

(REFERENCE COPY - Not for submission)

FRN

0002161123

Commercial Broadcast Stations Biennial Ownership Report (FCC Form 323)

File Number:0000102813Submit Date:2020-01-30FRN:0023524093Purpose:Commercial Broadcast Stations Biennial Ownership ReportStatus:ReceivedStatus Date:01/31/2020Filing Status:Active

Section I - General Information

Graham Media Group, Michigan, Inc.

1. Respondent

Entity Name

Street Address	City (and Country if non U. S. address)	State ("NA" if non-U.S. address)	Zip Code	Phone	Email
550 West Lafayette Blvd.	Detroit	МІ	48226	+1 (312) 917- 6250	hwhiting@grahammedia. com

2. Contact Representative

Name	Organization
Jennifer Johnson, Esq.	Covington & Burling LLP

Street Address	City (and Country if non U.S. address)	State	Zip Code	Phone	Email
One CityCenter 850 Tenth Street, N.W.	Washington	DC	20001	+1 (202) 662-5552	jjohnson@cov.com

3. Application Filing Fee

Question Response Is this application being submitted without a filing fee? No

Fees	Application Type	Form Number	Fee Code	Quantity	Fee Amount	Subtotal
	Biennial	Form 323	MAT	1	95	\$70.00
			<u>, , , , , , , , , , , , , , , , , , , </u>	·	Total	\$70.00

4. Nature of Respondent

(a) Provide the following information about the Respondent:		
Relationship to stations/permits	Licensee	
Nature of Respondent	For-profit corporation	

(b) Provide the following information about this report:

Purpose	Biennial
"As of" date	10/01/2019
	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) and Station(s)

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

Licensee/Permittee Name	FRN
Graham Media Group, Michigan, Inc.	0002161123

Fac. ID No.	Call Sign	City	State	Service
53114	WDIV-TV	DETROIT	МІ	DTV

Section II – Biennial Ownership Information

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

Licensee Respondents that hold authorizations for one or more full power television, AM, and/or FM stations 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 Respondents, as well as Licensee Respondents that only hold authorizations for Class A television and/or low power television stations, should select "Not Applicable" in response to this question.

Document Information				
Description of contract or instrument	Amended and Restated Certificate of Incorporation of Graham Holdings Company (Graham Holdings Company)			
Parties to contract or instrument	Graham Holdings Company & State of Delaware			
Date of execution	11/2003			
Date of expiration	No expiration date			
Agreement type (check all that apply)	Other Agreement Type: Amended and Restated Certificate of Incorporation			

Document Information				
Description of contract or instrument	Network Affiliation Agreement, As Amended (Graham Media Group, Michigan, Inc.)			
Parties to contract or instrument	Graham Media Group, Michigan, Inc. & NBC Television Network			
Date of execution	12/2016			
Date of expiration	12/2019			
Agreement type (check all that apply)	Network Affiliation Agreement			

Document Information

Description of contract or instrument	By-Laws, As Amended (Graham Media Group, Michigan, Inc.)
Parties to contract or instrument	Graham Media Group, Michigan, Inc. & State of Delaware
Date of execution	06/1978
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: By-Laws, As Amended

Document Information

Description of contract or instrument	Articles of Incorporation, As Amended (Graham Media Group, Michigan, Inc.)
Parties to contract or instrument	Graham Media Group, Michigan, Inc. & State of Delaware
Date of execution	06/1978
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Articles of Incorporation, As Amended

Document Information

Description of contract or instrument	Network Affiliation Agreement (Graham Media Group, Michigan, Inc.)
Parties to contract or instrument	Graham Media Group, Michigan, Inc. & MeTV Network (MeTV)
Date of execution	12/2018
Date of expiration	07/2021
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information

Description of contract or instrument	Amended and Restated By-Laws of Graham Holdings Company (Graham Holdings Company)
Parties to contract or instrument	Graham Holdings Company & State of Delaware
Date of execution	11/2013
Date of expiration	No expiration date

Agreement type (check all that apply)	Other Agreement Type: Amended and Restated By-Laws

Document Information	
Description of contract or instrument	By-Laws, As Amended (Graham Media Group, Inc.)
Parties to contract or instrument	Graham Media Group, Inc. & State of Delaware
Date of execution	09/1967
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: By-Laws, As Amended

Document Information

Description of contract or instrument	Credit Agreement (Graham Holdings Company)
Parties to contract or instrument	Graham Holdings Company & Wells Fargo Bank, N.A.
Date of execution	06/2015
Date of expiration	06/2020
Agreement type (check all that apply)	Other Agreement Type: Credit Agreement

