MEDIA GENERAL INC Form SC 13D/A June 17, 2016

#### **UNITED STATES**

#### SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

#### **SCHEDULE 13D/A**

**Under the Securities Exchange Act of 1934** 

(Amendment No. 3)

Media General, Inc.

(Name of Issuer)

**Voting Common Stock** 

(Title of Class of Securities)

58441K 100

(CUSIP Number)

**Hicks Muse Fund III Incorporated** 

2100 McKinney Avenue, Suite 1600

Dallas, Texas 75201

**Telephone Number: (214) 740-7300** 

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

**Copies to:** 

Media General, Inc.

Robert L. Kimball

333 E. Franklin Street

Vinson & Elkins L.L.P.

Richmond, Virginia 23219

2001 Ross Avenue, Suite 3700

(804) 887-5000

Dallas, Texas 75201

(214) 220-7700

June 15, 2016

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box:

**Note:** Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

<sup>\*</sup> The remainder of this cover page shall be filled out for a reporting person s initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

1	Name o	of re	porting person:	
2		the a	e, Tate & Furst Equity Fund III, L.P. appropriate box if a member of a group (see instructions)  b) x	
3	SEC us	SEC use only		
4	Source	of fu	unds (see instructions):	
5	OO Check	if dis	sclosure of legal proceedings is required pursuant to Items 2(d) or (2)	
6	Citizen	ship	or place of organization	
Num	Dela	ware 7	Sole voting power	
sh	ares			
bene	ficially	8	0 Shared voting power	
owr	ned by			
e	ach	9	7,827,829 (See Item 5) Sole dispositive power	
repo	orting			
pe	rson		0	
W	ith	10	Shared dispositive power	

7,827,829 (See Item 5)
11 Aggregate amount beneficially owned by each reporting person

7,827,829 (See Item 5)

12 Check if the aggregate amount in row (11) excludes certain shares (see instructions)

13 Percent of class represented by amount in row (11)

6.1% (See Item 5)

14 Type of reporting person (see instructions)

PN

1	Name	of re	porting person:
2		the a	artners, L.P. appropriate box if a member of a group (see instructions)  b) x
3	SEC us	se on	ly
4	Source	of fu	unds (see instructions):
5	N/A Check		sclosure of legal proceedings is required pursuant to Items 2(d) or (2)
6	Citizen	ıship	or place of organization
Nun	Texa	as 7	Sole voting power
	nares ficially	8	0 Shared voting power
e	ned by ach orting	9	7,827,829 (See Item 5) Sole dispositive power
_	erson vith	10	0 Shared dispositive power

7,827,829 (See Item 5)
11 Aggregate amount beneficially owned by each reporting person

12	7,827,829 (See Item 5) Check if the aggregate amount in row (11) excludes certain shares (see instructions)	
13	Percent of class represented by amount in row (11)	
14	6.1% (See Item 5) Type of reporting person (see instructions)	
	PN	

1	Name	of re	porting person:
2		the a	e GP Partners III, L.P. appropriate box if a member of a group (see instructions)  b) x
3	SEC us	se on	ly
4	Source	of fu	unds (see instructions):
5	N/A Check		sclosure of legal proceedings is required pursuant to Items 2(d) or (2)
6	Citizen	ıship	or place of organization
Nun	Texander of	as 7	Sole voting power
	nares ficially	8	0 Shared voting power
e	ned by ach orting	9	7,930,192 (See Item 5) Sole dispositive power
	erson vith	10	0 Shared dispositive power

7,930,192 (See Item 5)
11 Aggregate amount beneficially owned by each reporting person

12	7,930,192 (See Item 5) Check if the aggregate amount in row (11) excludes certain shares (see instructions)	
13	Percent of class represented by amount in row (11)	
14	6.1% (See Item 5) Type of reporting person (see instructions)	
	PN	

1	Name o	of re	porting person:
2		the a	e Fund III Incorporated appropriate box if a member of a group (see instructions)  x
3	SEC us	se on	ly
4	Source	of fu	unds (see instructions):
5	N/A Check		sclosure of legal proceedings is required pursuant to Items 2(d) or (2)
6	Citizen	ship	or place of organization
Num	Texa	as 7	Sole voting power
	ares ficially	8	0 Shared voting power
e	ned by ach orting	9	7,930,192 (See Item 5) Sole dispositive power
	erson	10	0 Shared dispositive power

7,930,192 (See Item 5)
11 Aggregate amount beneficially owned by each reporting person

7,930,192 (See Item 5)

12 Check if the aggregate amount in row (11) excludes certain shares (see instructions)

13 Percent of class represented by amount in row (11)

6.1% (See Item 5)

