



(REFERENCE COPY - Not for submission)

Commercial Broadcast Stations Non-Biennial Ownership Report (FCC Form 323)

File Number: **0000100795** | Submit Date: **2020-01-27** | FRN: **0028491181**
Purpose: **Commercial Broadcast Stations Non-Biennial Ownership Report** | Status: **Received** | Status Date:
01/27/2020 | Filing Status: **Active**

Section I - General Information

1. Respondent

| FRN | | Entity Name | | | |
|------------|--|--------------------------|--|--|--|
| 0028491181 | | KLKN Lincoln License LLC | | | |

| Street Address | City (and Country if non U.S. address) | State ("NA" if non-U.S. address) | Zip Code | Phone | Email |
|------------------------------|--|----------------------------------|----------|-------------------|------------------------------|
| 3102 West End Ave. Suite 400 | Nashville | TN | 37203 | +1 (629) 777-5511 | acarington@standardmedia.com |

2. Contact Representative

| Name | | Organization | | | |
|----------------|--|-------------------------------------|--|--|--|
| Scott R. Flick | | Pillsbury Winthrop Shaw Pittman LLP | | | |

| Street Address | City (and Country if non U.S. address) | State | Zip Code | Phone | Email |
|-----------------------------|--|-------|----------|-------------------|------------------------------|
| 1200 Seventeenth Street, NW | Washington | DC | 20036 | +1 (202) 663-8167 | scott.flick@pillsburylaw.com |

3. Application Filing Fee

Not Applicable

4. Nature of Respondent

| (a) Provide the following information about the Respondent: | |
|---|---------------------------|
| Relationship to stations/permits | Licensee |
| Nature of Respondent | Limited liability company |

| (b) Provide the following information about this report: | |
|--|---|
| Purpose | Transfer of control or assignment of license/permit |
| "As of" date | 09/05/2019 When filing a biennial ownership report or validating and resubmitting a prior biennial ownership report, this date must be Oct. 1 of the year in which this report is filed. |

5. Licensee(s) /Permittees(s) and Station(s) /Permit(s)

Respondent is filing this report to cover the following Licensee(s)/Permittee(s) and station(s)/permit(s):

| Licensee/Permittee Name | FRN |
|--------------------------|------------|
| KLKN Lincoln License LLC | 0028491181 |

| Fac. ID No. | Call Sign | City | State | Service |
|-------------|-----------|---------|-------|---------|
| 11264 | KLKN | LINCOLN | NE | DTV |

Section II – Non-Biennial Ownership Information

1. 47 C.F.R. Section 73.3613 and Other Documents

Licensee/Permittee Respondents should list all contracts and other instruments set forth in 47 C.F.R. Section 73.3613(a) through (c) for the facility or facilities listed on this report. In addition, attributable Local Marketing Agreements (LMAs) and attributable Joint Sales Agreements (JSAs) must be disclosed by the licensee of the brokering station on its ownership report. If the agreement is an attributable LMA, an attributable JSA, or a network affiliation agreement, check the appropriate box. Otherwise, select “Other.” Non-Licensee/Permittee Respondents should select “Not Applicable” in response to this question.

| Document Information | |
|--|--|
| Description of contract or instrument | Certificate of Formation - KLKN Lincoln License LLC |
| Parties to contract or instrument | State of Delaware |
| Date of execution | 05/2019 |
| Date of expiration | No expiration date |
| Agreement type (check all that apply) | Other Agreement Type: Certificate of Formation |

| Document Information | |
|--|---|
| Description of contract or instrument | Credit Agreement |
| Parties to contract or instrument | Standard Media Group LLC, WLNE Providence Operations LLC and KLKN Operations LLC, the Several Lenders from Time to Time Parties Thereto, and Royal Bank of Canada as Administrative Agent |
| Date of execution | 09/2019 |
| Date of expiration | 09/2022 |
| Agreement type (check all that apply) | Other Agreement Type: Credit Agreement |

