

LIN Media LLC
Form 4/A
August 06, 2013

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Hicks, Muse, Tate & Furst Equity Fund IV, L.P.

(Last) (First) (Middle)

C/O HICKS, MUSE, TATE & FURST INCORP., 200 CRESCENT COURT, SUITE 1600

(Street)

DALLAS, TX 75201

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
LIN Media LLC [LIN]

3. Date of Earliest Transaction (Month/Day/Year)
07/30/2013

4. If Amendment, Date Original Filed(Month/Day/Year)
08/01/2013

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Class A Common Stock | 07/30/2013 | | S(1) | 609 D \$ 15.02 | 382,790 | I (2) (3) | See footnotes (2) (3) |
| Class A Common Stock | 07/30/2013 | | S(4) | 90,587 D \$ 15.02 | 292,203 | I (3) (5) | See footnotes (3) (5) |
| Class A Common Stock | 07/31/2013 | | S(6) | 218 D \$ 16.28 | 291,985 | I (3) (7) | See footnotes (3) (7) |
| Class A Common Stock | 07/31/2013 | | S(8) | 32,384 D \$ | 259,601 | I (3) (9) | See |

Common Stock 16.28 footnotes

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

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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. Transaction Code (Instr. 8) | 5. Number of Derivative 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Hicks, Muse, Tate & Furst Equity Fund IV, L.P. C/O HICKS, MUSE, TATE & FURST INCORP. 200 CRESCENT COURT, SUITE 1600 DALLAS, TX 75201 | | X | | |
| Hicks, Muse, Tate & Furst Private Equity Fund IV, L.P. C/O HICKS, MUSE, TATE & FURST INCORP. 200 CRESCENT COURT, SUITE 1600 DALLAS, TX 75201 | | X | | |
| HM4 Partners, L.P. C/O HICKS, MUSE, TATE & FURST INCORP. 200 CRESCENT COURT, SUITE 1600 DALLAS, TX 75201 | | X | | |
| Hicks, Muse GP Partners L.A., L.P. C/O HICKS, MUSE, TATE & FURST INCORP. 200 CRESCENT COURT, SUITE 1600 DALLAS, TX 75201 | | X | | |

Hicks, Muse Latin America Fund I Inc
 C/O HICKS, MUSE, TATE & FURST INCORP.
 200 CRESCENT COURT, SUITE 1600
 DALLAS, TX 75201

X

Signatures

SEE
 ATTACHMENTS 08/06/2013

 **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).
- (1) On July 30, 2013, Hicks, Muse, Tate & Furst Private Equity Fund IV, L.P., a Delaware limited partnership ("Private Fund IV"), sold 609 shares of Class A Common Stock pursuant to a plan of disposition adopted in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934 (the "Exchange Act").
 - (2) Of the 382,790 shares of Class A Common Stock, (a) 1,952 shares are held of record by Private Fund IV, and (b) 380,838 shares are held of record by Hicks, Muse, Tate & Furst Equity Fund IV, L.P., a Delaware limited partnership ("Fund IV").
 HM4 Partners, L.P., a Texas limited partnership ("HM4 Partners"), is the sole general partner of Private Fund IV and Fund IV. Hicks, Muse GP Partners L.A., L.P., a Texas limited partnership ("GP Partners LA"), is the sole general partner of HM4 Partners. Hicks, Muse Latin America Fund I Incorporated, a Texas corporation ("LA Fund I Incorporated"), is the sole general partner of GP Partners LA. LA Fund I Incorporated, GP Partners LA and HM4 Partners may be deemed to beneficially own all of the securities held directly by Private Fund IV and Fund IV. Each of LA Fund I Incorporated, GP Partners LA and HM4 Partners disclaim beneficial ownership of such securities except to the extent of any of their respective pecuniary interest therein.
 - (3) On July 30, 2013, Fund IV sold 90,587 shares of Class A Common Stock pursuant to a plan of disposition adopted in accordance with Rule 10b5-1 of the Exchange Act.
 - (4) Of the 292,203 shares of Class A Common Stock, (a) 1,952 shares are held of record by Private Fund IV, and (b) 290,251 shares are held of record by Fund IV.
 - (5) On July 31, 2013, Private Fund IV sold 218 shares of Class A Common Stock pursuant to a plan of disposition adopted in accordance with Rule 10b5-1 of the Exchange Act.
 - (6) Of the 291,985 shares of Class A Common Stock, (a) 1,734 shares are held of record by Private Fund IV, and (b) 290,251 shares are held of record by Fund IV.
 - (7) On July 31, 2013, Fund IV sold 32,384 shares of Class A Common Stock pursuant to a plan of disposition adopted in accordance with Rule 10b5-1 of the Exchange Act.
 - (8) Of the 259,601 shares of Class A Common Stock, (a) 1,734 shares are held of record by Private Fund IV, and (b) 257,867 shares are held of record by Fund IV.
 - (9)

Remarks:

The reporting persons may be deemed to be members of a group with other affiliated entities that collectively are 10% owners

On July 31, 2013, LIN Media LLC became the successor to LIN TV Corp. pursuant to a merger. The merger resulted in LIN I

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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