

DESCRIPTION OF THE TRANSACTION

HIC Broadcast, Inc. (“HIC”) is the licensee of commercial television station KFWD, Fort Worth, Texas, facility ID No. 29015. By this application, Yvonne Hernandez Slaught and Enrique Hernandez, Jr., each holding 33.33% of the common stock of HIC, seek consent from the Federal Communications Commission (“FCC” or “Commission”) to transfer their HIC ownership interests to their mother Bertha A. Hernandez, as Trustee of the Survivor’s Trust under Article VII of the Hernandez Family Trust, dated 12/21/1988, as amended (the “Survivor Trust”). Upon receipt of prior FCC approval and consummation of the transactions described herein, Bertha A. Hernandez, as Trustee of the Survivor Trust, will acquire 66.66% of the common stock of HIC and therefore have *de jure* control of HIC.

Enrique Hernandez, Jr., Yvonne Slaught, and Bertha A. Hernandez, as Trustee of the Survivor Trust, entered into an agreement (the “Transaction Agreement”) whereby, upon obtaining the consent of the FCC, Bertha A. Hernandez will acquire 666.66 shares of the outstanding common stock of HIC. As indicated above, the common stock will be held by the Survivor Trust, of which Bertha A. Hernandez is the Trustor and sole Trustee. In consideration for Yvonne Slaught’s 333.33 shares of HIC common stock, Bertha A. Hernandez, as Trustee of the Survivor Trust, will (i) cancel a promissory note issued by Yvonne Slaught for the benefit of the Survivor Trust, dated as of December 31, 2012, with a balance of \$1,024,274.25 as of October 5, 2015 and (ii) issue a promissory note to Yvonne Slaught in the original principal amount of \$539,078.80 as additional consideration. In consideration for Enrique Hernandez, Jr.’s 333.33 shares of HIC common stock, Bertha A. Hernandez, as Trustee of the Survivor Trust, will (i) assume all obligations and liabilities arising under a promissory note issued by Enrique Hernandez, Jr. for the benefit of HIC, dated as of January 3, 2005, with a balance of \$1,031,540.15 as of October 5, 2015 and (ii) issue a promissory note to Enrique Hernandez, Jr. in the original principal amount of \$532,001.60 as additional consideration.

Current Ownership

HIC is a corporation organized under the laws of California and is owned by members of the Hernandez family. Each of the Hernandez siblings, Yvonne Hernandez Slaught, Enrique Hernandez, Jr., and Roland A. Hernandez, hold one-third of the common stock of HIC. Yvonne and Enrique each directly and individually own 333.33 shares of HIC common stock.¹ Roland Hernandez directly and individually owns 250 common stock shares of HIC, and the remainder of his HIC common stock (i.e., 83.34 shares) is held by the Roland A. Hernandez Dynasty Trust. Roland Hernandez and the Northern Trust Company of Delaware are co-trustees of the Roland A. Hernandez Dynasty Trust and Roland Hernandez is its Investment Advisor (“Roland A. Hernandez Dynasty Trust”). As Investment Advisor, Roland Hernandez exercises 100% of the voting power of the Roland A. Hernandez Dynasty Trust. The attached ownership chart illustrates the current ownership structure of HIC.

¹The Enrique Hernandez, Jr. Dynasty Trust formerly held 8.33% of the common stock of HIC. The common stock held by the Enrique Hernandez, Jr. Dynasty Trust was distributed to Enrique Hernandez. Because this transfer did not affect a change of control of HIC, prior Commission approval for the transfer was not required.

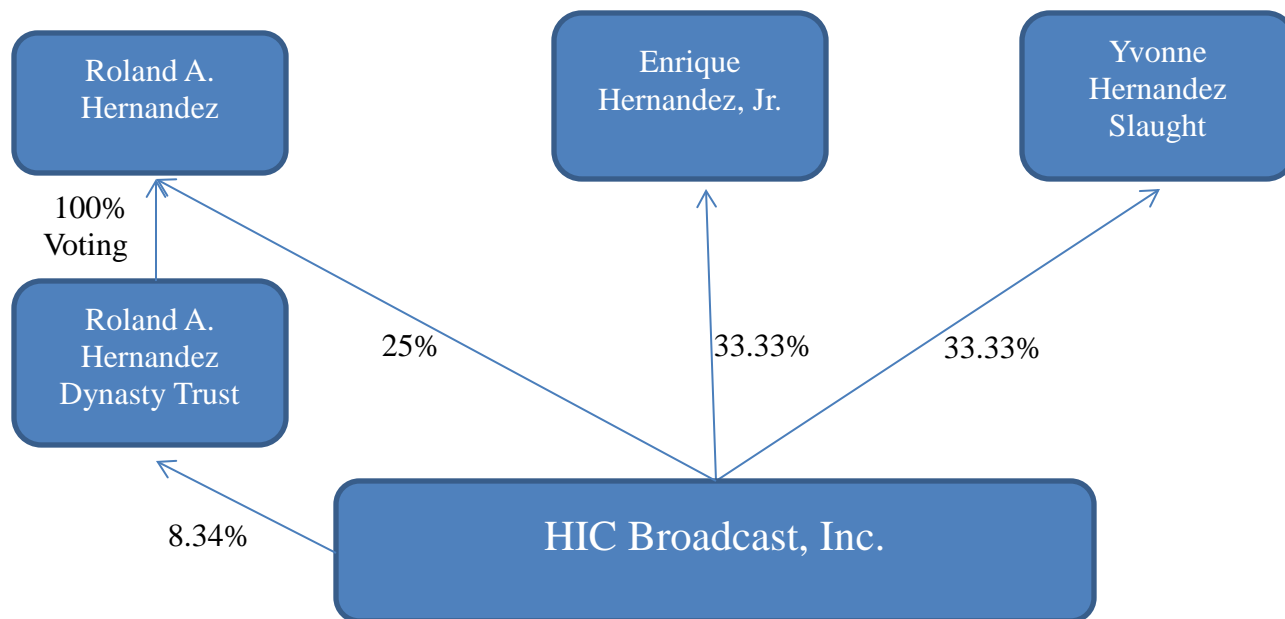
Proposed Ownership

Yvonne Hernandez Slaught and Enrique Hernandez, Jr. each propose to transfer 333.33 shares of the common stock of HIC (totaling 66.66% of HIC's common stock) to Bertha A. Hernandez, as Trustee of the Survivor Trust. Roland will retain his 33.34% interest in HIC (25% held individually and 8.34% held through the Roland A. Hernandez Dynasty Trust). Thus, after the transfer of the common stock for which FCC approval is sought herein, HIC will have the following shareholders:

<u>Shareholder</u>	<u>Current Ownership</u>	<u>Proposed Ownership</u>
Roland A. Hernandez	25%	25%
Enrique Hernandez, Jr.	33.33%	0%
Yvonne Hernandez Slaught	33.33%	0%
Survivor Trust, Bertha A. Hernandez, Trustee	0%	66.66%
Roland A. Hernandez Dynasty Trust, Roland A. Hernandez and Northern Trust Company of Delaware, Co-Trustees	8.34%	8.34%

Bertha A. Hernandez is the Trustor and sole Trustee of the Survivor Trust and will control 100% of the voting power of the Trust.

CURRENT STRUCTURE



PROPOSED STRUCTURE

