MEDIA GENERAL INC

Form 4

December 02, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB APPROVAL				
	UNITEL) STATES		RITIES A shington,			COMMISSION	OMB Number:	3235-0287			
Check thi if no long	rer								Expires:	January 31,		
subject to Section 1 Form 4 or Form 5 obligation may conti- See Instru 1(b).	6. r Filed pu	ursuant to S7(a) of the	Section 10 Public Ut	SECUR 6(a) of the	ITIES e Securit ling Con	ies E npany	xchange Act of	e Act of 1934, 1935 or Section	Estimated a burden hour response			
(Print or Type F	Responses)											
			Symbol	Name and				5. Relationship of Reporting Person(s) to Issuer				
				MEDIA GENERAL INC [MEG] Date of Earliest Transaction				(Check all applicable)				
(N			(Month/D 11/30/20	ay/Year)	ansaction			Director 10% Owner X Officer (give title Other (specify below) Vice President				
RICHMONI	(Street) D, VA 23219			ndment, Da ath/Day/Year)	_			6. Individual or Jo Applicable Line) _X_ Form filed by O Form filed by M Person	ne Reporting Per	rson		
(City)	(State)	(Zip)	Table	e I - Non-D	erivative :	Securi	ities Aca	uired, Disposed of	or Beneficiall	v 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 Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price				5. Amount of Securities Form: Direct Pollowing (Instr. 4) Reported Transaction(s) (Instr. 3 and 4)		p 7. Nature of		
Voting Common Stock (no par value)	11/30/2014			F	4,636 (1)	D	\$ 15.31	13,997 (2)	D			
Voting Common Stock (no par value)								6,358	I	401(k) Plan		

Persons who respond to the collection of

information contained in this form are not

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

SEC 1474

(9-02)

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required to respond unless the form displays a currently valid OMB control number.

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

1. Title o	f 2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivativ	e Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	/Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities	S		(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration	Title	Or		
						Exercisable	Date	Title	Number		
				C 1 17	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Cottingham John R 333 EAST FRANKLIN STREET RICHMOND, VA 23219

Vice President

Signatures

/s/ John R. Cottingham, by Andrew C. Carington, Attorney-in-fact

12/02/2014

**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 is a transaction required to satisfy applicable federal and state income tax withholding requirements. On November 30, 2014, restrictions were released on 14,002 shares of Performance Accelerated Restricted Stock (granted on January 28, 2012 for 8,892 and

- (1) January 28,2010 for 5,110) upon Mr. Cottingham's retirement. As required by the 1995 Long-Term Incentive Plan, 4,636 shares of Voting Common Stock (no par value) were withheld for tax withholding purposes. As a result of these transactions, Mr. Cottingham additionally will receive a certificate for 9,366 shares of unrestricted Voting Common Stock (no par value).
- (2) Additionally, 4062 derivative Voting Common Stock (no par value) shares are held directly under the Supplemental 401(k) plan.

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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