

## **CHANGE IN OWNERSHIP SHOWING**

The current members of Riviera Broadcast Group, LLC, the parent entity of the licensee, RBG Las Vegas Licenses, LLC, are:

Tim Pohlman  
8165 E. Clinton Street  
Scottsdale, Arizona 85260  
Chief Executive Officer  
Member and Manager  
1.34% Voting Interest  
1.34% Asset Interest

William C. Maguire  
3333 Sierra Oaks Drive  
Sacramento, California 95864  
Chief Financial Officer  
Member and Manager  
1.34% Voting Interest  
1.34% Asset Interest

VSS Riviera, LLC  
7th Floor  
350 Park Avenue  
New York, New York 10022  
Delaware limited liability company  
Member  
34.69% Voting Interest  
34.69% Asset Interest

VSS Riviera Parallel, LLC  
7th Floor  
350 Park Avenue  
New York, New York 10022  
Delaware limited liability company  
Member  
31.89% Voting Interest  
31.89% Asset Interest

VSS Riviera Holdings, Inc.  
7th Floor  
350 Park Avenue  
New York, New York 10022  
Delaware corporation  
Member  
3.83% Voting Interest  
3.83% Asset Interest

New York Life Capital Partners III, L.P.  
Suite 3009  
51 Madison Avenue  
New York, New York 10010  
United States Citizen  
Member  
13.63% Voting Interest  
13.63% Asset Interest

New York Life Capital Partners III-A, L.P.  
Suite 3009  
51 Madison Avenue  
New York, New York 10010  
United States Citizen  
Member  
13.04% Voting Interest  
13.04% Asset Interest

VSS IV SBS, LLC  
7th Floor  
350 Park Avenue  
New York, New York 10022  
Delaware limited liability company  
Member  
0.24% Voting Interest  
0.24% Asset Interest

The members of Riviera Broadcast Group, LLC, the parent entity of the licensee, RBG Las Vegas Licenses, LLC, should the proposed transfer of control be consented to, will be:

Atmor Properties, Inc.  
11077 Swansfield Road  
Columbia, Maryland 21044  
50% Voting Interest  
35% Asset Interest

Goldman, Sachs & Co, a New York Limited Partnership  
85 Broad Street  
New York, New York 10004  
50% Voting Interest  
35% Asset Interest

VSS Riviera, LLC  
c/o VSS Communications Partners IV, L.P.  
7th Floor  
350 Park Avenue  
New York, New York 10022  
Member  
0% Voting Interest  
10.12% Asset Interest

VSS Riviera Parallel, LLC  
c/o VSS Communications Parallel Partners, IV, L.P.  
7th Floor  
350 Park Avenue  
New York, New York 10022  
Member  
0% Voting Interest  
11.21% Asset Interest

VSS Riviera Holdings, Inc.  
c/o VSS Communications Parallel II Partners IV, L.P.  
7th Floor  
350 Park Avenue  
New York, New York 10022  
Member  
0% Voting Interest  
0.06% Asset Interest

VSS IV RBG Holdings, Inc.<sup>1</sup>  
7th Floor  
350 Park Avenue  
New York, New York 10022  
Member  
0% Voting Interest  
0.58% Asset Interest

Riviera Management, LLC  
7th Floor  
350 Park Avenue  
New York, New York 10022  
Member  
0% Voting Interest  
Up to 5.25% Asset Interest<sup>2</sup>

NYLCAP III RBG Corp.<sup>3</sup>  
c/o NYLCAP Manager, LLC  
Suite 3009  
51 Madison Avenue  
New York, New York 10010  
Member  
0% Voting Interest  
3.73% Asset Interest

NYLCAP III-A RBG Corp.<sup>4</sup>  
Suite 3009  
51 Madison Avenue  
New York, New York 10010  
United States Citizen  
Member  
0% Voting Interest  
3.56% Asset Interest

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<sup>1</sup> VSS IV RBG Holdings, Inc. is a wholly-owned subsidiary of transferor/member VSS IV SBS, LLC.

<sup>2</sup> As indicated, this member's interest can be up to 5.25%. The actual percentage membership interest has not yet been finalized.

<sup>3</sup> NYLCAP III RBG Corp. is a wholly-owned subsidiary of transferor/member New York Life Capital Partners III, L.P.

<sup>4</sup> NYLCAP III-A RBG Corp. is a wholly-owned subsidiary of transferor/member New York Life Capital Partners III-A, L.P.

TP RBG Holdings, Inc.<sup>5</sup>  
8165 E. Clinton Street  
Scottsdale, Arizona 85260  
Chief Executive Officer  
Member and Manager  
0% Voting Interest  
0.37% Asset Interest

CM RBG Holdings, Inc.<sup>6</sup>  
3333 Sierra Oaks Drive  
Sacramento, California 95864  
Chief Financial Officer  
Member and Manager  
0% Voting Interest  
0.37% Asset Interest

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<sup>5</sup> TP RBG Holdings, Inc. is wholly owned by transferor/member Tim Pohlman.

<sup>6</sup> CM RBG Holdings, Inc. is wholly owned by transferor/member William C. Maguire.