| Document Information | |
|--|--|
| Description of contract or instrument | Certificate of Formation - Standard Media Group LLC |
| Parties to contract or instrument | State of Delaware |
| Date of execution | 03/2018 |
| Date of expiration | No expiration date |
| Agreement type (check all that apply) | Other Agreement Type: Certificate of Formation |

| Document Information | |
|---------------------------------------|---|
| Description of contract or instrument | Certificate of Formation - McDermott Communications LLC |

| | |
|---|--|
| Parties to contract or instrument | State of Delaware |
| Date of execution | 04/2019 |
| Date of expiration | No expiration date |
| Agreement type (check all that apply) | Other Agreement Type: Certificate of Formation |

| Document Information | |
|---|---|
| Description of contract or instrument | Operating Agreement, as Amended April 15, 2019 - Standard Media Group LLC |
| Parties to contract or instrument | McDermott Communications LLC and Standard Media Group LLC |
| Date of execution | 03/2018 |
| Date of expiration | No expiration date |
| Agreement type (check all that apply) | Other Agreement Type: Operating Agreement |

| Document Information | |
|---|---|
| Description of contract or instrument | Option Agreement |
| Parties to contract or instrument | Standard General L.P. and Standard Media Group LLC and McDermott Communications LLC |
| Date of execution | 04/2019 |
| Date of expiration | 09/2024 |
| Agreement type (check all that apply) | Other Agreement Type: Option Agreement |

| Document Information | |
|---|--|
| Description of contract or instrument | Operating Agreement - KLKN Lincoln Operations LLC |
| Parties to contract or instrument | Standard Media Group LLC and KLKN Lincoln Operations LLC |
| Date of execution | 05/2019 |
| Date of expiration | No expiration date |
| Agreement type (check all that apply) | Other Agreement Type: Operating Agreement |

| Document Information | |
|---|--|
| Description of contract or instrument | Primary Television Affiliation Agreement |
| Parties to contract or instrument | American Broadcasting Companies, Inc. and KLKN Lincoln Operations LLC (as successor in interest to Citadel Communications, Inc.) |
| Date of execution | 12/2016 |
| Date of expiration | 12/2020 |
| Agreement type (check all that apply) | Network Affiliation Agreement |

| Document Information | |
|--|---|
| Description of contract or instrument | Operating Agreement - McDermott Communications LLC |
| Parties to contract or instrument | Deborah McDermott and McDermott Communications LLC |
| Date of execution | 04/2019 |
| Date of expiration | No expiration date |
| Agreement type (check all that apply) | Other Agreement Type: Operating Agreement |

| Document Information | |
|--|--|
| Description of contract or instrument | Certificate of Formation - KLKN Lincoln Operations LLC |
| Parties to contract or instrument | State of Delaware |
| Date of execution | 05/2019 |
| Date of expiration | No expiration date |
| Agreement type (check all that apply) | Other Agreement Type: Certificate of Formation |

| Document Information | |
|--|--|
| Description of contract or instrument | Operating Agreement - KLKN Lincoln License LLC |
| Parties to contract or instrument | KLKN Lincoln Operations LLC and KLKN Lincoln License LLC |
| Date of execution | 05/2019 |
| Date of expiration | No expiration date |
| Agreement type (check all that apply) | Other Agreement Type: Operating Agreement |

| Document Information | |
|--|---|
| Description of contract or instrument | Security Agreement |
| Parties to contract or instrument | Security Agreement by and among Standard Media Group LLC, WLNE Providence Operations LLC, KLKN Lincoln Operations LLC, the Several Lenders from Time to Time Parties to the Credit Agreement dated as of September 5, 2019, and Royal Bank of Canada as Adminis |
| Date of execution | 09/2019 |
| Date of expiration | 09/2022 |
| Agreement type (check all that apply) | Other Agreement Type: Security Agreement |

| Document Information | |
|---------------------------------------|---|
| Description of contract or instrument | Convertible Note |
| Parties to contract or instrument | Standard Media Group LLC and SMG Broadcast Holdings LLC |
| Date of execution | 09/2019 |
| Date of expiration | 03/2023 |