14 Type of reporting person (see instructions)

CO

1	Name o	of re	porting person:
2		the a	restors, L.P. ppropriate box if a member of a group (see instructions)  x
3	SEC us	se on	ly
4	Source	of fu	unds (see instructions):
5	OO Check	if dis	sclosure of legal proceedings is required pursuant to Items 2(d) or (2)
6	Citizen	ıship	or place of organization
Nun	Texa	as 7	Sole voting power
	ares ficially	8	0 Shared voting power
e	ned by ach orting	9	102,363 (See Item 5) Sole dispositive power
	erson	10	0 Shared dispositive power

102,363 (See Item 5)
11 Aggregate amount beneficially owned by each reporting person

12	102,363 (See Item 5) Check if the aggregate amount in row (11) excludes certain shares (see instructions) "
13	Percent of class represented by amount in row (11)
14	0.1% (See Item 5) Type of reporting person (see instructions)
	PN

1	Name o	of re	porting person:
2		the a	e & Co. Partners, L.P. appropriate box if a member of a group (see instructions)  b) x
3	SEC us	se on	ly
4	Source	of fu	unds (see instructions):
5	OO Check	if dis	sclosure of legal proceedings is required pursuant to Items 2(d) or (2)
6	Citizen	ship	or place of organization
Num	Texa	as 7	Sole voting power
	ares ficially	8	0 Shared voting power
e	ned by ach orting	9	108,898 (See Item 5) Sole dispositive power
	erson	10	0 Shared dispositive power

108,898 (See Item 5)
11 Aggregate amount beneficially owned by each reporting person

12	108,898 (See Item 5) Check if the aggregate amount in row (11) excludes certain shares (see instructions)	••
13	Percent of class represented by amount in row (11)	
14	0.1% (See Item 5) Type of reporting person (see instructions)	
	PN	

1	Name o	of re	porting person:
2	HM Pa Check	the a	rs Inc. ppropriate box if a member of a group (see instructions)  x
3	SEC us	se on	ly
4	Source	of fu	unds (see instructions):
5	N/A Check		sclosure of legal proceedings is required pursuant to Items 2(d) or (2)
6	Citizen	ship	or place of organization
Nun	Texa	as 7	Sole voting power
	ares ficially	8	0 Shared voting power
e	ned by ach orting	9	108,898 (See Item 5) Sole dispositive power
	erson	10	0 Shared dispositive power

108,898 (See Item 5)
11 Aggregate amount beneficially owned by each reporting person

108,898 (See Item 5)

12 Check if the aggregate amount in row (11) excludes certain shares (see instructions)

13 Percent of class represented by amount in row (11)

14 O.1% (See Item 5)

Type of reporting person (see instructions)

CO

1	Name of reporting person:		
2		the a	e, Tate & Furst Equity Fund IV, L.P. appropriate box if a member of a group (see instructions) b) x
3	SEC us	se on	ıly
4	Source	of f	unds (see instructions):
5	OO Check	if di	sclosure of legal proceedings is required pursuant to Items 2(d) or (2)
6	6 Citizenship or place of organization		
Num	Dela	iware 7	Sole voting power
	ares	8	0 Shared voting power
e	ned by ach orting	9	2,026,847 (See Item 5) Sole dispositive power
	erson	10	0 Shared dispositive power

2,026,847 (See Item 5)
11 Aggregate amount beneficially owned by each reporting person

12	2,026,847 (See Item 5) Check if the aggregate amount in row (11) excludes certain shares (see instructions)
13	Percent of class represented by amount in row (11)
14	1.6% (See Item 5) Type of reporting person (see instructions)
	PN

Name of reporting person:			
Check	the a	e, Tate & Furst Private Equity Fund IV, L.P. appropriate box if a member of a group (see instructions) b) x	
SEC use only			
Source of funds (see instructions):			
OO Check	if dis	sclosure of legal proceedings is required pursuant to Items 2(d) or (2)	
6 Citizenship or place of organization			
Delaware 7 Sole voting power			
nber of			
ares		0	
ficially	8	Shared voting power	
owned by			
ach	9	13,632 (See Item 5) Sole dispositive power	
orting			
erson		0	
vith	10	Shared dispositive power	
	Hicks, Check  (a) "  SEC us  Source  OO Check  Citizen  Dela  aber of  ares  ficially  ach  orting  erson	Hicks, Mus Check the a (a) " (b) SEC use on Source of for OO Check if dis Citizenship  Delaware 7 hber of hares ficially hed by ach 9 orting erson	

13,632 (See Item 5)

11 Aggregate amount beneficially owned by each reporting person

13,632 (See Item 5)

12 Check if the aggregate amount in row (11) excludes certain shares (see instructions)

13 Percent of class represented by amount in row (11)

14 O.01% (See Item 5)

Type of reporting person (see instructions)

PN