

Fourth Amendment

ION Media Networks, Inc. (“ION”), Scripps Media, Inc. (“Scripps”), and INYO Broadcast Holdings, LLC (“INYO”), hereby file this fourth amendment to pending applications seeking Commission consent to the transfer of control of certain licenses from ION to Scripps and the assignment of certain other licenses from ION to INYO (“Applications”). The purpose of the instant amendment is to describe minor changes to the attributable interest holders in INYO, none of which result in a change of the ultimate control of the stations that will be acquired by INYO. In addition, by this amendment, the parties confirm that Scripps, not INYO, will acquire WPPX-TV (Wilmington, DE), KKPX-TV (San Jose, CA), and KPXM-TV (St. Cloud, MN).

1. The Applications provided that the licenses assigned from ION to INYO would be assigned to INYO Broadcast Holdings LLC. Subsequent to the filing of the Applications, INYO created a wholly-owned subsidiary of INYO Broadcast Holdings LLC—INYO Broadcast Licenses LLC—to which the licenses will now be assigned. The parties hereby amend Section 5.ii of the Comprehensive Exhibit to the Applications to insert the following chart:

INYO Broadcast Licenses LLC

1	INYO Broadcast Licenses LLC 3110 West California Avenue, Suite C Salt Lake City, UT 84104	INYO Broadcast Holdings LLC 3110 West California Avenue, Suite C Salt Lake City, UT 84104
2	Nevada Limited Liability Company	Nevada Limited Liability Company
3	N/A	Member
4	N/A	100% total assets
5	N/A	100% votes

The following individuals are officers or directors of INYO Broadcast Licenses LLC

Name	Citizenship	Positional Interest	% Votes	% Total Assets
John G. Chachas	U.S.	Manager	0%	0%
Louis G. Zachary, Jr.	U.S.	Manager	0%	0%

2. Subsequent to the filing of the Applications, the asset interest percentages of the attributable interest holders in INYO Broadcast Holdings LLC have changed. No new attributable interest holders have been added, and none have been removed. The parties hereby amend Section 5.ii of the Comprehensive Exhibit to the Applications to revise the ownership information for INYO Broadcast Holdings LLC as follows:

INYO Broadcast Holdings LLC

1	INYO Broadcast Holdings LLC 3110 West California Avenue, Suite C Salt Lake City, UT 84104	John G. Chachas	Louis G. Zachary, Jr.	Methuselah Advisors LLC	INYO Investors LLC
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2	Nevada Limited Liability Company	U.S. Citizen	U.S. Citizen	Delaware Limited Liability Company	Nevada Limited Liability Company
3	N/A	Member	Member	Member	Member
4	N/A	6.04% total assets	5.84% total assets	1.00% total assets	87.13% total assets
5	N/A	51.00% votes	49.00% votes	0% votes	0% votes

The following individuals are officers or directors of INYO Broadcast Holdings LLC:

Name	Citizenship	Positional Interest	% Votes	% Total Assets
John G. Chachas	U.S.	Chairman, CEO, and Manager	51.00%	6.04%
Louis G. Zachary, Jr.	U.S.	President and Manager	49.00%	5.84%
Diane Dougherty Chachas	U.S.	Secretary and Manager	0%	0%
María Eugenia Ferré Rangel	U.S.	Manager	0%	0%
Tom C. Korologos	U.S.	Manager	0%	0%
Steven J. Smith	U.S.	Manager	0%	0%

3. The Applications provided that the sole attributable interest holders in INYO Investors LLC were John G. Chachas and Louis G. Zachary, Jr. Mr. Chachas and Mr. Zachary will continue to have sole ownership of the voting interests in INYO Investors LLC. Subsequent to the filing of the Applications, however, INYO has modified the intended capital structure of INYO Investors LLC to add a class of non-voting stock, most of which will be held by Methuselah Advisors Cash Balance Plan and Trust. Methuselah Advisors Cash Balance Plan and Trust is a defined-benefit plan for employees of Methuselah Advisors LLC, and Mr. Chachas and Mr. Zachary are the principal participants in that plan. Mr. Chachas holds 68.48 percent of the accrued and allocable value of the plan, and Mr. Zachary holds 27.59 percent of the accrued and allocable value of the plan. All others hold less than 3.9 percent. Methuselah Advisors Cash Balance Plan and Trust will hold only non-voting stock in INYO Investors LLC. The parties hereby amend Section 5.ii of the Comprehensive Exhibit to the Applications to amend the ownership information for INYO Investors LLC to describe this change in its capital structure:

