

**EXHIBIT 12**  
**DESCRIPTION OF TRANSACTION AND DOCUMENTS**

The instant application is one of three concurrently filed applications seeking Commission consent to the assignment of the licenses of five full power commercial television stations, two low power television stations, and related auxiliary and other facilities, from Newport Television License LLC (“Newport”), to three entities ultimately controlled by Sinclair Broadcast Group, Inc. (“SBG”).

Including the instant application, a separate application is being filed for the following stations:

<b>Call Letters</b>	<b>Community Of License</b>	<b>Facility ID</b>	<b>Assignor</b>	<b>Assignee</b>
WHP-TV	Harrisburg, PA	72313	Newport Television License LLC	WHP Licensee, LLC
WKRC-TV	Cincinnati, OH	11289	Newport Television License LLC	WKRC Licensee, LLC
KSAS-TV KSAS-LP KAAS-TV KAAS-LP KOCW(TV)	Wichita, KS Dodge City, KS Salina, KS Garden City, KS Hoisington, KS	11911 11967 11912 11968 83181	Newport Television License LLC	KSAS Licensee, LLC

This application seeks Commission consent to the assignment of license for television station KSAS-TV, Wichita, Kansas, KSAS-LP, Dodge City, Kansas, KAAS-TV, Salina, Kansas, KAAS-LP, Garden City, Kansas and KOCW(TV), Hoisington, Kansas (the “Stations”), from Newport to KSAS Licensee, LLC (“KSASLLC”). As disclosed in Exhibit 13, the sole member of the proposed assignee, KSASLLC, is Sinclair Communications, LLC, which is controlled by Sinclair Television Group, Inc., which is controlled by SBG.<sup>1</sup>

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<sup>1</sup> SBG will also acquire Newport's rights under the local marketing agreement with WLYH in Harrisburg, Pennsylvania and KMTW in Wichita, Kansas.

In related, but separate transactions, Newport and SBG are concurrently filing other FCC Form 314 applications seeking the Commission's consent to the assignment of certain television broadcast licenses to entities controlled by Stephen P. Mumblow. Specifically, Newport seeks Commission consent to the assignment of the licenses of WPMI-TV, Mobile, Alabama, FAC ID 11906 and WTJC(TV), Pensacola, Florida, FAC ID 41210 to Deerfield Media (Mobile) LLC. SBG, through its subsidiaries seeks Commission consent to the assignment of licenses of WSTR-TV, Cincinnati, Ohio, FAC ID 11204 and KMYS(TV), Kerrville, Texas, FAC ID 51518, to Deerfield Media (Cincinnati) LLC, and Deerfield Media (San Antonio) LLC respectively. As detailed in the SBG/Deerfield assignment applications, the proposed assignee, and its attributable parties (the "Deerfield Parties"), have agreed to enter into joint sales and shared services agreements with certain wholly owned subsidiaries of SBG.<sup>2</sup>

Additionally, the Deerfield Parties and Sinclair Television Group, Inc., a wholly owned subsidiary of SBG, have agreed to enter into option agreements which grant STG, as Option Holder, an option to purchase, at Option Holder's election, (i) all of the issued and outstanding equity of Deerfield LLC, and/or (ii) and certain designated assets of Deerfield LLC related to the Stations subject to the prior consent of the Commission.

The agreements in this instant application comply with the Commission's rules and policies. However, in response to Section III, Question 3, KSAS has certified "No" because, as noted in Assignor's Exhibit 5, certain schedules and exhibits to the agreements are not being submitted with this application, but will be provided to the FCC on request.

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<sup>2</sup> Pursuant to the joint and shared services agreements, certain subsidiaries of SBG will provide certain sales, technical, administrative and back-office, business, programming and promotional services for full power television stations WPMI-TV, Mobile, Alabama, WJTC(TV), Pensacola, Florida, WSTR-TV, Cincinnati, Ohio, and KMYS(TV), Kerrville, Texas.