

## **SCHEDULES TO THE ASSET PURCHASE AGREEMENT AND JUSTIFICATION FOR EXCLUSION**

The following schedules are omitted for the reasons stated, but will be provided to the FCC upon request:

### **SCHEDULES:**

Schedule I – This schedule lists the tangible personal property to be assigned. The information in this schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 1.2(f) – This schedule lists certain contracts to be excluded from the transaction. The information in this schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 3.3 – This schedule lists any conflicting agreements or agreements for which consent is required under the Agreement. The information in this schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 3.4 – This schedule lists any exceptions to ownership of the tangible personal property being assigned. The information in this schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 3.5(a) – This schedule lists certain contracts being assumed and assigned. The information in this schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 3.5(c) – This schedule lists certain programming contracts being assumed and assigned. The information in this schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 3.5(d) – This schedule lists certain tradeout agreements being assumed and assigned. The information in this schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 3.5(e) – This schedule lists any financing leases and tangible personal property leases. The information in this schedule does not reflect on the legal or other

qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 3.6 – This schedule lists any intangible property being assigned. The information in this schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 3.8(a) – This schedule lists certain financial statements for the Seller. The information in this schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 3.9 – This schedule lists any changes to operations since the most recent ending fiscal month. The information in this schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 3.10 – This schedule lists any pending litigation involving the Seller. The information in this schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 3.12 – This schedule lists any tax exceptions applicable to Seller. The information in this schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 3.13(a) -- This schedule lists FCC licenses and associated authorizations permits to be assigned. The list of FCC licenses is a matter of record at the Commission and is therefore not provided.

Schedule 3.13(b) – This schedule lists any FCC proceedings involving KWBF and/or the Seller. These issues are a matter of record at the Commission and are therefore not provided.

Schedule 3.13(c) – This schedule lists certain operating aspects of the KWBF and related FCC matters. These issues are a matter of record at the Commission and are therefore not provided.

Schedule 3.19 – This schedule lists certain cable matters involving KWBF. The information in this schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 7.3 – This schedule lists certain required consents needed pursuant to the Agreement. The information in this schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.