

Edgar Filing: MEDIA GENERAL INC - Form 5

MEDIA GENERAL INC
 Form 5
 February 12, 2003

U.S. SECURITIES AND EXCHANGE COMMISSION
 Washington, DC 20549

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

- Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported
- Form 4 Transactions Reported

1. Name and Address of Reporting Person*

Bryan	John	Stewart, III
-----	-----	-----
(Last)	(First)	(Middle)
333 East Franklin Street		

(Street)		
Richmond	Virginia	23219
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(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

Media General (MEG)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

12/2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer
 (Check all applicable)

Director 10% Owner

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Officer (give title below)

Other (specify below)

Chairman and Chief Executive Officer

7. 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 (mm/dd/yy)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Price
			Amount	(A) or (D)	
Class A Common Stock					
Class A Common Stock	12/20/02	G	855	D	
Class A Common Stock	12/23/02	G	85	D	4
Class A Common Stock					
Class A Common Stock					2
Class A Common Stock					2
Class B Common Stock					
Class B Common Stock					3

* If the form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Responses)

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(Over)

(Form 5-07/99)

FORM 5 (continued)

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

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1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
Stock Option	50.415	12/31/01	A	8,900	(1) 12/31/11	Class A Common Stock 8,900
Stock Option	50.355	1/31/02	A	39,600	(2) 1/31/12	Class A Common Stock 39,600
Phantom Stock (3)			A	1,476		Class A Common Stock 1.476

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Explanation of Responses:

- (1) Options granted under 1996 Non-Qualified Stock Option Plan, exercisable in full on date of grant.
- (2) Options granted under 1996 Non-Qualified Stock Option Plan, exercisable 1/3 per year on January 31, 2003, 2004, and 2005.
- (3) Units acquired quarterly during 2002 under Company deferred compensation plan, to be settled upon employee retirement or other termination of service.

/s/ J. Stewart Bryan III

1/27/03

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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