MEDIA GENERAL INC

Form 4

Common

Stock (no par value)

12/19/2014

December 23, 2014

FORM	1 4								PPROVAL	
	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								3235-0287	
Check th if no long subject to Section 1 Form 4 o Form 5 obligatio may conf	ger o STATEM 16. or Filed purs sinue. Section 17(a	uant to Section 16	GES IN BENEFICIAL OWNI SECURITIES 6(a) of the Securities Exchange Action of 1				ge Act of 1934, f 1935 or Sectio	Expires: Estimated a burden hou response	ırs per	
See Instruction 1(b). (Print or Type I		30(ii) of the fit	vestment v	compan	y Act	01 17	T 0			
(JF	F									
1. Name and A Mulvaney T	Symbol	2. Issuer Name and Ticker or Trading Symbol MEDIA GENERAL INC [MEG]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	iddle) 3. Date of	Farliest Tra	nsaction			(Check all applicable)				
333 EAST I	Earliest Transaction (ay/Year) (1)				Director 10% OwnerX Officer (give title Other (specify below) Controller, CAO					
	dment, Date Original h/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
RICHMON	D, VA 23219						Form filed by N Person	More than One Re	eporting	
(City)	(State) (2	Zip) Table	e I - Non-De	erivative S	Securit	ies Ac	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	ecurity (Month/Day/Year) Execution I		n Date, if Transaction Code Oay/Year) (Instr. 8)		(A) or) 5)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Voting Common Stock (no par value) Voting	12/19/2014		Code V	8,750		(1)		D		
v Oung										

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

A

Persons who respond to the collection of information contained in this form are not (9-02)

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401(k)

Plan

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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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day	ate	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
Employee Stock Option (right to buy)	\$ 63.18	12/19/2014		A	1,400	(2)	01/27/2015	Voting Common Stock (no par value)	1,400
Employee Stock Option (right to buy)	\$ 49.66	12/19/2014		A	2,100	(3)	01/26/2016	Voting Common Stock (no par value)	2,100
Employee Stock Option (right to buy)	\$ 20.3	12/19/2014		A	3,300	<u>(4)</u>	01/29/2018	Voting Common Stock (no par value)	3,300
Employee Stock Option (right to buy)	\$ 8.9	12/19/2014		A	4,500	<u>(5)</u>	01/28/2020	Voting Common Stock (no par value)	4,500
Employee Stock Option (right to buy)	\$ 5.2	12/19/2014		A	4,500	<u>(6)</u>	01/27/2021	Voting Common Stock (no par value)	4,500
Employee Stock Option (right to	\$ 4.98	12/19/2014		A	4,500	<u>(7)</u>	01/26/2022	Voting Common Stock (no par value)	4,500

buy)

Employee Voting Stock Common Option \$ 4.26 12/19/2014 Α 6,100 (8) 01/31/2023 6,100 Stock (no (right to par value) buy)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Mulvaney Timothy J 333 EAST FRANKLIN ST RICHMOND, VA 23219

Controller, CAO

Signatures

/s/ Timothy J. 12/23/2014 Mulvaney

**Signature of Reporting Date
Person

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).

On December 19, 2014, Media General, Inc. ("Media General", formerly Mercury New Holdco, Inc.), MGOC, Inc. ("MGOC", formerly Media General, Inc.) and Lin Media LLC ("Lin") consummated a business combination transaction (the "Merger") as a result of which MGOC, Inc. and Lin Media LLC each became a direct wholly owned subsidiary of Media General. Pursuant to the Merger, (i) each share

- (1) of voting common stock of MGOC was converted into one share of voting common stock of Media General ("Voting Common Stock") and (ii) each share representing a limited liability company interest in Lin was converted into 1.4714 shares of Voting Common Stock. Equity-based awards granted pursuant to MGOC plans and Lin plans that were outstanding immediately prior to the Merger were converted into awards in respect of Voting Common Stock at the closing of the Merger.
- (2) Options were granted under the Media General, Inc. 1995 Long-Term Incentive Plan, which became fully exercisable on 1/27/2008.
- (3) Options were granted under the Media General, Inc. 1995 Long-Term Incentive Plan, which became fully exercisable on 1/26/2009.
- (4) Options were granted under the Media General, Inc. 1995 Long-Term Incentive Plan, which became fully exercisable on 1/29/2011.
- (5) Options were granted under the Media General, Inc. 1995 Long-Term Incentive Plan, which became fully exercisable on 1/28/2013.
- (6) Options were granted under the Media General, Inc. 1995 Long-Term Incentive Plan, which became fully exercisable on 1/27/2014.
- Options were granted under the Media General, Inc. 1995 Long-Term Incentive Plan, which become exercisable 1/3 per year on January 26, 2013, 2014, and 2015.
- Options were granted under the Media General, Inc. 1995 Long-Term Incentive Plan, which become exercisable 1/3 per year on January 31, 2014, 2015, and 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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