

**Raycom America, Inc.  
KOLD-TV, Tucson, Arizona, et al.**

**EXHIBIT 10  
FCC Form 316  
Section III, Question 5**

***Change In Interests From Pro Forma Assignment***

This application seeks FCC consent to the *pro forma* assignment of licenses of KOLD-TV, Tucson, Arizona, and 11 other primary stations and two LPTV stations held directly by Raycom America, Inc. (“Raycom America”), its newly-formed subsidiary Raycom America License Subsidiary, LLC.

As shown in the Annex A Diagram, Raycom America is a subsidiary of ultimate parent company Raycom Media, Inc. (“Raycom Media”). As part of a broader corporate reorganization, Raycom Media has formed a new subsidiary Raycom TV Broadcasting, Inc. (“Raycom TV”) which will become (following FCC consent) the direct parent of Raycom America. A separate FCC Form 316 application has been filed for consent to that transfer of control, and the Annex A “Before” Diagram assumes the closing of that portion of the reorganization.

Following consummation of that phase of the reorganization (pursuant to prior FCC consent), the applicant, pursuant to the instant application, proposes to assign the licenses directly held by Raycom America to its newly-formed subsidiary Raycom America License Subsidiary, LLC, a Delaware limited liability company. As shown in the Annex A “After” Diagram, Raycom America is the sole member of Raycom America License Subsidiary, LLC.<sup>1</sup>

The transaction is properly the subject of a short-form FCC Form 316 application because, as shown above and in Annex A, the assignment of licenses is from a corporation to its wholly-owned subsidiary (Section 73.3540(f)(5)).

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<sup>1</sup> The instant transaction does not involve any consideration, nor does it introduce any new parties. Raycom America indirectly holds additional licenses through subsidiaries. Separate Form 316 applications are being contemporaneously filed to assign the licenses held by those entities to their newly-formed subsidiaries.