



Federal Communications Commission  
Washington, D.C. 20554

May 21, 2018

*Via Electronic Mail*

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**Re: Applications to Transfer Control of Tribune Media Company to Sinclair Broadcast Group, Inc., MB Docket No. 17-179**

Dear Counsel:

On June 26, 2017, the Federal Communications Commission (Commission) accepted for filing applications seeking consent to the transfer of control of subsidiaries of Tribune Media Company (Tribune) holding the licenses of full-power broadcast television stations (and related broadcast auxiliary facilities), low-power television stations, TV translator stations, and one AM radio station to Sinclair Broadcast Group, Inc. (Sinclair, jointly the Applicants).<sup>1</sup> On April 24, 2018, and May 14, 2018, the Commission received amendments to the original set of applications.<sup>2</sup> Also on May 14, 2018, the Applicants filed a set of new applications to divest certain stations to third parties in connection with the transaction.<sup>3</sup> In order for the Commission to review the applications and make the necessary public

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<sup>1</sup> *Media Bureau Establishes Pleading Cycle for Applications to Transfer Control of Tribune Media Company to Sinclair Broadcast Group, Inc. and Permit-but-Disclose Ex Parte Status for the Proceeding*, Public Notice, MB Docket No. 17-179, DA 17-647 (MB July 6, 2017) (Public Notice).

<sup>2</sup> The original applications in this transfer of control proceeding (the Merger) were put out on public notice on July 6, 2017. Public Notice, 32 FCC Rcd at 5481. Copies of the original applications, as amended, are available in the Commission's Consolidated Database System (CDBS).

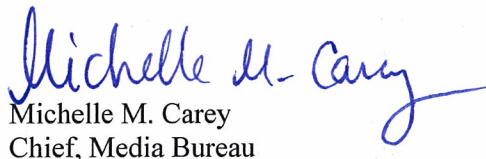
<sup>3</sup> A list of the divestiture applications can be found in the attachment to the Public Notice released along with this information request. Copies of the applications are available in CDBS. All of the applications listed in the attachment to the Public Notice have been accepted for filing. On February 21, 2018, and March 6, 2018, Sinclair and Tribune, respectively, filed applications to assign the licenses of certain stations to divestiture trusts. Those applications have been withdrawn. *Letter from Miles Mason to Marlene Dortch, Secretary, Federal*

interest finding under Section 310(d) of the Communications Act of 1934, as amended (the Act),<sup>4</sup> we require additional information and data discussed in the applications or other submissions to the Commission. If necessary, we will follow up with additional requests for information and documents.

Accordingly, pursuant to Section 308(b) of the Act, we request that the Applicants provide written responses and supporting documentation for each request set forth in the enclosed Request for Information (Request) and, where appropriate, amend the applications to reflect such responses. We would appreciate receiving your responses no later than May 29, 2018. For instructions on how to identify and organize the information, data, documents, or narrative responses called for by the Request, please see the instructions and attachments that accompany the enclosed Request. Your responses should be filed with Marlene H. Dortch, Secretary of the Commission, under reference number MB Docket No. 17-179. For any responses that are submitted on paper, please file in accordance with the Public Notice. For any responses filed electronically, please submit them according to the attached instructions and coordinate with Commission staff, or designated information technology personnel, to ensure that any responsive electronic records are submitted to the Commission in a technological format that is compatible with Commission database systems and are processed and organized in a manner that is acceptable to the Commission. For any electronic filings made using the Commission's Electronic Comment Filing System, please also serve the documents via e-mail to Vanessa Lemme at [Vanessa.Lemme@fcc.gov](mailto:Vanessa.Lemme@fcc.gov).

If you have any questions regarding this matter, please contact David Brown, Deputy Chief, Video Division, Media Bureau, at (202) 418-1645 or David Roberts, Video Division, Media Bureau, at (202) 418-1618.

