



Michael D. Basile  
+1 202 776 2556  
mdbasile@cooley.com

June 28, 2019

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, SW  
Washington, DC 20554

**Re: Supplement to the Petition for Declaratory Ruling of Terrier Media Buyer, Inc., MB Docket No. 19-\_\_\_\_**

Dear Ms. Dortch:

Terrier Media Buyer, Inc. (“Terrier Media”), by its attorneys, and in accordance with Section 1.65 of the rules of the Federal Communications Commission (the “Commission”)<sup>1</sup> hereby submits this supplement (the “Supplement”) to its June 17, 2019 Petition for Declaratory Ruling (the “Petition”) requesting a ruling that it would serve the public interest to permit foreign investors to own up to 100% of the equity and voting interests in Terrier Media and its attributable and cognizable interest holders.

This Supplement is filed to report to the Commission that on June 26, 2019, Terrier Media entered into an agreement to, among other things, purchase Cox Radio, Inc. (“Cox Radio”), and to add Cox Radio and 58 licenses held by Cox Radio for its broadcast radio stations (the “Cox Radio Stations”) to the Petition. This Supplement provides the information required by the Commission’s rules for Cox Radio and the Cox Radio Stations. It does not make any other changes to the Petition.

For the Commission’s convenience, this Supplement is organized in the same way as the Petition, and provides the new information within that organizational framework. Where the Supplement does not change information originally provided in the Petition, the relevant section title is included with an indication that the information is unchanged.

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<sup>1</sup> 47 C.F.R. § 1.65.



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## **I. Introduction and Background.**

As described above, this Supplement adds new information concerning the Cox Radio transaction to the Petition.

## **II. Scope of the Request.**

Except for the addition of Cox Radio as listed in Section VI(a)(2) below and as shown in Supplemental Exhibit B as an additional subsidiary of Terrier Media, there is no change to the scope of the request described in the Petition.

## **III. Description of the Transactions.**

The following supplements the information provided in the Petition:

Pursuant to a Stock Purchase Agreement (the “Purchase Agreement”), dated as of June 26, 2019, by and among Terrier Media, a Delaware corporation; Terrier Media Holdings, Inc., a Delaware corporation; Cox Enterprises, Inc., a Delaware corporation (“Cox Parent”); Cox Media Group, LLC, a Delaware limited liability company; Cox Media Group Ohio, Inc., a Delaware corporation; and Cox Radio, Terrier Media has agreed to, among other things, purchase the radio business of the Cox Parent, including all of the capital stock of Cox Radio, the licensee of each of the Cox Radio Stations owned and operated by Cox Radio and listed in Section VI(c)(1) (the “Cox Radio Transaction”). Under the terms of the Purchase Agreement, Terrier Media will pay a purchase price of Five Hundred Million Dollars (\$500,000,000) for Cox Radio’s radio broadcast business, two national advertising representation businesses, and a Washington, D.C. news bureau operation, to be paid in the form of a cash payment of \$425,000,000, subject to closing adjustments under the Purchase Agreement, and a promissory note in the amount of \$75,000,000.

It is anticipated that the Cox Radio Transaction will close in near succession to the Northwest Transaction and the Cox Transaction (as such terms are defined in the Petition).

## **IV. Description of the AGM/Terrier Media Relationship.**

This section of the Petition is unaffected by the Supplement.

## **V. Grant of this Petition Will Serve the Public Interest.**

This section of the Petition is unaffected by the Supplement.



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## **VI. Information Required by Section 1.5001.**

This section contains the information required by Section 1.5001 of the Commission's Rules as to Cox Radio and the Cox Radio Stations.

### **(a) Petitioning Applicant Contact Information.**

Name and Title of Officer Certifying for all entities in this Section (a): Aaron Sobel, Secretary (Mr. Sobel is Secretary of each entity listed in this subsection). The address information set forth below will be effective as of the closing of the transactions described herein.

#### **(1) Parent/Applicant:**

##### **Terrier Media Buyer, Inc.**

FRN: 0028267938  
Address: 1 Manhattanville Road  
Suite 201  
Purchase, NY 10577  
Telephone: (212) 515-3200  
Organized: Delaware  
Business Type: Corporation

#### **(2) Licensee:**

##### **Cox Radio, Inc.**

FRN: 0001842533  
Address: 1 Manhattanville Road  
Suite 201  
Purchase, NY 10577  
Telephone: (212) 515-3200  
Organized: Delaware  
Business Type: Corporation  
Service: Broadcast Radio

### **(b) Legal Counsel.**

This section of the Petition is unaffected by the Supplement.