Document Information

Description of contract or instrument	Articles of Incorporation, As Amended (Graham Media Group, Inc.)
Parties to contract or instrument	Graham Media Group, Inc. & State of Delaware
Date of execution	09/1967
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Articles of Incorporation, As Amended

Document Information

Description of contract or instrument	Network Affiliation Agreement, As Amended (Graham Media Group, Michigan, Inc.)
Parties to contract or instrument	Graham Media Group, Michigan, Inc. & THIS Network, LLC (ThisTV)
Date of execution	12/2008
Date of expiration	11/2019
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information

Description of contract or instrument	Amended and Restated Certificate of Incorporation of Graham Holdings Company (Graham Holdings Company)
Parties to contract or instrument	Graham Holdings Company & State of Delaware
Date of execution	11/2013

Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Amended and Restates Certificate of Incorporation

Document Information	
Description of contract or instrument	Amended and Restated Five Year Credit Agreement (Graham Holdings Company)
Parties to contract or instrument	Graham Holdings Company & Wells Fargo Bank, National Association, as Administrative Agent and JPMorgan Chase Bank, N.A., as Syndication Agent
Date of execution	05/2018
Date of expiration	05/2023
Agreement type (check all that apply)	Other Agreement Type: Credit Agreement

Document Information	
Description of contract or instrument	Senior Notes Indenture (Graham Holdings Company)
Parties to contract or instrument	Graham Holdings Company & The Bank of New York Mellon Trust Company, N.A., as Trustee
Date of execution	05/2018
Date of expiration	06/2026
Agreement type (check all that apply)	Other Agreement Type: Senior Notes Indenture

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) 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) 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	0002161123	
Entity Name	Graham Media Group, Michigan, Inc.	
Address	PO Box	

States			
States			
States			
States			
	Respondent		
Respondent			
Interest holder is not a Tribal nation or Tribal entity			
Joint No	tly Held?		
0.0%			
	%		

Ownership mornation	Jwnersnip information		
FRN	0029166352		
Name	Matthew Greisler		
Address	PO Box		
	Street 1	1300 North 17th Street	
	Street 2	Suite 1700	
	City	Arlington	
	State ("NA" if non-U.S. VA address)		
	Zip/Postal Code	22209	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Citizenship, Gender,	Citizenship	US	
Ethnicity, and Race Information (Natural Persons Only)	Gender	Male	
	Ethnicity	Not Hispanic or Latino	
	Race	White	

Interest Percentages (enter percentage values from 0.0 to 100.0)	Voting	0.0%	Jointly Held? No	
	Equity	0.0%		
	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		

Ownership information				
FRN	0029132826			
Name	Kimberly Parker			
Address	PO Box			
	Street 1	161 N. Clark Street		
	Street 2	Suite 2900		
	City	Chicago		
	State ("NA" if non-U.S. address)	IL		
	Zip/Postal Code	60601		
	Country (if non-U.S. address)			
Listing Type	Other Interest Holder	Other Interest Holder		
Positional Interests (check all that apply)	Officer, Director			
Citizenship, Gender,	Citizenship	US		
Ethnicity, and Race Information (Natural	Gender	Female		
Persons Only)	Ethnicity	Not Hispanic or Latino		
	Race	White		
Interest Percentages (enter percentage values	Voting	0.0%	Jointly Held? No	
from 0.0 to 100.0)	Equity	0.0%		
	Total assets (Equity Debt Plus)			
Does interest holder have a that do not appear on this	an attributable interest in one o report?	r more broadcast stations	Yes	

Ownership Information		
FRN	0019966126	
Name	Wallace Cooney	
Address	PO Box	
	Street 1	1300 North 17th Street
	Street 2 Suite 1700	

	City	Arlington		
	State ("NA" if non-U.S. address)	VA		
	Zip/Postal Code	22209		
	Country (if non-U.S. address)	United States		
Listing Type	Other Interest Holder			
Positional Interests (check all that apply)	Director			
Citizenship, Gender,	Citizenship	US		
Ethnicity, and Race Information (Natural	Gender	Male		
Persons Only)	Ethnicity	Not Hispanic or Latino		
	Race	White		
Interest Percentages (enter percentage values	Voting	0.0%	Jointly Held? No	
from 0.0 to 100.0)	Equity	0.0%		
	Total assets (Equity Debt Plus)			
Does interest holder have that do not appear on this	an attributable interest in one or report?	r more broadcast stations	Yes	

Ownership Information				
FRN	0004342044			
Entity Name	Graham Media Group, Inc.			
Address	PO Box			
	Street 1	161 N. Clark Street		
	Street 2	Suite 2900		
	City	Chicago		
	State ("NA" if non-U.S. address)	IL		
	Zip/Postal Code	60601		
	Country (if non-U.S. address)	United States		
Listing Type	Other Interest Holder			
Positional Interests (check all that apply)	Owner	Owner		
Tribal Nation or Tribal Entity	Interest holder is not a Triba	Interest holder is not a Tribal nation or Tribal entity		
Interest Percentages (enter percentage values	Voting	100.0%	Jointly Held? No	
from 0.0 to 100.0)	Equity	100.0%		

