

**DESCRIPTION OF TRANSACTION AND
CHANGES IN INTEREST AS A RESULT OF ASSIGNMENT OF LICENSE**

This application requests Commission consent to the *pro forma* assignment of the license for W272DX, New York, NY (Facility ID No. 20656) from Salem Media of New York, LLC (“SM NY”) to Salem Media of Massachusetts, LLC (“SM MA”) as the result of a corporate restructuring. On April 24, 2020, the Commission approved the *pro forma* assignment of the license of WMCA(AM), the primary station of W272DX, from SM NY to SM MA, File Number BAL-20200413AAH. The W272DX translator inadvertently was not included in the WMCA(AM) *pro forma* assignment application., necessitating this application.

Figure 1 depicts the organizational structure above W272DX) and SM NY currently, and Figure 2 depicts the organizational structure above W27DX and SM MA as proposed. There are no written agreements relating to the *pro forma* assignment. As both SM NY and SM MA are ultimately controlled, through subsidiaries, by Salem Media Group, Inc. (“Salem”), grant of the instant application will not result in a change in control of the license for W272DX and use of this FCC Form 316 is appropriate. The qualifications of Salem to hold broadcast licenses are a matter of record before the Commission. The qualifications of SM MA to hold a broadcast license were last examined in connection with the acquisition of FM Translator station K298CO in 2016. *See* BALFT-20160728AGE.

The officers, directors, and attributable interest holders in SM MA and its parent companies will remain unchanged as a result of the proposed reorganization and were provided to the Commission in connection with SM MA’s most recent ownership report, File No. 0000101933.

Figure 1

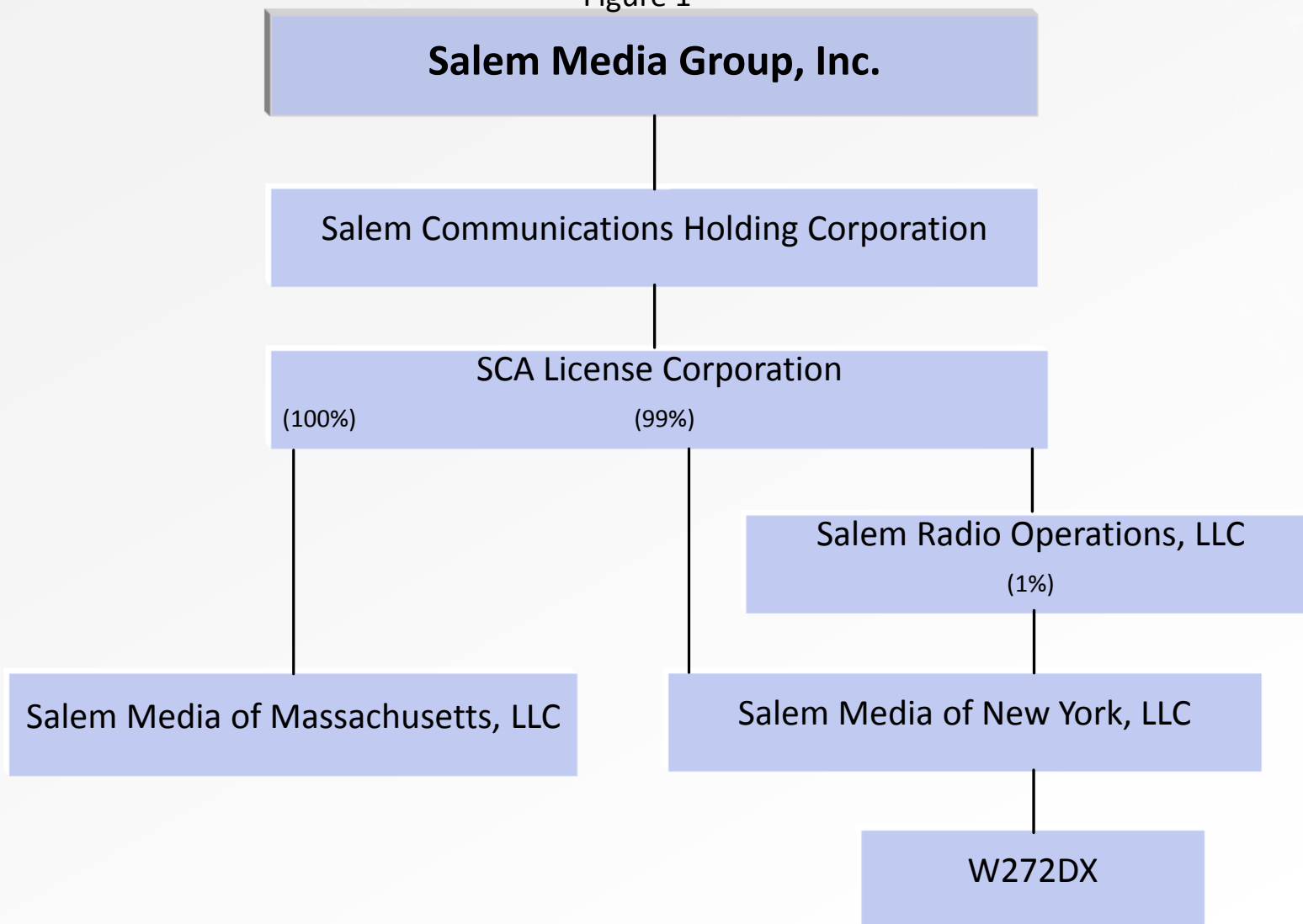


Figure 2

