	22566	TX	Klamath Falls, etc, OR
	(i) K10LR	22564	TX	Brookings, OR
	(j) K15HU-D	168435	LD	Lakeview, OR
	(k) K19HH-D	168444	LD	Midland, etc, OR
	(l) K21JI-D	168438	LD	Cave Junction, etc, OR
	(m) K25JW-D	168439	LD	Hugo, etc, OR
	(n) K30JS-D	168441	LD	Yreka, CA
	(o) K41KL-D	168440	LD	Glendale, etc, OR
	(p) K45KE-D	168424	LD	Jacksonville, OR
	(q) K47LD-D	168437	LD	Phoenix, Talent, OR
38.	KTVO(TV)	21251	DT	Kirksville, MO
39.	KUNP(TV)	81447	DT	La Grande, OR
	(a) KUNP-LD	34882	LD	Portland, OR
	(b) KUNW-CD	167797	DC	Yakima, WA

	<b>CALL SIGN</b>	<b>FAC ID</b>	<b>SERVICE</b>	<b>COMMUNITY OF LICENSE</b>
	(c) KVVK-CD	25358	DC	Kennewick, WA
	(d) KORX-CD	71072	CA	Walla Walla, WA
40.	KUNS-TV	4624	DT	Bellevue, WA
41.	KSCC(TV)	82910	DT	Corpus Christi
	(a) KTOV-LP	125469	TX	Corpus Christi
	(b) KXPX-LP	14678	TX	Corpus Christi
42.	KUTV(TV)	35823	DT	Salt Lake City, UT
	(a) K02AW	70997	TX	Virgin, UT
	(b) K03AL	70956	TX	Toquerville, UT
	(c) K03BF	71004	TX	Enterprise, UT
	(d) K07SC	70964	TX	Hildale, etc. (AZ), UT
	(e) K08PC-D	186115	LD	Hildale, etc. (AZ), UT
	(f) K09CD	70963	TX	Rockville, UT
	(g) K11VY-D	167551	LD	Toquerville, UT
	(h) K19HQ-D	167549	LD	Virgin, UT
	(i) K22FS-D	35839	LD	Beaver, etc, UT
	(j) K22JZ-D	184655	LD	Spring Glen, UT
	(k) K31FG	35840	TX	Delta, etc, UT
	(l) K31JX-D	167555	LD	Rockville, UT
	(m) K36JA-D	167558	LD	Enterprise, UT
	(n) K41FX	35838	TX	Spring Glen, UT
	(o) K43AE	35836	TX	Myton, etc, UT
	(p) K44IZ-D	167554	LD	Delta, etc, UT
	(q) K49AS-D	70994	LD	Santa Clara, UT



	<b>CALL SIGN</b>	<b>FAC ID</b>	<b>SERVICE</b>	<b>COMMUNITY OF LICENSE</b>
	(r) K50KG-D	167550	LD	Aurora, etc, UT
43.	KVAL-TV	49766	DT	Eugene, OR
	(a) K15KB-D	49759	TX	Squaw Valley, OR
	(b) K21LY-D	190070	LD	Mapleton, OR
	(c) K21MB-D	49754	LD	Scottsburg, OR
	(d) K33CP-D	49762	TX	Gold Beach, OR
	(e) K39KR-D	182753	LD	Port Orford, OR
44.	KVCW(TV)	10195	DT	Las Vegas, NV
45.	KVI(AM)	35853	AM	Seattle, WA
46.	KVIH-TV	40450	DT	Clovis, NM
	(a) K43BU	40448	TX	Clovis, NM
47.	KVII-TV	40446	DT	Amarillo, TX
48.	KWNB-TV	21162	DT	Hayes Center, NE
	(a) KWNB-LD	126405	LD	McCook, NE
49.	WABM(TV)	16820	DT	Birmingham, AL
50.	WACH(TV)	19199	DT	Columbia, SC
51.	WBFF(TV)	10758	DT	Baltimore, MD
52.	(a) WBMA-LD	60214	LD	Birmingham, AL
53.	WCGV-TV	71278	DT	Milwaukee, WI
54.	WCHS-TV	71280	DT	Charleston, WV
55.	WCIV(TV)	9015	DT	Charleston, SC
56.	WCWF(TV)	73042	DT	Suring, WI
57.	WCWN(TV)	73264	DT	Schenectady, NY
58.	WDKA(TV)	39561	DT	Paducah, KY