Sincerely,

  
Michelle M. Carey  
Chief, Media Bureau

Enclosures

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*Communications Commission*, dated March 6, 2018; *Letter from Miles Mason to Marlene Dortch, Secretary, Federal Communications Commission*, dated April 24, 2018. An application was previously filed to divest station WPIX(TV), New York, NY. *See* File No. BALCDT-20180227ABE. That application has now been withdrawn. *Letter from Miles Mason to Marlene Dortch, Secretary, Federal Communications Commission*, dated April 23, 2018. In addition, an application was previously filed to divest station KPLR-TV, St. Louis, MO. *See* File No. BTCCDT-20180424ABB. That application has also been withdrawn. *Letter from Miles Mason to Marlene Dortch, Secretary, Federal Communications Commission*, dated May 14, 2018. New divestiture trust applications for KPLR-TV and KDNL-TV, St. Louis, MO, were filed on May 14, 2018. *See* File Nos. ETCCDT-20180514ABV and BALCDT-20180514ABW.

<sup>4</sup> 47 U.S.C. § 310(d).

## REQUEST FOR INFORMATION FROM SINCLAIR AND TRIBUNE

Please refer to the Excel templates provided in Attachments A.1 and A.2 for examples on properly formatting the data for each respectively numbered request below. Variable names are provided in parentheses.

1. For the Indianapolis and St. Louis DMAs, and separately for each month from January 2014 to December 2017, provide the following in CSV or Excel format:
  - a. The total TV households in the DMA in thousands. (TV\_DMA)
  - b. The broadcast only, cable, and ADS penetration rates in the DMA. (BCAST\_DMA, CABL\_DMA, ADS\_DMA)
  - c. The total retransmission consent revenue in the DMA in millions of dollars. (RTRANS\_DMA)
  - d. The total advertising revenue in the DMA in millions of dollars. (ADREV\_DMA)
  - e. The total cable advertising revenue in the DMA in millions of dollars. (ADCABL\_DMA)
  - f. The total broadcast OTA advertising revenue in the DMA in millions of dollars. (ADBCAST\_DMA)
2. For each local broadcast television station in the Indianapolis and St. Louis DMAs, and separately for each month from January 2014 to December 2017, provide the following in CSV or Excel format:
  - a. The call sign, channel number, facility ID, DMA of origin, and network affiliation of the station. (CALL, CHN, FACID, DMA, NETWORK)
  - b. The average Nielsen household ratings and ratings share of the station, including the average Nielsen household ratings and ratings share of each multicast stream.<sup>12</sup> (RTG, RTG\_SHR)
  - c. The total retransmission consent revenue of the station in millions of dollars. (RTRANS\_REV)
  - d. For stations owned by Sinclair or Tribune, the weighted average per-subscriber retransmission consent fee received by the station.<sup>3</sup> (AVG\_RTRANS\_FEE)
  - e. The advertising revenue of the station in millions of dollars. (AD\_REV)
  - f. The local spot, national spot, multicast, and digital/Internet advertising revenues of the station in millions of dollars. (LCAL\_REV, NTL\_REV, MULTI\_REV, DIGTL\_REV)
  - g. The total revenue of the station in millions of dollars. (TOT\_REV)

As specified in the questions above, please provide data for each month and year in the requested time period.

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<sup>1</sup> If ratings data are only available during the "sweeps" months, then provide data in response to question 2.b for each sweeps month during the requested time period for the Monday-Sunday, 3am-3am daypart and for the Monday-Sunday, 9am-midnight daypart.

<sup>2</sup> Add together the ratings and rating shares for all streams associated with the same facility ID number.

<sup>3</sup> Weighted by the number of subscribers to each MVPD with which Sinclair or Tribune contracts in the DMA.

## Definitions

The following definitions apply only to this Information Request. They are not intended to set or modify precedent outside the context of this document. In this Information Request, the following terms shall have the following meanings (such meanings to be equally applicable to both the singular and plural forms of the terms defined):