### **(c)(1) Type of Radio Service Authorization.**

The licenses listed below supplement the licenses included in the Petition.



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Cox Radio is the only licensee of the licenses included in this Supplement, and each license included in this Supplement is in the broadcast radio service. Neither Terrier Media nor any of the licensee entities that Terrier Media proposes to acquire holds licenses, permits or authorizations that provide for, or allow the provision of, telephony services including wireless, wireline, or broadband services.

Audio Market	Station	Facility ID
Athens	WGAU(AM), Athens, GA	Facility ID 11709
	WGMG(FM), Crawford, GA	Facility ID 48374
	WNGC(FM), Arcade, GA	Facility ID 60810
	WRFC(AM), Athens, GA	Facility ID 1218
	WXKT(FM), Maysville, GA	Facility ID 3078
	WPUP(FM), Watkinsville, GA	Facility ID 51120
Atlanta, GA	WSB(AM), Atlanta, GA	Facility ID 73977
	WSB-FM, Atlanta, GA	Facility ID 73978
	WSBB-FM, Doraville, GA	Facility ID 11710
	WALR-FM, Palmetto, GA	Facility ID 48728
	WSRV(FM), Gainesville, GA	Facility ID 59970
	W249CK, Duluth, GA	Facility ID 147419
	W228CA, Suwannee, GA	Facility ID 138393
Houston-Galveston, TX	KTHT(FM), Cleveland, TX	Facility ID 65308
	KKBQ(FM), Pasadena, TX	Facility ID 23083
	KGLK(FM), Lake Jackson, TX	Facility ID 59951
	KHPT(FM), Conroe, TX	Facility ID 69564
Jacksonville, FL	WJGL(FM), Jacksonville, FL	Facility ID 53590
	W291CI, Jacksonville, FL	Facility ID 153382
	WAPE-FM, Jacksonville, FL	Facility ID 70863
	WXXJ(FM), Ponte Vedra Beach, FL	Facility ID 28894
	WOKV-FM, Atlantic Beach, FL	Facility ID 72081
	W258CN, Jacksonville, FL	Facility ID 157039
	WEZI(FM), Jacksonville, FL	Facility ID 53602
	WOKV(AM), Jacksonville, FL	Facility ID 53601
Miami-Ft. Lauderdale-Hollywood, FL	WFLC(FM), Miami, FL	Facility ID 72984
	WFEZ(FM), Miami, FL	Facility ID 40408
	WEDR(FM), Miami, FL	Facility ID 71418
	WHQT(FM), Coral Gables, FL	Facility ID 72982
Nassau-Suffolk, NY	WBLI(FM), Patchogue, NY	Facility ID 37235
	WBAB(FM), Babylon, NY	Facility ID 71199
	WHFM(FM), Southampton, NY	Facility ID 72176



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Audio Market	Station	Facility ID
Orlando, FL	WCFB(FM), Daytona Beach, FL	Facility ID 10343
	W297BB, Orlando, FL	Facility ID 152901
	WDBO-FM, Orlando, FL	Facility ID 23443
	WMMO(FM), Orlando, FL	Facility ID 23444
	WDBO(AM), Orlando, FL	Facility ID 48726
	WWKA(FM), Orlando, FL	Facility ID 48716
San Antonio, TX	KKYX(AM), San Antonio, TX	Facility ID 48723
	K285EU, Mendoza, TX	Facility ID 87144
	KCYX(FM), San Antonio, TX	Facility ID 48718
	KTKX(FM), Terrell Hills, TX	Facility ID 70357
	KONO(AM), San Antonio, TX	Facility ID 50029
	K222DG, San Antonio, TX	Facility ID 202417
	KONO-FM, Helotes, TX	Facility ID 50030
	KISS-FM, San Antonio, TX	Facility ID 34976
	KSMG(FM), Seguin, TX	Facility ID 34977
Tampa-St. Petersburg-Clearwater, FL	WXGL(FM), St. Petersburg, FL	Facility ID 74199
	WHPT(FM), Sarasota, FL	Facility ID 51986
	W246CY, Bradenton, FL	Facility ID 158520
	WWRM(FM), Tampa, FL	Facility ID 74200
	WPOI(FM), St. Petersburg, FL	Facility ID 66013
	WDUV(FM), New Port Richey, FL	Facility ID 1178
Tulsa, OK	KRAV-FM, Tulsa, OK	Facility ID 65764
	KRMG(AM), Tulsa, OK	Facility ID 48729
	KWEN(FM), Tulsa, OK	Facility ID 48722
	KJSR(FM), Tulsa, OK	Facility ID 9801
	KRMG-FM, Sand Springs, OK	Facility ID 47102

