



(REFERENCE COPY - Not for submission)

Commercial Broadcast Stations Biennial  
Ownership Report (FCC Form 323)

File Number: 0000047609 | Submit Date: 2018-03-02 | FRN: 0005047105

Purpose: Commercial Broadcast Stations Biennial Ownership Report | Status: Received | Status Date: 03/05/2018

Filing Status: Active

Section I - General Information

1. Respondent

FRN		Entity Name			
0021781182		KSWB, LLC			

Street Address	City (and Country if non U.S. address)	State ("NA" if non-U.S. address)	Zip Code	Phone	Email
7191 ENGINEER ROAD	SAN DIEGO	CA	92111	+1 (858) 492-9269	JROBERTS@TRIBUNEMEDIA.COM

2. Contact Representative

Name		Organization			
Jason Roberts		Tribune Media Company			

Street Address	City (and Country if non U.S. address)	State	Zip Code	Phone	Email
303 E. Wacker Drive Suite 1700	Chicago	IL	60601	+1 (312) 222-3894	jroberts@tribunemedia.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
				Total	\$70.00

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	Biennial
"As of" date	10/01/2017  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
KSWB, LLC	0021781182

Fac. ID No.	Call Sign	City	State	Service
58827	KSWB-TV	SAN DIEGO	CA	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	Amendment No. 1 to the Credit Agreement (Tribune Media Company)
Parties to contract or instrument	JP Morgan Chase Bank, N.A., as Administrative Agent
Date of execution	06/2015
Date of expiration	12/2018
Agreement type (check all that apply)	Other Agreement Type: Credit Agreement

Document Information	
Description of contract or instrument	Certificate of Formation (KSWB, LLC)
Parties to contract or instrument	State of Delaware
Date of execution	09/2012
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Certificate of Formation

Document Information	
Description of contract or instrument	Station Affiliation Agreement, as amended (KSWB, LLC)
Parties to contract or instrument	Fox Broadcasting Company
Date of execution	03/2008
Date of expiration	06/2019
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information	
Description of contract or instrument	Digital Multicast Channel Term Sheet, as amended (KSWB, LLC)
Parties to contract or instrument	THIS Network LLC
Date of execution	04/2013
Date of expiration	10/2019
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information	
Description of contract or instrument	Limited Liability Company Agreement of KSWB, LLC
Parties to contract or instrument	Tribune Broadcasting Company, LLC
Date of execution	12/2012
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Limited Liability Company Agreement

Document Information	
Description of contract or instrument	Warrant Agreement (Tribune Media Company)
Parties to contract or instrument	Computershare Inc. and Computershare Trust Company, N. A.
Date of execution	12/2012
Date of expiration	12/2032
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Warrant Agreement

Document Information	
Description of contract or instrument	Certificate of Formation (Tribune Broadcasting Company, LLC)
Parties to contract or instrument	State of Delaware
Date of execution	11/2012
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Certificate of Formation

Document Information	
Description of contract or instrument	Third Supplement Indenture (Tribune Media Company)
Parties to contract or instrument	The Bank of New York Mellon Trust Company, N.A.
Date of execution	06/2015
Date of expiration	07/2022
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Indenture

Document Information	
Description of contract or instrument	Registration Rights Agreement (Tribune Media Company)
Parties to contract or instrument	JPMorgan, Angelo Gordon and Oaktree Stockholders, as may be amended
Date of execution	12/2012
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Registration Rights Agreement

Document Information	
Description of contract or instrument	Second Amended & Restated Certificate of Incorporation (Tribune Media Company)
Parties to contract or instrument	STATE OF DELAWARE
Date of execution	09/2014
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Certificate of Incorporation

Document Information	
Description of contract or instrument	First Supplement Indenture (Tribune Media Company)
Parties to contract or instrument	The Bank of New York Mellon Trust Company, N.A.
Date of execution	06/2015
Date of expiration	07/2022
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Indenture

Document Information	
Description of contract or instrument	Antenna TV Affiliation Term Sheet, as amended (KSWB, LLC)
Parties to contract or instrument	Tribune Broadcasting Company, LLC
Date of execution	01/2011
Date of expiration	12/2021
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information	
Description of contract or instrument	Pledge Agreement (Tribune Media Company)
Parties to contract or instrument	JP Morgan Chase Bank, N.A.
Date of execution	12/2013
Date of expiration	12/2018
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Pledge Agreement

Document Information	
Description of contract or instrument	Security Agreement (Tribune Media Company)
Parties to contract or instrument	JP Morgan Chase Bank, N.A.
Date of execution	12/2013
Date of expiration	12/2018
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Security Agreement

Document Information	
Description of contract or instrument	Credit Agreement (Tribune Media Company)
Parties to contract or instrument	JP Morgan Chase Bank, N.A., as Administrative Agent
Date of execution	12/2013
Date of expiration	12/2018
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Credit Agreement

Document Information	
Description of contract or instrument	Indenture (Tribune Media Company)
Parties to contract or instrument	The Bank of New York Mellon Trust Company, N.A.
Date of execution	06/2015
Date of expiration	07/2022
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Indenture

Document Information	
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<b>Description of contract or instrument</b>	Second Supplement Indenture (Tribune Media Company)
<b>Parties to contract or instrument</b>	The Bank of New York Mellon Trust Company, N.A.
<b>Date of execution</b>	06/2015
<b>Date of expiration</b>	07/2022
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Indenture

Document Information	
<b>Description of contract or instrument</b>	Limited Liability Company Agreement of Tribune Broadcasting Company, LLC
<b>Parties to contract or instrument</b>	Tribune Company
<b>Date of execution</b>	12/2012
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Limited Liability Company Agreement

