

Mr. Martin Lorenzo Smith
1402 Greenway Village Drive
Katy, Texas 77494

February 27, 2017

Mr. Sergio Cabada Alvidre
Cabada Holdings, LLC
5925 Cromo Drive
El Paso, Texas 79912
scabada@canal44.com

Mr. Sergio Cabada Alvidre
Broadcast Group Holdings, Inc.
5925 Cromo Drive
El Paso, Texas 79912
scabada@canal44.com

RE: BINDING EXERCISE OF PURCHASE OPTION

Dear Mr. Sergio Cabada Alvidre:

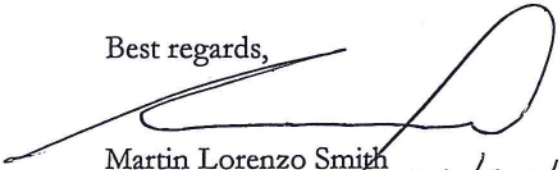
Pursuant to Sections 2.01 and 3.02 of that certain Shareholders Agreement, dated May 2007, as amended by that certain Amendment Agreement to Shareholders Agreement, dated as of March 31, 2010, that certain Second Amendment Agreement to Shareholders Agreement, dated as of February 28, 2012, and that certain Third Amendment Agreement to Shareholders Agreement, dated as of February 27, 2017 (collectively, the "Agreement"), entered into by and among Broadcast Group Holdings, Inc., a Texas corporation, Texas Multi Tele Ventas, Inc., a Texas corporation, and Cabada Holdings, LLC, a Texas limited liability company, the undersigned provides formal notification, as the Minority Shareholder of Broadcast Group Holdings, Inc., of his binding and irrevocable agreement to exercise the Minority Shareholder Option and, in so doing, to:

- 1) Acquire the 750 shares of common stock of Broadcast Group Holdings, Inc., presently owned by Cabada Holdings, LLC; and
- 2) Apply to the Federal Communications Commission ("FCC") for consent for the transfer of control of BGM License, LLC, the licensee of Digital Low Power Television Station K26KJ-D, El Paso, Texas, which is owned in its entirety by Broadcast Group Holdings, Inc., from Cabada Holdings, LLC to the undersigned.

In accordance with Section 2.01 of the Agreement, please deliver, within the required three (3) days of this Exercise Notice, the: (i) stock power and a stock purchase agreement confirming, subject to the prior consent of the FCC, the conveyance of the common stock of Broadcast Group Holdings, Inc., from Cabada

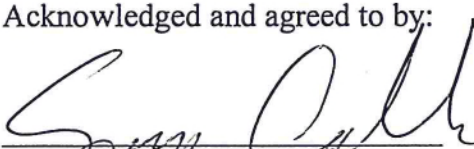
Holdings, LLC to the undersigned, releasing Cabada Holdings, LLC and its officers and board members from any and all liabilities and responsibilities arising out of their participation in Broadcast Group Holdings, Inc., and (ii) information concerning the preparation of FCC Form 345, requesting the consent of FCC to the proposed transfer of control of Broadcast Group Holdings, Inc., the party controlling BGM License, LLC, from Cabada Holdings, LLC to the undersigned.

Best regards,


Martin Lorenzo Smith

04/25/2017

Acknowledged and agreed to by:


Mr. Sergio Cabada Alvidre
Cabada Holdings, LLC
Broadcast Group Holdings, Inc.