

FCC FORM 316 – EXHIBIT 12 – Section III, Question 5

**CHANGES IN INTERESTS AS A RESULT OF ASSIGNMENT
(SAGA COMMUNICATIONS OF CHARLOTTESVILLE, LLC)**

Saga Communications, Inc. (“Saga”), a publicly-traded Delaware corporation, is the ultimate parent of the assignor and the assignee. At the closing, Saga Communications of Charlottesville, LLC (“Saga-Charlottesville”), will assign to Tidewater Communications, LLC (“Tidewater”), and Tidewater will assume from Saga-Charlottesville all of Saga-Charlottesville’s right, title and interest, whether legal or equitable, in and to all of Saga-Charlottesville’s property and assets of every kind and nature whatsoever including (a) all of Saga-Charlottesville’s FCC Licenses and Antenna Structure Registrations; (b) all of Saga-Charlottesville’s developed and undeveloped real property, leaseholds, improvements and fixtures thereon, and appurtenances thereto; (c) all of Saga-Charlottesville’s tangible personal property; (d) all of Saga-Charlottesville’s accounts receivable, refunds, rebates, causes of action and goodwill; (e) the full benefit of all existing contracts and agreements to which Saga-Charlottesville may be entitled, but excluding contracts or agreements which are not assignable by Saga-Charlottesville without the consent of the other party or parties thereto; (f) all cash on hand and in the bank, all bills, notes, shares, bond and securities (if any) owned by Saga-Charlottesville; and (g) all other property, assets and rights to which Saga-Charlottesville is or may hereafter be entitled (herein, “Assets”).

Further, Tidewater will assume from Saga-Charlottesville all of Saga-Charlottesville’s liabilities and obligations arising out of or relating to Saga-Charlottesville’s ownership and operation of the Assets, and, with respect to existing contracts, agreements, commitments, leases and similar arrangements included in the Assets, all liabilities and obligations in respect of such arrangements.

There are no executed agreements at this point; only inter-company resolutions committing to the merger.

The sole member and officers of the **assignor, Saga Communications of Charlottesville, LLC**, are all U.S. citizens and are as follows:

Saga Communications of New England, LLC., 73 Kercheval Avenue, Grosse Pointe Farms, MI 48236, sole member (100% voting power and equity):

Edward K. Christian, 73 Kercheval Avenue, Grosse Pointe Farms, MI 48236, President;
Samuel D. Bush, 73 Kercheval Avenue, Grosse Pointe Farms, MI 48236, Treasurer;
Marcia K. Lobaito, 73 Kercheval Avenue, Grosse Pointe Farms, MI 48236, Secretary;
Mike Chiumento, 1140 Rose Hill Drive, Charlottesville, VA 22903

The sole member and officers of the **assignee, Tidewater Communications, LLC**, are all U.S. citizens and are as follows:

Saga Broadcasting, LLC., 73 Kercheval Avenue, Grosse Pointe Farms, MI 48236, sole member (100% voting power and equity);

Edward K. Christian, 73 Kercheval Avenue, Grosse Pointe Farms, MI 48236, President;
Samuel D. Bush, 73 Kercheval Avenue, Grosse Pointe Farms, MI 48236, Treasurer;
Marcia K. Lobaito, 73 Kercheval Avenue, Grosse Pointe Farms, MI 48236, Secretary;
Steve Davis, 1820 Heritage Center Way, Harrisonburg, VA 22801; and
Wayne Leland, 870 Greenbrier Circle, Suite 399, Chesapeake, VA 23320.

The sole member and officers of the **Saga Broadcasting, LLC**, are all U.S. citizens and are as follows:

Saga Communications, Inc., 73 Kercheval Avenue, Grosse Pointe Farms, MI 48236, sole member (100% voting power and equity);
Edward K. Christian, 73 Kercheval Avenue, Grosse Pointe Farms, MI 48236, President;
Samuel D. Bush, 73 Kercheval Avenue, Grosse Pointe Farms, MI 48236, Treasurer;
Marcia K. Lobaito, 73 Kercheval Avenue, Grosse Pointe Farms, MI 48236, Secretary;
Don Kurtis, 2219 Yew Street Road, Bellingham, WA 98229

The officers and directors of **Saga Communications, Inc.** (ultimate parent), are all U.S. citizens and are as follows:

Edward K. Christian
73 Kercheval Avenue
Grosse Pointe Farms, MI 48236
President/Chief Executive Officer/Chairman/Director
(Mr. Christian votes approximately 63.7% of the stock of the corporation and holds
Approximately 14.9 % of the equity of the corporation.)

Chris Forgy
73 Kercheval Avenue
Grosse Pointe Farms, MI 48236
Senior Vice President – Operations

Samuel D. Bush
73 Kercheval Avenue
Grosse Pointe Farms, MI 48236
Senior Vice President/Treasurer/Chief Financial Officer

Marcia K. Lobaito
73 Kercheval Avenue
Grosse Pointe Farms, MI 48236
Senior Vice President/ Business Affairs and Corporate Secretary

Catherine Bobinski
73 Kercheval Avenue
Grosse Pointe Farms, MI 48236
Senior Vice President/Corporate Controller

Bob Lawrence
73 Kercheval Avenue
Grosse Pointe Farms, MI 48236
Vice President/Group Program Director

Matt Nystrom
73 Kercheval Avenue
Grosse Pointe Farms, MI 48236
Vice President/Digital

Gary Stevens
3138 Gulfstream Road
Gulfstream, FL 33483
Lead Director

Clarke R. Brown, Jr.
4520 Jett Ridge Dr., N.W.
Atlanta, GA 30327
Director

G. Dean Pearce
2294 Clements Ferry Road
Charleston, SC 29492
Director

Roy F. 'Copey' Coppedge, III
10 Rowes Wharf
Boston, MA 02110
Director

Timothy J. Clarke
1540 Harbor Cay Lane
Longboat Key, FL 34228
Director

NOTE

Pursuant to Attribution of Ownership Interests, 97 FCC 2d 997 (1984), information has been reported only for those individuals who are officers and directors and the single majority voting shareholder of Saga Communications, Inc. Each share of Class B Common Stock (which is held only by the single majority voting shareholder) entitles the holder thereof to one vote in the election of directors and ten votes on the other matters to be voted upon at the annual meeting of the corporation. See *Review of the Commission's Regulations Governing Attribution of Broadcast and Cable/MDS Interests* (MM Docket Nos. 94-150, 92-51 and 87-154), 16 FCC Rcd

22310 (2001). Saga Communications, Inc. will provide the Commission's staff with tie information regarding the other stockholders of the corporation upon request.