MAHONEY GEORGE L Form 5

[_] Director

February 12, 2003

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

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

ANNO	AL STATEMENT OF	CHANGES IN DE	NEFICIAL OWNERSHI	r
Section 17(a) of the Public	Utility Holdi	ities Exchange Ac ng Company Act of ompany Act of 194	1935 or
	o longer subjection		16. Form 4 or For	m 5 obligations
[_] Form 3 Holding	s Reported			
[_] Form 4 Transac	tions Reported			
1. Name and Addre	ss of Reporting	Person*		
Mahoney		George	L.	
(Last)		(First)	(Middle)
333 East Franklin S	treet			
		(Street)		
Richmond		Virginia	23219	
(City)		(State)	(Zip)	
2. Issuer Name an	d Ticker or Trad	ing Symbol		
Media General (MEG)			
3. IRS Identifica	tion Number of Re	eporting Pers	on, if an Entity	(Voluntary)
4. Statement for	Month/Year			
12/2002				
5. If Amendment,	Date of Original	(Month/Year)		
6. Relationship o (Check all app	f Reporting Perselicable)	on to Issuer		

[_] 10% Owner

[X] Officer (give title belo	w) [_]	Other (speci	lfy below)		
Secretary and General Counsel					
7. Individual or Joint/Group Fil (Check applicable line)	ing				
<pre>[X] Form filed by one Report [_] Form filed by more than</pre>		rson			
Table I Non-Derivati	ve Securities Aconeficially Owned	quired, Dispos	sed of,		
	2.	3.	4. Securities Ac Disposed of ((Instr. 3, 4	D) and 5)	
1. Title of Security (Instr. 3)	Transaction Date	Transaction Code (Instr. 8)	Amount	(A)	Price
Class A Common Stock					
Class A Common Stock					
					·======

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

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

(Print or Type Responses)

(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)

	2. Conversion or Exercise Price	3. Trans- action Date (Month/		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D)	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
1. Title of Derivative Security (Instr. 3)	of Deriv- ative Secur-				(Month/Day/Year)		Amount
					Date Expira-	of	Number of Shares
Stock Option	50.355	1/31/02	A	4,700	(1) 1/31/12	Class A Common Stock	4,700
Phantom Stock (2)			А	227		Class A Common Stock	227

Explanation of Responses:

- (1) Options granted under 1996 Non-Qualified Stock Option Plan, exercisable1/3 per year on January 31, 2003, 2004, and 2005.
- (2) Units acquired quarterly during 2002 under Company deferred compensation plan, final balance of which is distributed upon employee's termination of service.

/s/ George L. Mahoney 2/7/03
------**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.