	<b>CALL SIGN</b>	<b>FAC ID</b>	<b>SERVICE</b>	<b>COMMUNITY OF LICENSE</b>
59.	WDKY(TV)	64017	DT	Danville, KY
60.	WEAR-TV	71363	DT	Pensacola, FL
61.	WFGX(TV)	6554	DT	Ft. Walton Beach, FL
62.	WFXL(TV)	70815	DT	Albany, GA
63.	WGME-TV	25683	DT	Portland, ME
64.	WGXA(TV)	58262	DT	Macon, GA
65.	WHOI(TV)	6866	DT	Peoria, IL
66.	WICD(TV)	25684	DT	Champaign, IL
67.	WICS(TV)	25686	DT	Springfield, IL
68.	WJAC-TV	73120	DT	Johnstown, PA
	(a) W42DG-D	168229	LD	State College, PA
69.	WJAR(TV)	50780	DT	Providence, RI
70.	WJLA-TV	1051	DT	Washington, DC
71.	WKEF(TV)	73155	DT	Dayton, OH
72.	WKRC-TV	11289	DT	Cincinnati, OH
73.	WLFL(TV)	73205	DT	Raleigh, NC
74.	WLOS(TV)	56537	DT	Asheville, NC
	(a) W05AC	56538	TX	Tryon, etc., NC
	(b) W05AE	56529	TX	Sylva, etc., NC
	(c) W05AF	56533	TX	Cherokee, NC
	(d) W05AO	56531	TX	Pickens, SC
	(e) W05AP	56530	TX	Brasstown, etc., NC
	(f) W06AD	56536	TX	Spruce Pine, NC
	(g) W06AL	56544	TX	Oteen/Warren, NC

	<b>CALL SIGN</b>	<b>FAC ID</b>	<b>SERVICE</b>	<b>COMMUNITY OF LICENSE</b>
	(h) W06AN	56547	TX	Sapphire Valley, etc., NC
	(i) W06AP	56534	TX	Maggie Valley, etc., NC
	(j) W06AQ	56535	TX	Bat Cave, etc., NC
	(k) W08AN	56540	TX	Bryson City, etc., NC
	(l) W15DY-D	56542	TX	Marion, etc., NC
	(m) W11AJ	56539	TX	Franklin, NC
	(n) W11AQ	56546	TX	Robbinsville, etc., NC
	(o) W12AQ	56545	TX	Black Mountain, NC
	(p) W12AR	56532	TX	Waynesville, etc., NC
	(q) W12AU	56543	TX	Burnsville, NC
	(r) W12CI	56541	TX	Hot Springs, NC
	(s) W14EG-D	190613	LD	Robbinsville, etc. NC
	(t) W15DR-D	190686	LD	Maggie Valley, etc. NC
	(u) W17DS-D	190616	LD	Sylvia, etc. NC
	(v) W28EP-D	198134	LD	Bat Cave, etc. NC
	(w) W30DX-D	198135	LD	Bryson City, etc. NC
	(x) W31DY-D	190612	LD	Pickens, SC
75.	WLUK-TV	4150	DT	Green Bay, MI
76.	WMSN-TV	10221	DT	Madison, WI
77.	WNWO-TV	73354	DT	Toledo, OH
78.	WNYO-TV	67784	DT	Buffalo, NY
79.	WOAI-TV	69618	DT	San Antonio, TX
80.	WPBN-TV	21253	DT	Traverse City, MI
81.	WPDE-TV	17012	DT	Florence, SC