| | |
|---|--|
| Agreement type (check all that apply) | Other Agreement Type: Convertible Note |
|---|--|

| Document Information | |
|---|---|
| Description of contract or instrument | Laff Affiliation Agreement, as amended and extended 01 /2018 |
| Parties to contract or instrument | LAFF Media, LLC and KLKN Lincoln Operations LLC (as successor in interest to Citadel Communications, LLC) |
| Date of execution | 03/2015 |
| Date of expiration | 04/2020 |
| Agreement type (check all that apply) | Network Affiliation Agreement |

| Document Information | |
|---|---|
| Description of contract or instrument | Grit Affiliation Agreement, as amended and extended 01 /2018 |
| Parties to contract or instrument | Grit Media, LLC and KLKN Lincoln Operations LLC (as successor in interest to Citadel Communications, LLC) |
| Date of execution | 07/2014 |
| Date of expiration | 08/2024 |
| Agreement type (check all that apply) | Network Affiliation Agreement |

| Document Information | |
|---|---|
| Description of contract or instrument | Escape Affiliation Agreement, as amended and extended 01 /2018 |
| Parties to contract or instrument | Escape Media, LLC and KLKN Lincoln Operations LLC (as successor in interest to Citadel Communications, LLC) |
| Date of execution | 07/2014 |
| Date of expiration | 08/2024 |
| Agreement type (check all that apply) | Network Affiliation Agreement |

2. Ownership Interests

(a) Ownership Interests. This Question requires Respondents to enter detailed information about ownership interests by generating a series of subforms. Answer each question on each subform. The first subform listing should be for the Respondent itself. If the Respondent is not a natural person, also list each of the officers, directors, stockholders, non-insulated partners, non-insulated members, and any other persons or entities with a direct attributable interest in the Respondent pursuant to the standards set forth in 47 C.F.R. Section 73.3555. (A “direct” interest is one that is not held through any intervening companies or entities.) List each interest holder with a direct attributable interest in the Respondent separately.

Leave the percentage of total assets (Equity Debt Plus) field blank for an interest holder unless that interest holder has an attributable interest in the Respondent solely on the basis of the Commission’s Equity Debt Plus attribution standard, 47 C.F.R. Section 73.3555, Note 2(i).

In the case of vertical or indirect ownership structures, list only those interests in the Respondent that also represent an attributable interest in the Licensee(s) or Permittee(s) for which the report is being submitted.

Entities that are part of an organizational structure that includes holding companies or other forms of indirect ownership must file separate ownership reports. In such a structure do not report, or file a separate report for, any interest holder that does not have an attributable interest in the Licensee(s) or Permittee(s) for which the report is being submitted.

Please see the Instructions for further detail concerning interests that must be reported in response to this question.

The Respondent must provide an FCC Registration Number for each interest holder reported in response to this question. Please see the Instructions for detailed information and guidance concerning this requirement.

| Ownership Information | | | |
|---|----------------------------------|--------------------|---------------------|
| FRN | 0028491181 | | |
| Entity Name | KLKN Lincoln License LLC | | |
| Address | PO Box | | |
| | Street 1 | 3102 West End Ave. | |
| | Street 2 | Suite 400 | |
| | City | Nashville | |
| | State ("NA" if non-U.S. address) | TN | |
| | Zip/Postal Code | 37203 | |
| | Country (if non-U.S. address) | United States | |
| Listing Type | Respondent | | |
| Positional Interests (check all that apply) | Respondent | | |
| Interest Percentages (enter percentage values from 0.0 to 100.0) | Voting | 0.0% | Jointly Held? No |
| | Total assets (Equity Debt Plus) | 0.0% | |
| Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report? | | | No |