**(c)(2) Identification of File Numbers and Types of Radio Services Covered.**

Pursuant to the terms of the Purchase Agreement, Terrier Media intends to file an application for authorization to acquire Cox Radio and to control the licenses and permits held by Cox Radio and the Cox Radio Stations during the week of July 1, 2019.

All of the licenses and permits held by Cox Radio are in the broadcast radio service – Terrier Media has no mobile wireless, commercial mobile radio service or broadband spectrum licenses, and does not provide any fixed or mobile telephony, or any broadband wired or wireless services. Terrier Media is not acquiring and does not hold any Section 214 authorizations, either domestic or international. Subsidiaries of Terrier Media will hold broadcast auxiliary, private radio, and earth station registrations

and licenses that are not subject to Section 310(b)(4) and, therefore, are not part of the Petition.

**(d) Type of Declaratory Ruling Requested.**

This section of the Petition is unaffected by the Supplement.

**(e) Disclosable Direct Interest Holders.**

This section of the Petition is unaffected by the Supplement.

**(f) Disclosable Indirect Interest Holders.**

The organization chart for the Cox Media Group Subsidiaries included in Exhibit B to the Petition is superseded by the organization chart in Supplemental Exhibit B, which shows the addition of Cox Radio. Except for the addition of Cox Radio to that organization chart, there are no changes to the organization charts provided in Exhibit B to the Petition. There are no changes to the attributable and disclosed indirect interest holders in Terrier Media as described in Exhibit C to the Petition.

**(g) Citizenship and Other Information for Disclosable Interest Holders.**

This section of the Petition is unaffected by the Supplement.

**(h)(1) Estimate of Aggregate Foreign Ownership.**

**Terrier Media**

This section of the Petition is unaffected by the Supplement.

**AGM**

This section of the Petition is unaffected by the Supplement.

**(h)(2)(1) Ownership Diagrams.**

Supplemental Exhibit B contains the updated organization chart for the Cox Media Group Subsidiaries and supersedes that portion of Exhibit B to the Petition. The remainder of Exhibit B to the Petition is unchanged.

**(h)(2)(2) Attributable Interest Holders.**

This section of the Petition is unaffected by the Supplement. The new information provided in Supplemental Exhibit B does not affect the information related to attributable interest holders in Exhibit B to the Petition.

**(i) Request for Specific Approval.**

This section of the Petition is unaffected by the Supplement.

**(j) Information for Entities Requesting Specific Approval.**

This section of the Petition is unaffected by the Supplement.

**(k) Request for Advance Approval.**

This section of the Petition is unaffected by the Supplement.

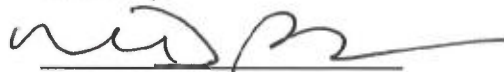
**(l) Required Certification.**

See Supplemental Exhibit D.

**VII. Statement Regarding Routine Terms and Conditions.**

This section of the Petition is unaffected by the Supplement.