	Total assets (Equity Debt Plus)		
Does interest holder have an	attributable interest in one or	more broadcast stations	Yes

that do not appear on this report?		
Ownership Information		
FRN	0020000295	
Namo	Emily Porr	

	Emily Barr			
Address	PO Box			
	Street 1	161 N. Clark Street		
	Street 2	Suite 2900		
	City	Chicago		
	State ("NA" if non-U.S. address)	IL		
	Zip/Postal Code	60601		
	Country (if non-U.S. address)	United States		
Listing Type	Other Interest Holder			
Positional Interests (check all that apply)	Officer, Director			
Citizenship, Gender,	Citizenship	US		
Ethnicity, and Race Information (Natural	Gender	Female		
Persons Only)	Ethnicity	Not Hispanic or Latino		
	Race	White		
Interest Percentages (enter percentage values	Voting	0.0%	Jointly Held? No	
from 0.0 to 100.0)	Equity	0.0%		
	Total assets (Equity Debt Plus)			

FRN	0019266055	
Name	Marla Drutz	
Address	PO Box	
	Street 1	550 West Lafayette Boulevard
	Street 2	
	City	Detroit
	State ("NA" if non-U.S. address)	MI

	Zip/Postal Code	48226		
	Country (if non-U.S. address)	United States		
Listing Type	Other Interest Holder			
Positional Interests (check all that apply)	Officer			
Citizenship, Gender,	Citizenship	US		
Ethnicity, and Race Information (Natural Persons Only)	Gender	Female		
	Ethnicity	Not Hispanic or Latino		
	Race	White		
Interest Percentages (enter percentage values	Voting	0.0%	Jointly Held? No	
from 0.0 to 100.0)	Equity	0.0%		
	Total assets (Equity Debt Plus)			
Does interest holder have	an attributable interest in one o	r more broadcast stations	No	

that do not appear on this report?

FRN 0025069808 Name Heidi Schmid Whiting Address PO Box Street 1 161 N. Clark Street Street 2 Suite 2900 City Chicago State ("NA" if non-U.S. address) IL Zip/Postal Code 60601 Country (if non-U.S. address) United States	Ownership Information	ership Information		
AddressPO BoxStreet 1161 N. Clark StreetStreet 2Suite 2900CityChicagoState ("NA" if non-U.S. address)ILZip/Postal Code60601Country (if non-U.S. address)United States	FRN	0025069808		
Street 1161 N. Clark StreetStreet 2Suite 2900CityChicagoState ("NA" if non-U.S. address)ILZip/Postal Code60601Country (if non-U.S. address)United States	Name	Heidi Schmid Whiting	Heidi Schmid Whiting	
Street 2Suite 2900CityChicagoState ("NA" if non-U.S. address)ILZip/Postal Code60601Country (if non-U.S. address)United States	Address	PO Box	PO Box	
CityChicagoState ("NA" if non-U.S. address)ILZip/Postal Code60601Country (if non-U.S. address)United States		Street 1	161 N. Clark Street	
State ("NA" if non-U.S. address)ILZip/Postal Code60601Country (if non-U.S. address)United States		Street 2	Suite 2900	
address) Zip/Postal Code 60601 Country (if non-U.S. address) United States		City	Chicago	
Country (if non-U.S. United States address) Image: Country (if non-U.S.)			IL	
address)		Zip/Postal Code	60601	
Listing Type Other Interest Holder			United States	
	Listing Type	Other Interest Holder		
Positional Interests Officer, Director (check all that apply) Officer, Director		Officer, Director		
Citizenship, Gender, Citizenship US		Citizenship US		
Ethnicity, and Race Gender Female	Information (Natural	Gender	Female	
Persons Only) Ethnicity Not Hispanic or Latino	Persons Only)	Ethnicity	Not Hispanic or Latino	
Race White		Race	White	
Interest Percentages Voting 0.0% Jointly Held? No	(enter percentage values	Voting	0.0%	-
from 0.0 to 100.0) Equity 0.0%	from 0.0 to 100.0)	Equity	0.0%	

	Total assets (Equity Debt Plus)		
Does interest holder have an	attributable interest in one or	more broadcast stations	Yes

FRN	0019329150	0019329150		
Name	Kathy L. Salazar			
Address	PO Box	Box		
	Street 1	550 West Lafayette Boulevard		
	Street 2			
	City	Detroit	Detroit	
	State ("NA" if non-U.S. address)	MI		
	Zip/Postal Code	48226		
	Country (if non-U.S. address)	United States		
Listing Type	Other Interest Holder			
Positional Interests (check all that apply)	Officer			
Citizenship, Gender,	Citizenship US			
Ethnicity, and Race Information (Natural	Gender	Female		
Persons Only)	Ethnicity	Not Hispanic or Latino		
	Race	White		
Interest Percentages (enter percentage values	Voting	0.0%	Jointly Held? No	
from 0.0 to 100.0)	Equity	0.0%		
	Total assets (Equity Debt Plus)			

that do not appear on this report?