1. The term "DMA" means Designated Market Area, which are the geographic areas in the United States in which local television viewing is measured by Nielsen Media Research.
2. The term "ADS" means alternate delivery system, which refers to television households with unwired cable access such as direct broadcast satellite (DBS) or Satellite Master Antenna (SMATV).
3. The terms "and" and "or" have both conjunctive and disjunctive meanings.
4. The word "any" shall be construed to include the word "all," and the word "all" shall be construed to include the word "any." The word "each" shall be construed to include the word "every," and the word "every" shall be construed to include the word "each." All words used in the singular should be construed to include the plural, and all words used in the plural should be construed to include the singular.
5. The term "documents" means all computer files and written, recorded, and graphic materials of every kind in the possession, custody, or control of the Applicants. The term "documents" includes without limitation, electronic correspondence, metadata, embedded, hidden and other bibliographic or historical data describing or relating to documents created, revised, or distributed on computers systems, and all duplicates of documents (whether or not identical) in the files of or in the files maintained on behalf of all directors, officers, managers or other supervisory employees, duplicates of documents in all other files that are not identical duplicate of the originals, and duplicates of documents the original of which are not in the possession, custody, or control of the Applicants. The term "documents" includes spreadsheets, as well as underlying cell formulae and other codes. In addition, the term "documents" includes without limitation any amendments, side letters, appendices, or attachments. The term "computer files" includes without limitation information stored in, or accessible through, computer or other information retrieval systems. Thus, the Applicants should produce documents that exist in machine-readable form, including documents stored in personal computers, portable computers, workstations, minicomputers, mainframes, servers, backup disks and tapes and archive disks and tapes, and other forms of offline storage, whether on or off the Applicants' premises. Electronic mail messages should also be provided, even if only available on backup or archive tapes or disks. Computer files shall be printed and produced in hard copy or produced in machine-readable form (provided that Commission staff determine prior to submission that it would be in a format that allows the Commission to use the computer files), together with instruction and all other materials necessary to use or interpret the data. Unless otherwise specified, the term "documents" excludes bills of lading, invoices, purchase orders, customs declarations, and other similar documents of a purely transactional nature and also excludes architectural plans and engineering blueprints. Where more than one identical copy of a requested document exists, the Applicants shall only produce one representative copy.
6. The term "Tribune" means Tribune Media Company, and its Subsidiaries and Affiliates.
7. The terms "Sinclair" means Sinclair Broadcast Group, Inc., and its Subsidiaries and Affiliates.
8. The term "Applicants" means Sinclair and Tribune.

9. The term "Combined Company" means the entity holding, controlling, or having an attributable interest in the FCC licenses that are currently held by, controlled by, or attributed to Tribune and Sinclair, that will result Post-Transaction.

10. The term "Multichannel Video Programming Distributor" or "MVPD" means an entity, including cable operators, which is engaged in the business of making available for purchase, by subscribers or customers, multiple channels of Video Programming.

## Instructions

1. Submit responses to Information Requests in both paper and electronic form, unless an electronic form is specified (e.g., electronic spreadsheet). Submit responsive documents (including materials containing Highly Confidential or Confidential Information) in electronic form only, unless otherwise specified. The Commission does not now require the submission of paper copies of these documents at this time, but reserves the right to require their submission at a later time.

2. The Commission accepts electronic productions loaded onto hard drives, CD-ROMs, or DVD-ROMs. Where the size of the production exceeds the capacity of a single DVD-ROM, hard drives should be used as the delivery medium. For each piece of media, a unique identifier (MEDIAID) must be provided and must be physically visible *on the exterior* of the physical item. If the media is encrypted, supply the tool for decryption on or with the same media, as well as instructions for decryption. Provide the password separately. All documents produced in electronic format shall be scanned for, and free of, viruses. The Commission will return any infected media for replacement, which may affect the timing of the Applicants' compliance with this Information Request. The Commission does not accept load file productions via email or those that are posted on download sites (e.g., FTP, secure server).

3. Each responsive document shall be submitted in its entirety, even if only a portion of that document is responsive to a request made herein. This means that the document shall not be edited, cut, or expurged, and shall include all appendices, tables, or other attachments, and all other documents referred to in the document or attachments. All written materials necessary to understand any document responsive to these Requests shall also be submitted.

4. For each statement submitted in response to the Information Request, indicate, by number and subsection, the specific request to which it is responsive.

5. For each document submitted in response to the Information Request, identify the Person(s) from whose files the document was retrieved (i.e., the custodian). If any document is not dated, if known, state the date on which it was prepared. If any document does not identify its author(s) or recipient(s), provide, if known, the name(s) of the author(s) or recipient(s). The Applicants must identify with reasonable specificity all documents provided in response to these Requests.

6. The specific requests made herein are continuing in nature. The Applicants are required to produce in the future any and all documents and information that are responsive to the requests made herein but not initially produced. In this regard, the Applicants must supplement their responses (a) if the Applicants learns that, in some material respect, the documents and information initially disclosed were incomplete or incorrect or (b) if additional responsive documents or information are acquired by or become known to the Applicants after the initial production.