INYO Investors LLC

1	INYO Investors LLC 3110 West California Avenue, Suite C Salt Lake City, UT 84104	John G. Chachas	Louis G. Zachary, Jr.	Methuselah Advisors Cash Balance Plan and Trust
2	Nevada Limited Liability Company	U.S. Citizen	U.S. Citizen	Trust – N/A
3	N/A	Member	Member	Member
4	N/A	0.28% total	35.06% total	64.67% total assets

		assets	assets	
5	N/A	51.05% votes	48.95% votes	0% votes

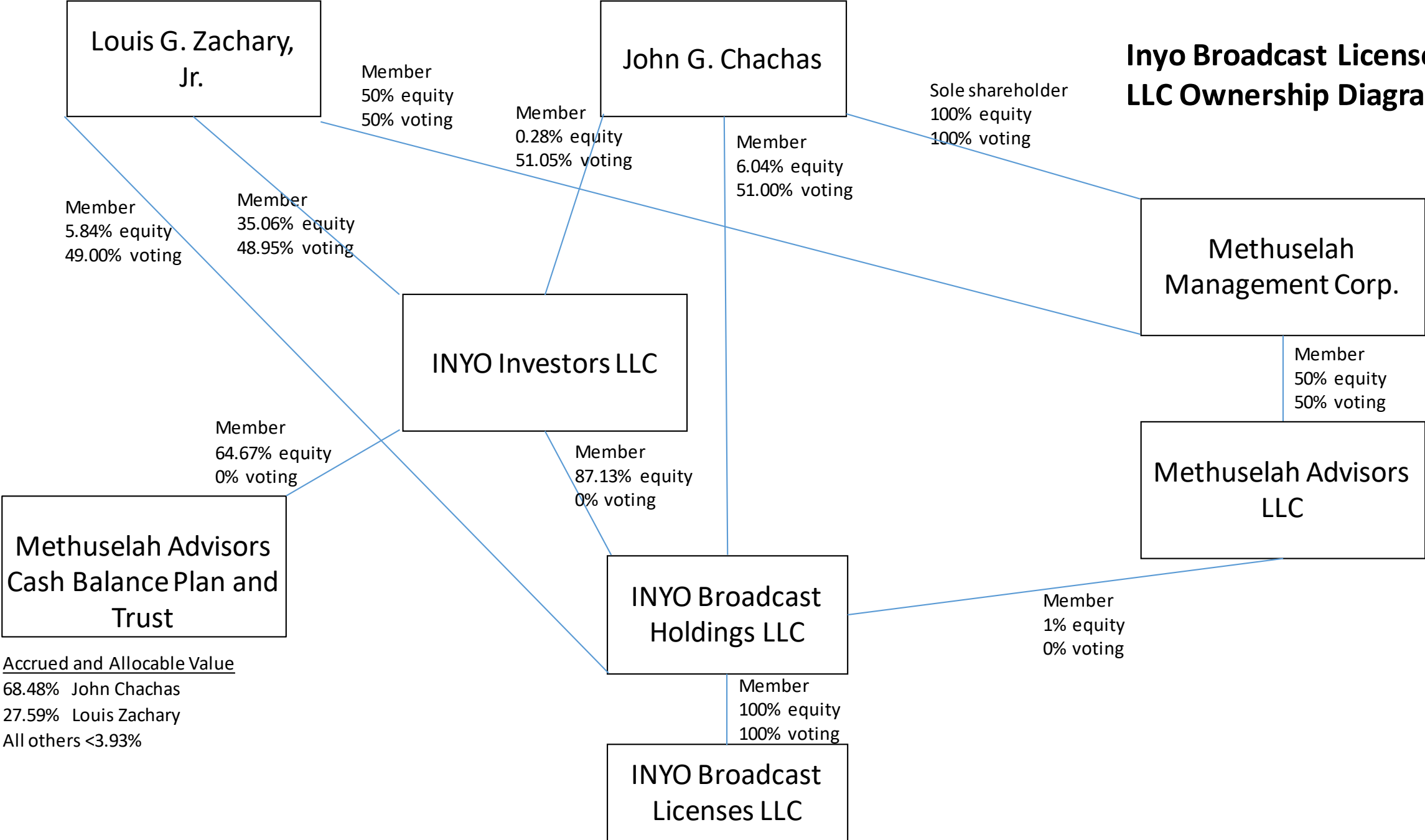
The following individuals are officers or directors of INYO Investors LLC