	<b>CALL SIGN</b>	<b>FAC ID</b>	<b>SERVICE</b>	<b>COMMUNITY OF LICENSE</b>
82.	WPEC(TV)	52527	DT	West Palm Beach, FL
83.	WPGH-TV	73875	DT	Pittsburgh, PA
84.	WPNT(TV)	73907	DT	Pittsburgh, PA
85.	WRDC(TV)	54963	DT	Durham, NC
86.	WRGB(TV)	73942	DT	Schenectady, NY
87.	WSBT-TV	73983	DT	South Bend, IN
88.	WSET-TV	73988	DT	Lynchburg, CA
	(a) W05AA-D	73989	LD	Roanoke, VA
89.	WSMH(TV)	21737	DT	Flint, MI
90.	WSTM-TV	21252	DT	Syracuse, NY
	(a) WSTQ-LP	10320	TX	Syracuse, NY
91.	WSYX(TV)	56549	DT	Columbus, OH
92.	WTGS(TV)	27245	DT	Hardeeville, SC
93.	WTOM-TV	21254	DT	Cheboygan, MI
94.	WTOV-TV	74122	DT	Steubenville, OH
95.	WTTO(TV)	74138	DT	Homewood, AL
96.	WTVC(TV)	22590	DT	Chattanooga, TN
97.	WTVX(TV)	35575	DT	Fort Pierce, FL
	(a) WTCN-CA	70865	CA	Palm Beach, FL
	(b) WWHB-CA	63557	CA	Stuart, FL
98.	WTVZ-TV	40759	DT	Norfolk, VA
99.	WTWC-TV	66908	DT	Tallahassee, FL
100.	WUCW(TV)	36395	DT	Minneapolis, MN
101.	WUHF(TV)	413	DT	Rochester, NY

	<b>CALL SIGN</b>	<b>FAC ID</b>	<b>SERVICE</b>	<b>COMMUNITY OF LICENSE</b>
102.	WUTV(TV)	415	DT	Buffalo, NY
103.	WUXP-TV	9971	DT	Nashville, TN
104.	WVTV(TV)	74174	DT	Milwaukee, WI
105.	WZTV(TV)	418	DT	Nashville, TN
106.	KTXS-TV	308	DT	Sweetwater, TX
	(a) KTES-LD	64972	LD	Abilene, TX
	(b) KTXE-LD	309	LD	San Angelo, TX
107.	KTVM-TV	18066	DT	Butte, MT
	(a) K10HL-D	18075	LD	Virginia City, MT
	(b) KDBZ-CD	18083	DC	Bozeman, MT
	(c) K51DW-D	18086	LD	Dillon, MT
108.	KRCR-TV	8291	DT	Redding, CA
	(a) K02FF	8294	TX	Lakehead, CA
	(b) K03FU	8323	TX	Mountain Gate, Etc., CA
	(c) K04EQ	8242	TX	Fort Jones, Etc., CA
	(d) K04EZ	28552	TX	Big Bend, Etc., CA
	(e) K04QC	51500	TX	Palermo, CA
	(f) K05DQ-D	8314	LD	Burney, Etc., CA
	(g) K05EM	8281	TX	Paradise, CA
	(h) K05JK	30207	TX	Mineral, CA
	(i) K08NH	129894	TX	Oroville, CA
	(j) K12JJ-D	8244	LD	Benbow, Etc., CA
	(k) K13LO	8311	TX	Yreka, Etc., CA
	(l) K15CX	8256	TX	Oroville, CA
	(m) K38FQ	58611	TX	Anderson/Centrl Val., CA
	(n) K46HI	129800	TX	Redding, CA
	(o) KKTF-LD	131020	LD	Chico, CA
	(p) KRVU-LD	40203	LD	Redding, CA
	(q) KUCC-LP	127046	TX	Chico, CA
	(r) KXVU-LP	125422	TX	Chico, CA
	(s) KZVU-LD	58612	LD	Chico, CA
109.	KAUF-TV	8263	DT	Arcata, CA
	(a) K20CN	8247	TX	Fortuna, Rio Dell, CA
	(b) K36BT	8265	TX	Blue Lake, CA