Document Information	
<b>Description of contract or instrument</b>	Guaranty Agreement (Tribune Media Company)
<b>Parties to contract or instrument</b>	JP Morgan Chase Bank, N.A.
<b>Date of execution</b>	12/2013
<b>Date of expiration</b>	12/2018
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Guaranty Agreement

Document Information	
<b>Description of contract or instrument</b>	Amendment to Certificate of Incorporation of Tribune Media Company
<b>Parties to contract or instrument</b>	STATE OF DELAWARE
<b>Date of execution</b>	08/2015
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Certificate of Incorporation

## 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	0021781182		
Entity Name	KSWB, LLC		
Address	PO Box		
	Street 1	7191 ENGINEER ROAD	
	Street 2		
	City	SAN DIEGO	
	State ("NA" if non-U.S. address)	CA	
	Zip/Postal Code	92111	
	Country (if non-U.S. address)	United States	
Listing Type	Respondent		
Positional Interests (check all that apply)	Respondent		
Tribal Nation or Tribal Entity	Interest holder is not a Tribal nation or Tribal entity		
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)	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	0021808043	
Entity Name	Tribune Broadcasting Company, LLC	
Address	PO Box	
	Street 1	515 N. State Street
	Street 2	24th Floor
	City	Chicago
	State ("NA" if non-U.S. address)	IL
	Zip/Postal Code	60654
	Country (if non-U.S. address)	United States

Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	LC/LLC/PLLC Member, Owner		
Tribal Nation or Tribal Entity	Interest holder is not a Tribal nation or Tribal entity		
Interest Percentages (enter percentage values from 0.0 to 100.0)	Voting	100.0%	Jointly Held? No
	Equity	100.0%	
	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	0019368026		
Name	Brian Litman		
Address	PO Box		
	Street 1	515 N. State Street	
	Street 2	24th Floor	
	City	Chicago	
	State ("NA" if non-U.S. address)	IL	
	Zip/Postal Code	60654	
	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	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	0023186984



Name	Edward Lazarus		
Address	PO Box		
	Street 1	515 N. State Street	
	Street 2	24th Floor	
	City	Chicago	
	State ("NA" if non-U.S. address)	IL	
	Zip/Postal Code	60654	
	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	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	0019440270		
Name	Patrick M. Shanahan		
Address	PO Box		
	Street 1	515 N. State Street	
	Street 2	24th Floor	
	City	Chicago	
	State ("NA" if non-U.S. address)	IL	
	Zip/Postal Code	60654	
	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	0023118995		
Name	Lawrence J. Wert		
Address	PO Box		
	Street 1	515 N. State Street	
	Street 2	24th Floor	
	City	Chicago	
	State ("NA" if non-U.S. address)	IL	
	Zip/Postal Code	60654	
	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	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	0019915206	
Name	John B. Rodden	
Address	PO Box	

	Street 1	515 N. State Street	
	Street 2	24th Floor	
	City	Chicago	
	State ("NA" if non-U.S. address)	IL	
	Zip/Postal Code	60654	
	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	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	0025005273		
Name	Kim S. Thies		
Address	PO Box		
	Street 1	515 N. State Street	
	Street 2	24th Floor	
	City	Chicago	
	State ("NA" if non-U.S. address)	IL	
	Zip/Postal Code	60654	
	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	

	<b>Race</b>	White	
<b>Interest Percentages</b> (enter percentage values from 0.0 to 100.0)	<b>Voting</b>	0.0%	<b>Jointly Held?</b> No
	<b>Equity</b>	0.0%	
	<b>Total assets (Equity Debt Plus)</b>		
<b>Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?</b>			Yes

<b>Ownership Information</b>			
<b>FRN</b>	0027195213		
<b>Name</b>	Richard Goldner		
<b>Address</b>	<b>PO Box</b>		
	<b>Street 1</b>	515 N. State Street	
	<b>Street 2</b>	24th Floor	
	<b>City</b>	Chicago	
	<b>State ("NA" if non-U.S. address)</b>	IL	
	<b>Zip/Postal Code</b>	60654	
	<b>Country (if non-U.S. address)</b>	United States	
<b>Listing Type</b>	Other Interest Holder		
<b>Positional Interests</b> (check all that apply)	Officer		
<b>Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)</b>	<b>Citizenship</b>	US	
	<b>Gender</b>	Male	
	<b>Ethnicity</b>	Not Hispanic or Latino	
	<b>Race</b>	White	
<b>Interest Percentages</b> (enter percentage values from 0.0 to 100.0)	<b>Voting</b>	0.0%	<b>Jointly Held?</b> No
	<b>Equity</b>	0.0%	
	<b>Total assets (Equity Debt Plus)</b>		
<b>Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?</b>			No

<b>Ownership Information</b>			
<b>FRN</b>	2130006816		
<b>Name</b>	Scott Heath		
<b>Address</b>	<b>PO Box</b>		
	<b>Street 1</b>	515 N. State Street	

	Street 2	24th Floor	
	City	Chicago	
	State ("NA" if non-U.S. address)	IL	
	Zip/Postal Code	60654	
	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	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?			No

(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 <a href="#">Click Here</a>.</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</p>	No
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<p>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>	
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<p><b>(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?</b></p> <p>If "<u>Yes</u>," provide the following information for each such the relationship.</p>	No
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<p><b>(e) Is Respondent seeking an attribution exemption for any officer or director with duties wholly unrelated to the Licensee(s)?</b></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
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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
<a href="#">Tribune Media Org Chart 3-2-18.pdf</a>	Applicant	Ownership Chart	Ownership Structure

Section III - Certification

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.	<p>Official Title: <b>Secretary</b>            Exact Legal Title or Name of Respondent: <b>KSWB, LLC</b>            Name: <b>Edward Lazarus</b>            Phone: <b>3122223894</b></p> <p>03/02/2018</p>

