LIN Media LLC Form 4 October 29, 2014

# FORM 4

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

OMB 3235-0287

**OMB APPROVAL** 

Number:

Expires:

January 31,

2005

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Estimated average

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

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

**SECURITIES** 

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person \* Sadusky Vincent L

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last) (First)

(Street)

(Middle)

LIN Media LLC [LIN]

(Check all applicable)

C/O LIN MEDIA LLC, 701 **BRAZOS STREET, SUITE 800**  3. Date of Earliest Transaction

(Month/Day/Year) 10/27/2014

\_X\_\_ Director 10% Owner X\_ Officer (give title Other (specify below)

President and CEO

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

AUSTIN, TX 78701

(City)	(State)	(Zip) 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. 4. Securities Acquired (A) Transactiom Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or			5. Amount of Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Class A			Code V	Amount	(D)	Price	(moure and i)		
Common Shares	10/27/2014		M	653,334	A	\$ 1.99	1,604,802 (1)	D	
Class A Common Shares	10/27/2014		M	122,500	A	\$ 4.185	1,727,302 (1)	D	
Class A Common Shares	10/27/2014		M	70,850	A	\$ 3.605	1,798,152 (1)	D	
Class A Common	10/27/2014		M	37,825	A	\$ 6.605	1,835,977 (1)	D	

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Shares

Shares

Class A Common

10/27/2014

 $F_{\underline{(2)}}$  429,241 D  $\begin{array}{ccc} \$ & 1,406,736 \, \underline{(1)} & D \\ & 23.125 & \end{array}$ 

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 displays a currently valid OMB control number.

SEC 1474 (9-02)

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. Transacti Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Options for Class A Common Shares	\$ 1.99	10/27/2014	10/27/2014	M	653,334	06/02/2010	06/02/2019	Class A Common Shares	653,33
Options for Class A Common Shares	\$ 4.185	10/27/2014	10/27/2014	M	122,500	12/16/2010	12/16/2019	Class A Common Shares	122,50
Options for Class A Common Shares	\$ 3.605	10/27/2014	10/27/2014	M	70,850	12/08/2012	12/08/2021	Class A Common Shares	70,85
Options for Class A Common Shares	\$ 6.605	10/27/2014	10/27/2014	M	37,825	12/06/2013	12/06/2022	Class A Common Shares	37,82

# **Reporting Owners**

Reporting Owner Name / Address

Relationships

2 Reporting Owners

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Director 10% Owner Officer Other

Sadusky Vincent L C/O LIN MEDIA LLC 701 BRAZOS STREET, SUITE 800 AUSTIN, TX 78701

X

President and CEO

## **Signatures**

/s/ Nicholas M. Mohamed, Attorney-in-fact for Vincent L. Sadusky

10/29/2014

\*\*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).
- This number includes 302,425 restricted shares awarded pursuant to the amended and restated 2002 Stock Plan. These shares remain subject to forfeiture and are nontransferable until vested. The shares vest over three (3) years from the date of grant.
- Net settlement of vested options by LIN Media LLC, 429,241 shares held by the Company for settlement of exercise price and taxes

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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