FRN	0019329119	
Name	Marcus J. Williams	
Address	PO Box	
	Street 1	550 West Lafayette Boulevard
	Street 2	
	City	Detroit
-	State ("NA" if non-U.S. address)	MI

	Zip/Postal Code	48226	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	Citizenship	US	
	Gender	Male	
	Ethnicity	Not Hispanic or Latino	
	Race	Black or African American	
Interest Percentages (enter percentage values	Voting	0.0%	Jointly Held? No
from 0.0 to 100.0)	Equity	0.0%	
	Total assets (Equity Debt Plus)		

that do not appear on this report?

Ownership Information FRN 0025069865 Name Gary Macko Address **PO Box** Street 1 550 West Lafayette Boulevard Street 2 City Detroit State ("NA" if non-U.S. MI address) Zip/Postal Code 48226 Country (if non-U.S. **United States** address) Listing Type Other Interest Holder **Positional Interests** Officer (check all that apply) Citizenship, Gender, US Citizenship Ethnicity, and Race Male Gender Information (Natural Persons Only) Ethnicity Not Hispanic or Latino Race White Voting Interest Percentages 0.0% **Jointly Held?** (enter percentage values No from 0.0 to 100.0) Equity 0.0%

	Total assets (Equity Debt Plus)		
Does interest holder have an	attributable interest in one or	more broadcast stations	No

that do not appear	on this report?
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Ownership Information			
FRN	0027286772		
Name	Nicole Maddrey		
Address	PO Box	x	
	Street 1	1300 North 17th Street	
	Street 2	Suite 1700	
	City	Arlington	
	State ("NA" if non-U.S. address)	VA	
	Zip/Postal Code	22209	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Director		
Citizenship, Gender, Citizenship US		US	
Ethnicity, and Race Information (Natural	Gender	Female	
Persons Only)	Ethnicity	Not Hispanic or Latino	
	Race	White	
Interest Percentages (enter percentage values from 0.0 to 100.0)	Voting	0.0%	Jointly Held? No
	Equity	0.0%	
	Total assets (Equity Debt Plus)		
Does interest holder have a	an attributable interest in one o	r more broadcast stations	Yes

that do not appear on this report?

FRN	0029167061	
Name	Cherie Kummer	
Address	PO Box	
	Street 1	1300 North 17th Street, Suite 1700
	Street 2	
	City	Arlington
	State ("NA" if non-U.S. address)	VA

	Zip/Postal Code	22209	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	Citizenship	US	
	Gender	Female	
	Ethnicity	Not Hispanic or Latino	
	Race	White	
Interest Percentages (enter percentage values	Voting	0.0%	Jointly Held? No
from 0.0 to 100.0)	Equity	0.0%	
	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?		more broadcast stations	Yes
(b) Respondent certifies that any interests, including equity, financial, or voting interests, not reported in this filing are non-attributable.		y, financial, or voting	Yes

If "No," submit as an exhibit an explanation.

(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?	No
If "Vac " provide information departition the interact(a) using	
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.	
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.	
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.	
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.	

(d) Are any of the individuals listed as an attributable interest holder in the Respondent married to each other No or related to each other as parentchild or as siblings?

If "Yes," provide the following information for each such the relationship.

(e) Is Respondent seeking an attribution exemption for any officer or director with duties wholly unrelated to the Licensee(s)?	No
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.	

3. Organizational Chart (Licensees Only)

Attach a flowchart or similar document showing the Licensee's vertical ownership structure including the Licensee and all entities that have attributable interests in the Licensee. Licensees with a single parent entity may provide a brief explanatory textual Exhibit in lieu of a flowchart or similar document. Licensees without parent entities should so indicate in a textual Exhibit.

Non-Licensee Respondents should select "N/A" in response to this question.

File Name	Uploaded By	Attachment Type	Description
Graham Holdings Ownership 10-01-2019.pdf	Applicant	Ownership Chart	

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 LICENSEOR 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: Vice President, General Counsel and Secretary Exact Legal Title or Name of Respondent: Graham Media Group, Michigan, Inc. Name: Heidi I. Schmid Whiting Phone: 3129176250 01/30/2020