

MEDIA GENERAL INC  
Form 4  
September 08, 2016

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Standard General L.P.

(Last) (First) (Middle)

767 FIFTH AVENUE, 12TH  
FLOOR,

(Street)

NEW YORK, NY 10153

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

MEDIA GENERAL INC [MEG]

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

09/06/2016

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)

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)	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)
			Code	V	Amount	(A) or (D)	Price
Voting Common Stock, no par value	09/06/2016		S		3,137,500	D	\$ 17.65
					4,443,649	I	

See  
Footnotes  
(1) (2) (3) (5)

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
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SEC 1474  
(9-02)

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

## Edgar Filing: MEDIA GENERAL INC - Form 4

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)	8. Price of Derivative Security (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Stock Units	\$ 0					<u>(4)</u>	<u>(4)</u>	Voting Common Stock, no par value	4,504

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Standard General L.P. 767 FIFTH AVENUE, 12TH FLOOR NEW YORK, NY 10153	X			
Kim Soohyung 767 FIFTH AVENUE, 12TH FLOOR NEW YORK, NY 10153	X	X	See Footnote 3	
Standard General Fund L.P. 767 FIFTH AVENUE 12TH FLOOR NEW YORK, NY 10153		X		
Standard General Communications LLC 767 FIFTH AVENUE, 12TH FLOOR NEW YORK, NY 10153		X		

## Signatures

/s/ Standard General Fund L.P. by Joseph Mause, Chief Financial Officer of Standard General L.P., its investment manager

09/08/2016

**\*\*Signature of Reporting Person**

Date \_\_\_\_\_

/s/ Soohyung Kim

09/08/2016

**\*\*Signature of Reporting Person**

Date \_\_\_\_\_

/s/ Standard General L.P. by Joseph Mause, Chief Financial Officer

09/08/2016

\*\*Signature of Reporting Person

Date \_\_\_\_\_

/s/ Standard General Communications LLC by Joseph Mause, Chief Financial Officer of  
Standard General L.P., its investment manager

09/08/2016

\_\_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).

The securities reported herein are held by Standard General Fund L.P. (the "Limited Partnership") and Standard General Communications LLC (the "LLC" and, together with the Limited Partnership, the "Funds"), private investment vehicles for which Standard General L.P. ("Standard General") serves as investment manager. As the sole owner of the LLC, the Limited Partnership may be deemed to beneficially own the shares held by the LLC. Standard General exercises voting and investment control over the shares held for the accounts of the Funds. Mr. Kim is a director of the general partner of the general partner of Standard General and Chief Investment Officer of Standard General, and in such capacities may be deemed to indirectly beneficially own the securities reported herein.

(1) Each of the Reporting Persons disclaims beneficial ownership of the shares reported herein except to the extent of its pecuniary interest in such shares, and the inclusion of such securities in this report shall not be deemed an admission of beneficial ownership for purposes of Section 16 or for any other purpose. Mr. Kim is also a Director of Media General, Inc.

(2) Represents 599,094 shares sold for the account of the Limited Partnership and 2,538,406 shares sold for the account of the LLC.

(3) Deferred Stock Units, which vest on July 21, 2017, were granted to Mr. Kim in his capacity as a Director of the issuer, pursuant to the Issuer's Directors' Deferred Compensation Plan.

(4) As of the close of business on September 6, 2016, the Limited Partnership and the LLC held 0 and 4,443,649 shares of the Issuer's Voting Stock, respectively, after giving effect to the sales described in Footnote 3 above.

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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