

## DESCRIPTION OF TRANSACTION

Nexstar Broadcasting of Wichita Falls, Inc. is the sole shareholder of Nexstar Broadcasting of Wichita Falls, L.L.C. (“Nexstar”), the licensee of television broadcast station KFDX-TV, Wichita Falls, Texas.<sup>1</sup> Nexstar Broadcasting of Wichita Falls, Inc. is controlled by Nexstar Broadcasting Group, L.L.C. (“NBG”). As part of a corporate reorganization, NBG seeks consent to the *pro forma* transfer of control of Nexstar from Nexstar Broadcasting of Wichita Falls, Inc. to Nexstar Finance, L.L.C., which, through additional intervening companies, will be controlled by NBG.

Attached are two charts showing the ownership chain of Nexstar prior to and after the transfer of control proposed by this application. There are no changes to the ownership structure above Nexstar Broadcasting Group, L.L.C. Figure 1 shows the ownership structure of Nexstar prior to the proposed transfer of control and Figure 2 shows the ownership structure of Nexstar after the proposed transfer of control.

Because Nexstar Broadcasting Group, L.L.C. will remain the indirect controlling parent of Nexstar, this request for consent to a transfer of control is *pro forma* appropriately submitted on Form 316.

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<sup>1</sup> Nexstar Broadcasting of Wichita Falls, L.P. (“Nexstar LP”) has simultaneously submitted an application for assignment of KFDX-TV’s license from Nexstar LP to Nexstar. Immediately after the license of KFDX-TV is assigned to Nexstar pursuant to the assignment application, the ownership of Nexstar will change pursuant to the present transfer of control application.



**OWNERSHIP STRUCTURE BEFORE TRANSFER OF CONTROL**

