



Federal Communications Commission  
Washington, D.C. 20554

June 3, 2016

*Via Electronic Mail*

Elizabeth Ryder  
Senior Vice President & General Counsel  
Nexstar Broadcasting, Inc.  
545 E. John Carpenter Freeway  
Suite 700  
Irving, TX 75071

**Re: Applications Filed for the Transfer of Control and Assignment of Broadcast Television Licenses from Media General, Inc. to Nexstar Broadcasting Group, Inc., MB Docket No. 16-57**

Dear Ms. Ryder:

On February 17, 2016, the FCC accepted for filing applications seeking consent to the transfer of control of subsidiaries of Media General, Inc. holding full-power (and related broadcast auxiliary facilities), low-power, TV translator, and Class A broadcast television station licenses to Nexstar Broadcasting Group, Inc. (Nexstar).<sup>1</sup> In order for the Commission to review the applications and make the necessary public interest findings under section 310(d) of the Communication Act of 1934, as amended (the Act),<sup>2</sup> we require additional information, documents, and clarifications of certain matters discussed in the applications and other information submitted 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 Nexstar 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 **Friday, June 24, 2016**. For instructions on how to identify and organize the information, data, documents, and narrative responses called for by the Request, please see the instructions that accompany the enclosed Request.

Your responses should be filed with Marlene H. Dortch, Secretary of the Commission, under reference number MB Docket No. 16-57. For any responses that are submitted on paper, please file in accordance with the *Filing Status 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

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<sup>1</sup> See *Media Bureau Announces Permit-But-Disclose Ex Parte Status for Applications Filed for the Transfer of Control and Assignment of Broadcast Television Licenses from Media General, Inc. to Nexstar Broadcasting Group, Inc.*, MB Docket No. 16-57, Public Notice, 31 FCC Rcd. 1345 (MB 2016) (*Filing Status Public Notice*).

<sup>2</sup> 47 U.S.C. § 310(d).

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 Lemmé at [Vanessa.Lemme@fcc.gov](mailto:Vanessa.Lemme@fcc.gov).

If you have any questions regarding this matter, please contact Susan Singer, Media Bureau, at (202) 418-1340, or David Brown, Media Bureau, at (202) 418-1645.

Sincerely,



William T. Lake  
Chief, Media Bureau

Enclosures

cc (w/Enclosures):  
Richard J. Bodorff, Esq.  
Wiley Rein LLP  
1776 K Street, NW  
Washington, DC 20006

## REQUEST FOR INFORMATION FROM NEXSTAR

1. On page 46 of the Amended Comprehensive Exhibit, the parties claim that post-transaction they would exceed the national ownership cap. Specifically, they claim that they would be at 41.4 percent, but would divest stations to come down to 38.9 percent. Provide specific calculations for both the 41.4 percent and the 38.9 percent figures, including a list of stations that would be divested to reach the 38.9 percent national ownership calculation.
2. On page 5 of the Amended Comprehensive Exhibit, the parties state that “Nexstar expects to realize more than \$75 million in synergies and efficiencies within just the first year after closing.”
  - a. Describe in detail and provide documents that support and demonstrate how these synergies and efficiencies would be achieved.
  - b. Describe and provide documents that support and demonstrate any additional synergies and efficiencies that would be realized after the first year.
3. On page 10 of the Amended Comprehensive Exhibit, the parties state that there are significant economies of scale for broadcast stations. Describe in detail and provide documents that support and demonstrate that an increase in the size of Nexstar as a result of the transaction would result in benefits from economies of scale.
4. On page 5 of the Amended Comprehensive Exhibit, the parties state that the transaction would make Nexstar more attractive to programmers in an environment of rapidly rising content costs. Describe in detail and provide documents that support and demonstrate that as a result of the transaction Nexstar would be more attractive to programmers and if and to what extent the transaction would lower Nexstar’s content costs.
5. On page 5 of the Amended Comprehensive Exhibit, the parties state that “Nexstar will enjoy greater strategic alternatives outside of broadcasting.” Describe in detail and provide documents that support and demonstrate
  - a. what these alternatives are; and
  - b. why these alternatives would be realized only as a result of the transaction.
6. On pages 10 through 12 Amended Comprehensive Exhibit, the parties state that Nexstar would be a more attractive partner to MVPDs. Describe in detail and provide documents that support and demonstrate how the transaction would make Nexstar a more attractive partner to MVPDs.
7. On pages 6 through 9 Amended Comprehensive Exhibit, the parties state that the transaction would result in benefits in the provision of news content. Describe in detail and provide documents that support and demonstrate
  - a. that Nexstar would be able to access the content from Media General’s Washington, DC News Bureau only as a result of the transaction;
  - b. that Nexstar would be able to establish state-wide news bureaus in Albany, NY, Austin, TX, and Nashville TN only as a result of the transaction;
  - c. the synergies and efficiencies that would be used to establish these state-wide news bureaus collectively and for each proposed state-wide news bureau;
  - d. the benefits individually from each of these state-wide bureaus to residents of these states; and
  - e. why the viability of additional state-wide bureaus (in Alabama and Indiana) could not be achieved without the transaction.