	<b>CALL SIGN</b>	<b>FAC ID</b>	<b>SERVICE</b>	<b>COMMUNITY OF LICENSE</b>
	(c) K50MR-D	8272	LD	South Eureka, Loleta, CA
	(d) K35LF-D	40271	LD	Eureka, CA
	(e) KECA-LD	26852	LD	Eureka, CA
	(f) KEMY-LP	23808	TX	Eureka, CA
	(g) KEUV-LP	31507	TX	Eureka, CA
110.	KCFW-TV	18079	DT	Kalispell, MT
111.	KECI-TV	18084	DT	Missoula, MT
	(a) K02AO-D	18071	LD	Eureka, MT
	(b) K14IU-D	18067	LD	Frenchtown, Etc., MT
112.	WCTI-TV	18334	DT	New Bern, NC
113.	WCYB-TV	2455	DT	Bristol, VA
114.	KDNL-TV	56524	DT	St. Louis, MO
115.	KATU(TV)	21649	DT	Portland, OR
116.	(a) K18HH-D	21657	LD	The Dalles, OR
117.	(b) K26DB-D	21650	LD	Astoria, OR
118.	(c) K35LD-D	21651	LD	Prineville, OR
119.	(d) K38GS-D	21653	LD	Grays River, Lebam, WA
120.	(e) K42CZ-D	21660	LD	Lincoln City, etc., OR
121.	(f) 43EJ-D	21662	LD	Tillamook, OR
122.	(g) K47OP-D	21648	LD	Corvallis, OR

## APPENDIX D

### Tribune Other Authorizations

Call Sign	Community of License	FAC ID	Licensee
WGN-TV	Chicago, IL	72115	WGN Continental Broadcasting Company, LLC
WGN(AM)	Chicago, IL	72114	WGN Continental Broadcasting Company, LLC
KDAF	Dallas, TX	22201	KDAF, LLC
KIAH	Houston, TX	23394	KIAH, LLC
KKRP-LD	St. George, UT	70979	KSTU License, LLC
K14PA-D	Rural Juab County, UT	22202	KSTU License, LLC
K15FQ-D	Milford, Etc. UT	22214	KSTU License, LLC
K17HM-D	Wendover, UT	22217	KSTU License, LLC
K22DE	Tooele, UT	69280	KSTU License, LLC
K25HF-D	Heber City, UT	22212	KSTU License, LLC
K35OP-D	Park City, UT	22213	KSTU License, LLC
K43CC-D	Santa Clara, UT	22205	KSTU License, LLC
KTLA	Los Angeles, CA	35670	KTLA, LLC
KTVI	St Louis, MO	35693	KTVI License, LLC
KTXL	Sacramento, CA	10205	KTXL, LLC
KWGN-TV	Denver, CO	35883	KWGN, LLC
KDVR	Denver, CO	126	Tribune Broadcasting Denver License, LLC
KFCT	Fort Collins, CO	125	Tribune Broadcasting Denver License, LLC
KFSM-TV	Fort Smith, AR	66469	Tribune Broadcasting Fort Smith License, LLC
KXNW	Eureka Springs, AR	81593	Tribune Broadcasting Fort Smith License, LLC
WCCT-TV	Waterbury, CT	14050	Tribune Broadcasting Hartford, LLC
WTIC-TV	Hartford, CT	147	Tribune Broadcasting Hartford, LLC
WTTK	Kokomo, IN	56526	Tribune Broadcasting Indianapolis, LLC
WGNO	New Orleans, LA	72119	Tribune Television New Orleans, Inc.
WNOL-TV	New Orleans, LA	54280	Tribune Television New Orleans, Inc.
WDAF-TV	Kansas City, MO	11291	WDAF License, Inc.
WDCW	Washington, DC	30576	WDCW, LLC
WHNT-TV	Huntsville, AL	48693	WHNT License, LLC
WITI	Milwaukee, WI	73107	WITI License, LLC
WJW	Cleveland, OH	73150	WJW License, LLC
WPHL-TV	Philadelphia, PA	73879	WPHL, LLC
WQAD-TV	Moline, IL	73319	WQAD License, LLC
WREG-TV	Memphis, TN	66174	WREG License, LLC
WSFL-TV	Miami, FL	10203	WSFL, LLC
KRCW-TV	Salem, OR	10192	KRCW, LLC
KRCW-LP	Portland, OR	35151	KRCW, LLC

<b>Call Sign</b>	<b>Community of License</b>	<b>FAC ID</b>	<b>Licensee</b>
K20ES	Pendleton, Etc., OR	12671	KRCW, LLC
K24DX	Pendleton, Etc., OR	12678	KRCW, LLC