| Ownership Information | | | |
|---|----------------------------------|--------------------|---------------------|
| FRN | 0028858322 | | |
| Entity Name | KLKN Lincoln Operations LLC | | |
| Address | PO Box | | |
| | Street 1 | 3102 West End Ave. | |
| | Street 2 | Suite 400 | |
| | City | Nashville | |
| | State ("NA" if non-U.S. address) | TN | |
| | Zip/Postal Code | 37203 | |
| | Country (if non-U.S. address) | United States | |
| Listing Type | Other Interest Holder | | |
| Positional Interests (check all that apply) | LC/LLC/PLLC Member | | |
| Interest Percentages (enter percentage values from 0.0 to 100.0) | Voting | 100.0% | Jointly Held? No |
| | | | |

| | | |
|---|---------------------------------|--|
| | Total assets (Equity Debt Plus) | |
| Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report? | No | |

| | | | |
|---|----------------------------------|--------------------|---------------------|
| Ownership Information | | | |
| FRN | 0019279884 | | |
| Name | Deborah A. McDermott | | |
| Address | PO Box | | |
| | Street 1 | 3102 West End Ave. | |
| | Street 2 | Suite 400 | |
| | City | Nashville | |
| | State ("NA" if non-U.S. address) | TN | |
| | Zip/Postal Code | 37203 | |
| | Country (if non-U.S. address) | United States | |
| Listing Type | Other Interest Holder | | |
| Positional Interests (check all that apply) | Officer | | |
| Interest Percentages (enter percentage values from 0.0 to 100.0) | Voting | 0.0% | Jointly Held? No |
| | Total assets (Equity Debt Plus) | | |
| Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report? | Yes | | |

| | |
|---|-----|
| (b) Respondent certifies that any interests, including equity, financial, or voting interests, not reported in this filing are non-attributable. If "No," submit as an exhibit an explanation. | Yes |
|---|-----|

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|---|----|
| <p>(c) Does the Respondent or any reported interest holder hold an attributable interest in any newspaper entities in the same market as any station for which this report is filed, as defined in 47 C.F.R. Section 73.3555?</p> <p>If "<u>Yes</u>," provide information describing the interest(s), using EITHER the subform OR the spreadsheet option below. Respondents with a large number (50 or more) of entries to submit should use the spreadsheet option.</p> <p>NOTE: Spreadsheets must be submitted in a special XML Spreadsheet format with the appropriate structure that is specified in the documentation. For instructions on how to use the spreadsheet option to complete this question (including templates to start with), please Click Here.</p> <p>If using the subform, leave the percentage of total assets (Equity Debt Plus) field blank for an interest holder unless that interest holder has an attributable interest in the newspaper entity solely on the basis of the Commission's Equity Debt Plus attribution standard, 47 C.F.R. Section 73.3555, Note 2(i). If using an XML Spreadsheet, enter "NA" into the percentage of total assets (Equity Debt Plus) field for an interest holder unless that interest holder has an attributable interest in the newspaper entity solely on the basis of the Commission's Equity Debt Plus attribution standard.</p> <p>The Respondent must provide an FCC Registration Number for each interest holder reported in response to this question. Please see the Instructions for detailed information and guidance concerning this requirement.</p> | No |
|---|----|

| | |
|--|----|
| <p>(d) Are any of the individuals listed as an attributable interest holder in the Respondent married to each other or related to each other as parentchild or as siblings?</p> <p>If "<u>Yes</u>," provide the following information for each such the relationship.</p> | No |
|--|----|

| | |
|--|----|
| <p>(e) Is Respondent seeking an attribution exemption for any officer or director with duties wholly unrelated to the Licensee(s)?</p> <p>If "<u>Yes</u>," complete the information in the required fields and submit an Exhibit fully describing that individual's duties and responsibilities, and explaining why that individual should not be attributed an interest.</p> | No |
|--|----|

Certification

| Section | Question | Response |
|--------------------------|--|----------|
| Authorized Party to Sign | WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND /OR REVOCATION OF ANY STATION LICENSE --OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503). | |

| | | |
|----------------------|---|---|
| Certification | I certify that I have examined this report and that to the best of my knowledge and belief, all statements in this report are true, correct and complete. | Official Title: President and CEO Exact Legal Title or Name of Respondent: KLKN Lincoln License LLC Name: Deborah A. McDermott Phone: 6297775511 01/27/2020 |
|----------------------|---|---|