

## DESCRIPTION OF TRANSACTION

Nexstar Broadcasting of Northeastern Pennsylvania, Inc. is the sole member of Nexstar Broadcasting of Northeastern Pennsylvania, L.L.C. (“Nexstar”), the licensee of television broadcast station WBRE-TV, Wilkes-Barre, Pennsylvania and television translator stations W24BL, Pottsville, Pennsylvania, W30AN, Williamsport, Pennsylvania, W51BP, Clarks Summit, Pennsylvania and W64AL, Stroudsburg, Pennsylvania.<sup>1</sup> Nexstar Broadcasting of Northeastern Pennsylvania, 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 Northeastern Pennsylvania, 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 Northeastern Pennsylvania, L.P. (“Nexstar LP”) has simultaneously submitted an application for assignment of WBRE-TV’s and its translator stations’ licenses from Nexstar LP to Nexstar. Immediately after the licenses of WBRE-TV and its associated translator stations are 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**