## 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 "Amended Comprehensive Exhibit" refers to the amended Comprehensive Exhibit dated March 2016.
2. The terms "and" and "or" have both conjunctive and disjunctive meanings.
3. 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.
4. The term "documents" means all computer files and written, recorded, and graphic materials of every kind in the possession, custody, or control of the Company. 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 Company. 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 Company 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 Company's 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 Company shall only produce one representative copy.
5. The term "Media General" means Media General, Inc., and its Subsidiaries.
6. 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.
7. The term "Nexstar" or the "Company" means Nexstar Broadcasting Group, Inc., and its Subsidiaries.
8. The term "Parties" means Nexstar and Media General.
9. The term "Transaction" means the transaction contemplated in the applications filed by Nexstar and Media General, on February 11, 2016 that, if completed, would effectuate the sale of Media General's broadcast systems and assets to Nexstar.

## 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. The Commission does not now require the submission of drafts and final copies of agreements between the Company and any programmer who is not an Applicant in this Matter (MB Docket No. 16-57) for the carriage of a non-Applicant programmer's content by the Company nor any emails exchanged between the Company and a non-Applicant programmer related to negotiations over such agreements, 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 Company's 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. Where a narrative response is required, identify each document relied upon to support the Company's response in the narrative response.
4. Documents submitted in response to this Information Request that were or will be submitted both to the Commission and the U.S. Department of Justice must have the same Bates number.
5. Documents must be uniquely and sequentially numbered across the entire production, with an endorsement burned into each image. Each number shall be of a consistent length, include leading zeros in the number, and unique for each produced page. Numbers should contain no more than three segments connected by a hyphen. The leading segment must be the Company identifier, a middle segment identifying the custodian, and a sequential page counter with connecting hyphens (e.g., ABCCO-CEO-0000001). The number of digits in the numeric portion of the format should not change in subsequent productions, nor should spaces, hyphens, or other separators be added or deleted. Under no circumstances should Identification numbers contain embedded spaces, slashes (/), backslashes (\), carats (^), underscores (\_), ampersands (&), hash marks (#), plus signs (+), percent signs (%), dollar signs (\$), exclamation marks (!), pipes (|), any character used as a delimiter in the metadata load files, or any character not allowed in Windows file-naming convention ( \ / : \* ? " < > | ~ @ ^ ).
6. 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 expunged, 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.

7. Documents written in a language other than English must be translated into English; automated or machine translations are not permitted. Submit the foreign language document with the English translation attached.

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

9. 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 Company must identify with reasonable specificity all documents provided in response to these Requests.

10. The specific requests made herein are continuing in nature. The Company is 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 Company must supplement its responses (a) if the Company 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 Company after the initial production.