Sincerely,



Michael D. Basile

John R. Feore

Robert M. McDowell

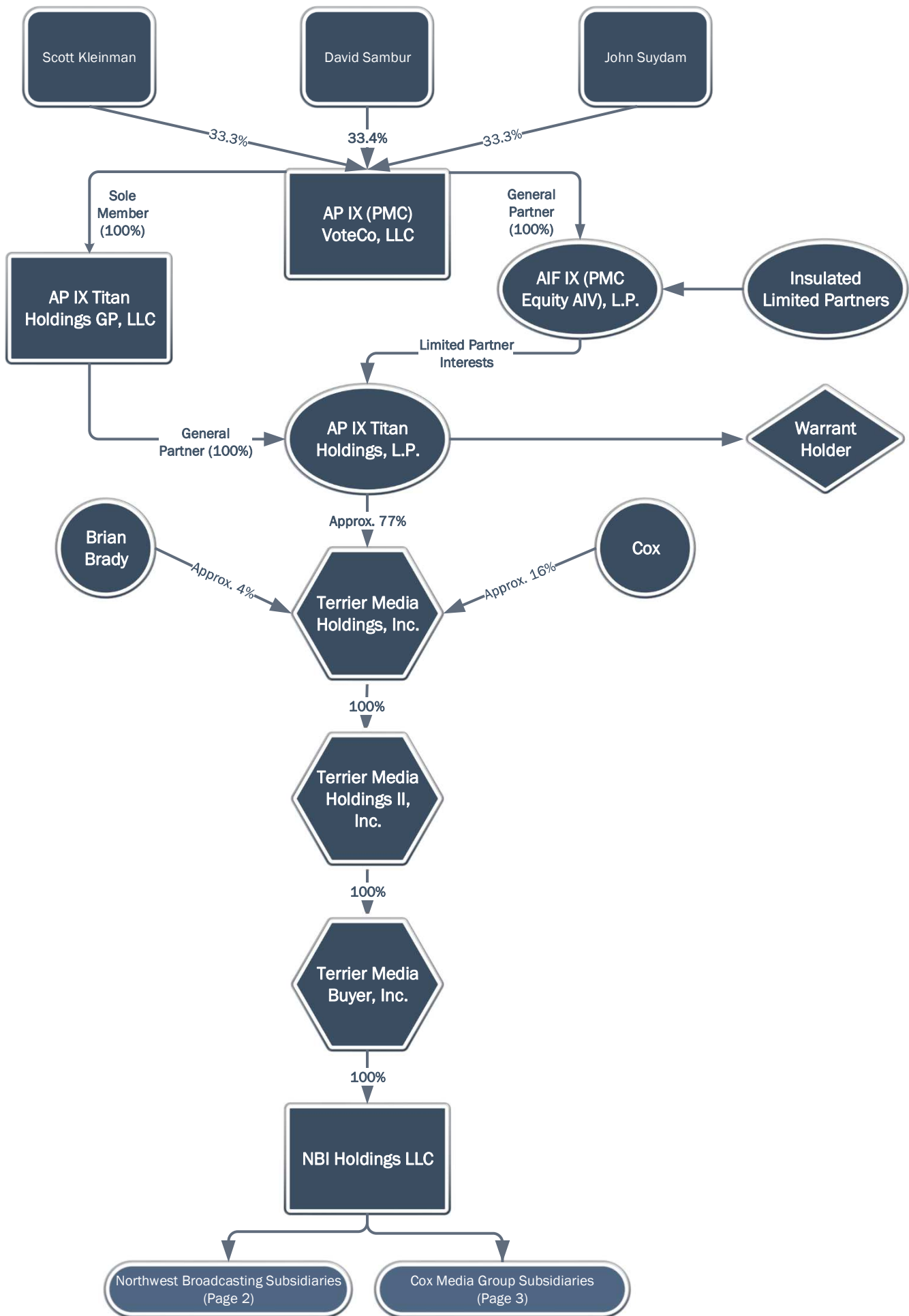
*Counsel to Terrier Media Buyer, Inc.*

**SUPPLEMENTAL EXHIBIT B**

