## Edgar Filing: MEDIA GENERAL INC - Form 4

MEDIA GENE Form 4	ERAL INC									
January 16, 20	14									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION										۱L
Washington, D.C. 20549								N OMB Number:	3235-	0287
Check this b if no longer subject to Section 16. Form 4 or Form 5 obligations	STATEM Filed pur Section 17(	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								y 31, 2005 0.5
may continu <i>See</i> Instruct 1(b).		30(h) o	of the I	nvestmen	t Compa	ny Act of 1	1940			
(Print or Type Res	sponses)									
1. Name and Address of Reporting Person <u>*</u> MAHONEY GEORGE L			2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer			
		MEDIA	A GENEF	RAL INC	[MEG]	(Check all applicable)				
(Last) (First) (Middle) 333 EAST FRANKLIN ST			3. Date of Earliest Transaction (Month/Day/Year) 01/15/2014				X Director 10% Owner X Officer (give title Other (specify below) below) President and CEO			
				endment, Date Original nth/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
RICHMOND,	VA 23219						Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-J	Derivative	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	ł
	Transaction Date Ionth/Day/Year)	2A. Deeme Execution I any (Month/Day	Date, if	Code Disposed of (D) ar) (Instr. 8) (Instr. 3, 4 and 5) (A) or		Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature Indirect Beneficia Ownershi (Instr. 4)	ıl	
				Code V			· · · · ·			
Reminder: Report	on a separate line	e tor each cla	iss of sec	urities bene	Perse infor requi	ons who res nation con red to resp	or indirectly. spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and Amount of	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date	Underlying Securities	Derivative
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Security

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	) (Instr. 8)	Deriv Secur Acqu (A) o Dispo of (D (Instr 4, and	urities uired or osed D) r. 3,	3				(Instr. 5)
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	<u>(1)</u>	01/15/2014	А	64		(2)	(2)	Voting Common Stock (no par value)	64	<u>(1)</u>

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MAHONEY GEORGE L 333 EAST FRANKLIN ST RICHMOND, VA 23219	Х		President and	CEO			
Signatures							
/s/ George L. Mahoney, by An	Carington,		01/16/2014				

Attorney-in fact

\*\*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) Units acquired under the Company's Supplemental 401(k) deferred compensation plan. Each unit is the economic equivalent of one share of Class A common stock.
- (2) Units are payable in cash following termination of the reporting person's employment. Upon attaining age 55, the reporting person may transfer the units into an alternative investment account at any time.
- (3) Additionally, 77,830 non-derivative shares of Voting Common Stock are held directly.

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. tr>(1)The restricted stock units will vest in full on August 15, 2017 as long as the individual remains a service provider through the vesting date and the Company achieves performance targets for operating expense in the quarter ended September 30, 2016. Vested shares will be delivered to the reporting person upon vest.

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