

LIN Media LLC  
 Form 4  
 October 30, 2014

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Howell John A IV

(Last) (First) (Middle)

C/O LIN MEDIA LLC, 701  
 BRAZOS STREET, SUITE 800

(Street)

AUSTIN, TX 78701

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 LIN Media LLC [LIN]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 10/28/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

Vice President Television

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | (A) or (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|---|--|---|
| Class A Common Shares           | 10/28/2014                           |  | M                              | 11,250  | A          | \$ 4.945 54,409 <sup>(1)</sup>  | D  |   |
| Class A Common Shares           | 10/28/2014                           |  | M                              | 7,500   | A          | \$ 3.605 61,909 <sup>(1)</sup>  | D  |   |
| Class A Common Shares           | 10/28/2014                           |  | M                              | 8,750   | A          | \$ 6.605 70,659 <sup>(1)</sup>  | D  |   |
| Class A Common                  | 10/28/2014                           |  | F <sup>(2)</sup>               | 16,543  | D          | \$ 23.28 54,116 <sup>(1)</sup>  | D  |   |

Shares

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |
| Options for Class A Common Shares          | \$ 4.945   | 10/28/2014                           | 10/28/2014   | M                              | 11,250  | 12/08/2011   | 12/08/2020      | Class A Common Shares   | 11,250                     |
| Options for Class A Common Shares          | \$ 3.605   | 10/28/2014                           | 10/28/2014   | M                              | 7,500   | 12/08/2012   | 12/08/2021      | Class A Common Shares   | 7,500                      |
| Options for Class A Common Shares          | \$ 6.605   | 10/28/2014                           | 10/28/2014   | M                              | 8,750   | 12/06/2013   | 12/06/2022      | Class A Common Shares   | 8,750                      |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                           |       |
|---|---------------|-----------|---------------------------|-------|
|   | Director      | 10% Owner | Officer                   | Other |
| Howell John A IV<br>C/O LIN MEDIA LLC<br>701 BRAZOS STREET, SUITE 800<br>AUSTIN, TX 78701 |               |           | Vice President Television |       |

## Signatures

/s/ Nicholas Mohamed Attorney-in-fact for John A.  
Howell IV

10/30/2014

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) This number includes 24,125 restricted shares awarded pursuant to the amended and restated 2002 Stock Plan. These shares remain subject to forfeiture and are nontransferable until vested. The shares vest over three (3) or four (4) years from the date of grant.

(2) Net settlement of vested options by LIN Media LLC, 16,543 shares held by the Company for settlement of exercise price and taxes.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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