Name	Citizenship	Positional Interest	% Votes	% Total Assets
John G. Chachas	U.S.	Manager	51.05%	0.28%
Louis G. Zachary, Jr.	U.S.	Manager	48.95%	35.06%

4. Exhibit A hereto sets forth a revised post-closing ownership diagram reflecting the above changes.
5. As included in the Applications, Scripps and ION and Scripps and INYO executed amendments to the Merger Agreement and Divestiture Asset Purchase Agreement, respectively, to provide for the possibility that INYO could acquire three additional stations from ION in the event that Scripps continued to own WPIX-TV at the time of closing of the instant transaction. On December 1, 2020, the Media Bureau granted Scripps' application to assign WPIX-TV to Mission Broadcasting, Inc., and Scripps expects to divest the station prior to the closing of the instant transaction. On December 11, 2020, Scripps notified INYO that it was exercising its option to terminate the amendment to the Divestiture Asset Purchase Agreement (attached hereto as Exhibit B). Accordingly, Scripps, not INYO, will acquire stations WPPX-TV (Wilmington, DE), KKPX-TV (San Jose, CA), and KPXM-TV (St. Cloud, MN). Exhibit C hereto sets forth a definitive list of stations to be acquired by Scripps pursuant to this transaction, and Exhibit D hereto sets forth a definitive list of stations to be acquired by INYO pursuant to the instant transaction.

EXHIBIT A

Inyo Broadcast Licenses LLC Ownership Diagram



Accrued and Allocable Value
 68.48% John Chachas
 27.59% Louis Zachary
 All others <3.93%

EXHIBIT B

December 11, 2020

VIA EMAIL TRANSMISSION

INYO BROADCAST HOLDINGS, LLC
8905 W. Post Road, Suite 200
Las Vegas, Nevada 89148
Attention: John Chachas
Email: JChachas@methuselahadvisors.com

Re: Asset Purchase Agreement dated September 23, 2020 (the "**Purchase Agreement**") by and among INYO Broadcast Holdings, LLC, a Nevada limited liability company ("**Buyer**"); Scripps Media Inc., a Delaware corporation ("**SMI**"); and Scripps Faraday Inc., a Delaware corporation ("**Merger Sub**," and together with SMI, "**Seller**"), and the Amendment to Asset Purchase Agreement dated October 12, 2020 (the "**Amendment**") by and between Buyer and Seller. Capitalized terms not otherwise defined herein shall be defined as set forth in the Purchase Agreement and/or Amendment, as the case may be.

NOTICE OF EXERCISE OF TERMINATION OPTION

Dear John:

This correspondence shall serve as Seller's notice that it is exercising the Termination Option as set forth in Section 2 of the Amendment. As a result, the Amendment shall be deemed immediately terminated and of no further force and effect, except for the terms and conditions which expressly survive this termination in accordance with the Amendment. Subject to the terms and conditions of the Purchase Agreement, the Closing shall occur as if the Amendment had never been in effect with Seller retaining the Station Assets related to the Additional Stations at Closing.

We look forward to continuing to work with you to consummate this transaction.