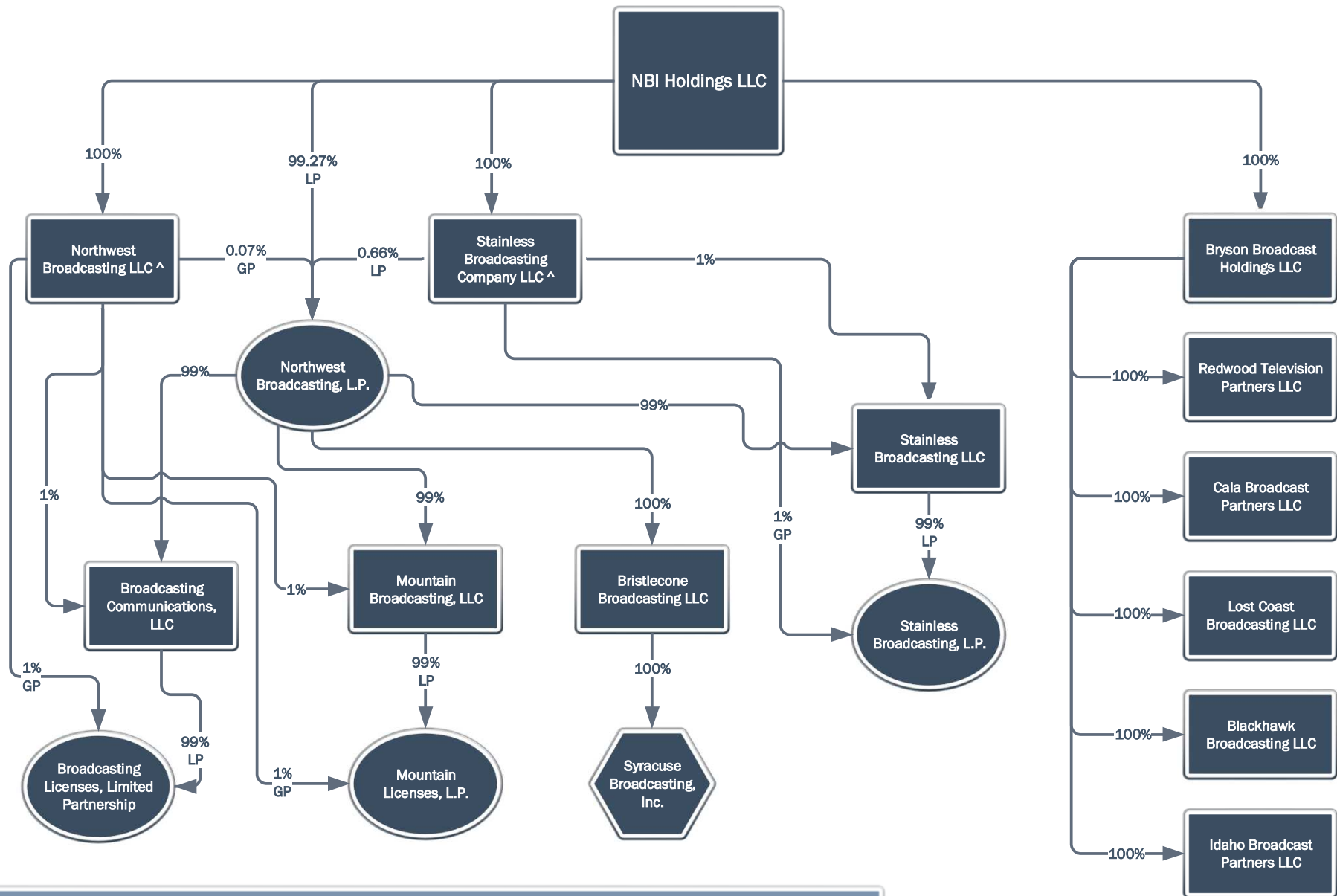
**Revised Organization Chart for Cox Media Group Subsidiaries  
(The remainder of Exhibit B to the Petition remains unchanged.)**



