## Edgar Filing: MEDIA GENERAL INC - Form 4

MEDIA GENER	AL INC										
Form 4											
May 16, 2014											
FORM 4	L								PPROVAL		
<b>CUNIVI 4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287		
Check this bo if no longer	X							Expires:	January 31,		
subject to Section 16. Form 4 or	AENT OF	F CHAN	NGES IN SECUI	Estimated burden hou	Estimated average burden hours per						
Form 5 obligations may continue. See Instruction 1(b).	Section 17(	a) of the F	Public U	tility Hol	ding Cor		nge Act of 1934, c of 1935 or Secti 1940		. 0.5		
(Print or Type Respo	onses)										
1. Name and Addre Cottingham Joh	Person <u>*</u>	Symbol	er Name <b>an</b> A GENER		-	5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) (I	Middle)					(Check all applicable)				
333 E FRANKLIN ST			3. Date of Earliest Transaction (Month/Day/Year) 05/15/2014				Director 10% Owner X_ Officer (give title Other (specify below) Vice President				
		endment, D	-	1	6. Individual or Joint/Group Filing(Check						
RICHMOND, V	A 23219		Filed(Mo	onth/Day/Yea	r)		Applicable Line) _X_ Form filed by Form filed by Person	One Reporting Po More than One R			
(City)	(State)	(Zip)	Tab	lo I Non l	Dorivotivo	Socurities A	Acquired, Disposed	of or Bonoficio	lly Ownod		
	ransaction Date nth/Day/Year)	2A. Deeme Execution I any (Month/Da	ed Date, if	3.	4. Securit nAcquired Disposed (Instr. 3, 4	ies (A) or of (D)	5. Amount of	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect		
				Code V		(D) Price					
Reminder: Report of	n a separate line	e for each cla	ass of sec	urities bene	•	•	•	ation of	NEC 1474		
					inforn requir	nation cont ed to resp lys a curre	spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	GEC 1474 (9-02)		

 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	ionNumber	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		Derivati Securitic Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	es d				(Instr. 5)
				Code V	V	(A) (D	) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	<u>(1)</u>	05/15/2014		А		6	(2)	(2)	Voting Common Stock (no par value)	6	<u>(1)</u>

## **Reporting Owners**

Reporting Owner Name / Address								
	Director	10% Owner	Officer	Other				
Cottingham John R								
333 E FRANKLIN ST			Vice President					
RICHMOND, VA 23219								
Signatures								
/s/ John R. Cottingham, by Andrew C. Carington,								
Attorney-in-fact		C		05/16/2014				
<u>**</u> Signature of Re	eporting Pers	on		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 Voting 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, 18,633 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.