Sincerely yours,



William Appleton

WA/jk

cc: Matthew DelNero (MDeInero@cov.com)
Mace Rosenstein (Rosenstein@cov.com)
David Kushner (dkushner@brookspierce.com)
Coe W. Ramsey (cramsey@brookspierce.com)
Gary I. Horowitz (ghorowitz@stblaw)
Patrick J. Naughton (pnaughton@stblaw.com)

EXHIBIT C
Stations to Be Acquired by Scripps

Call Sign	Community of License	Facility ID
WPXN-TV	New York, NY	73356
KILM	Inglewood, CA	63865
KPXN-TV	San Bernardino, CA	58978
WCPX-TV	Chicago, IL	10981
WPPX-TV	Wilmington, DE	51984
KPXD-TV	Arlington, TX	68834
KKPX-TV	San Jose, CA	22644
WPXW-TV	Manassas, VA	74091
WWPX-TV	Martinsburg, WV	23264
KPXB-TV	Conroe, TX	58835
WBPX-TV	Boston, MA	7692
WDPX-TV	Woburn, MA	6476
WPXG-TV	Concord, NH	48406
WPXA-TV	Rome, GA	51969
WXPX-TV	Bradenton, FL	6601
KWPX-TV	Bellevue, WA	56852
KPXM-TV	St. Cloud, MN	35907
WPXM-TV	Miami, FL	48608
WOPX-TV	Melbourne, FL	67602
KSPX-TV	Sacramento, CA	52953
KPXG-TV	Salem, OR	5801
WRBU	East St. Louis, IL	57221
WINP-TV	Pittsburgh, PA	41314
WFPX-TV	Archer Lodge, NC	21245
WRPX-TV	Rocky Mount, NC	20590
WNPX-TV	Franklin, TN	28468
KUPX-TV	Provo, UT	57884
KPXL-TV	Uvalde, TX	61173
WSFJ-TV	London, OH	11118
WPXE-TV	Kenosha, WI	37104
KMCC	Laughlin, NV	41237
WPXC-TV	Brunswick, GA	71236

Call Sign	Community of License	Facility ID
WPXL-TV	New Orleans, LA	21729
WPXQ-TV	Newport, RI	50063
KTPX-TV	Okmulgee, OK	7078
WQPX-TV	Scranton, PA	64690
WPXK-TV	Jellico, TN	52628
WKOI-TV	Richmond, IN	67869
KFPX-TV	Newton, IA	81509
WPXR-TV	Roanoke, VA	70251
WLPX-TV	Charleston, WV	73189
WZRB	Columbia, SC	136750
WIPL	Lewiston, ME	48408
WSPX-TV	Syracuse, NY	64352
KPXR-TV	Cedar Rapids, IA	21156
WEPX-TV	Greenville, NC	81508
WPXU-TV	Jacksonville, NC	37971
WTPX-TV	Antigo, WI	86496

EXHIBIT D
Stations to Be Acquired by INYO

Call Sign	Community of License	Facility ID
KPPX-TV	Tolleson, AZ	26655
WPXD-TV	Ann Arbor, MI	5800
KPXC-TV	Denver, CO	68695
WVPX-TV	Akron, OH	70491
WDLI-TV	Canton, OH	67893
WIPX-TV	Bloomington, IN	10253
WCLJ-TV	Bloomington, IN	68007
KPXE-TV	Kansas City, MO	33337
WHPX-TV	New London, CT	51980
WPXP-TV	Lake Worth, FL	27290
WPXV-TV	Norfolk, VA	67077
KOPX-TV	Oklahoma City, OK	2566
WPXH-TV	Hoover, AL	73312
WZPX-TV	Battle Creek, MI	71871
WGPX-TV	Burlington, NC	65074
WPXX-TV	Memphis, TN	21726
WPXJ-TV	Batavia, NY	2325
WLWC	New Bedford, MA	3978
WYPX-TV	Amsterdam, NY	13933
WUPX-TV	Richmond, KY	23128
KPXO-TV	Kaneohe, HI	77483
KGPM-TV	Spokane, WA	81694
KTRV-TV	Nampa, ID	28230