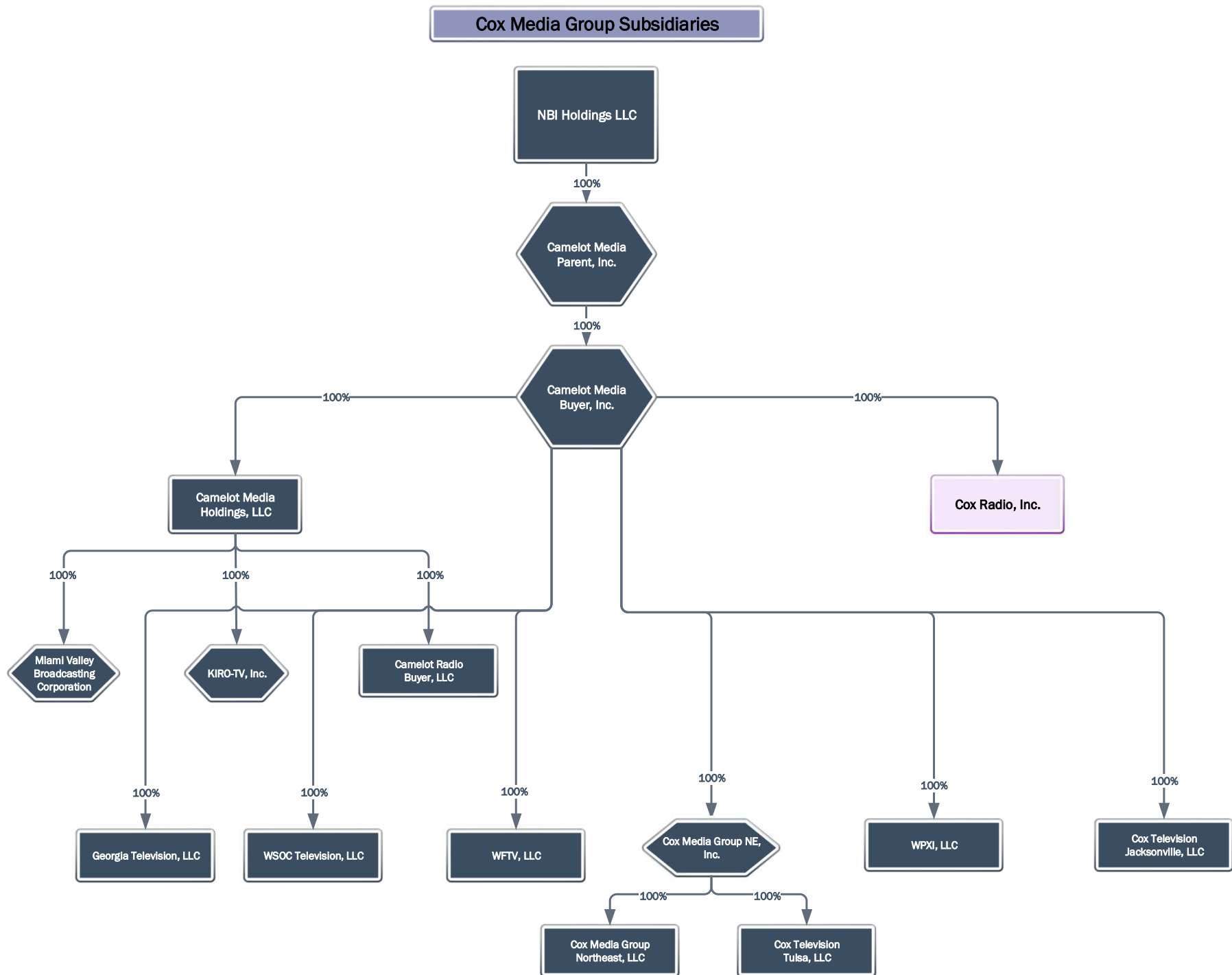
# Ownership Structure for Terrier Media Buyer, Inc.



## Northwest Broadcasting Subsidiaries



^ Northwest Broadcasting, LLC and Stainless Broadcasting Company, LLC currently are corporate entities. Those entities are expected to be converted to LLCs immediately after closing.



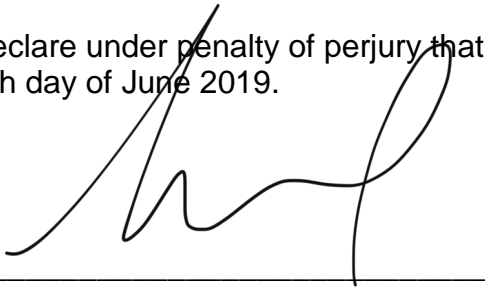
## **SUPPLEMENTAL EXHIBIT D**

### **Certification**

## CERTIFICATION OF TERRIER MEDIA BUYER, INC.

I, Aaron Sobel, state that I am the Secretary of Terrier Media Buyer, Inc. ("Terrier Media"). I am authorized to make this certification on behalf of Terrier Media. I certify that, to the best of my knowledge, information and belief, (a) the contents of the foregoing Supplement to the Petition for Declaratory Ruling (the "Supplement") are true and correct and include all information necessary to reflect the changes in Terrier Media's June 17, 2019 Petition for Declaratory Ruling (the "Petition") related to the proposed acquisition of Cox Radio, Inc. and its associated FCC licenses, (b) the information in this Supplement does not affect the calculation of ownership interests described in the Petition and (c) the disclosures in the Petition and this Supplement satisfy each of the pertinent standards and criteria set forth in the rules.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 28th day of June 2019.

A handwritten signature in black ink, appearing to read 'AS', is written over a horizontal line.

Aaron Sobel  
Secretary  
Terrier Media Buyer, Inc.