

LIN Media LLC  
 Form 4  
 September 12, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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 \*  
**PARENT DENISE M**

(Last) (First) (Middle)

**C/O LIN MEDIA LLC, ONE WEST EXCHANGE STREET, SUITE 5A**

(Street)

**PROVIDENCE, RI 02903**

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
**09/10/2013**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

**Sr. VP Chief Legal Officer**

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  | (D)  | Price   |
| Class A Common Shares           | 09/10/2013                           |  | A                              |   | 34,100 <sup>(1)</sup>   | A  | \$ 17.03  |
|                                 |                                      |  |                                |   |   |  | 167,186 <sup>(2)</sup>                                |
| Class A Common Shares           | 09/10/2013                           |  | S                              |   | 2,290   | D  | \$ 16.9597  |
|                                 |                                      |  |                                |   |   |  | 164,896 <sup>(2)</sup>                                |
|                                 |                                      |  |                                |   |   |  | <sup>(3)</sup>  |

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

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SEC 1474 (9-02)

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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 Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|  |  |                                      |  | 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 |
| PARENT DENISE M<br>C/O LIN MEDIA LLC<br>ONE WEST EXCHANGE STREET, SUITE 5A<br>PROVIDENCE, RI 02903 |               |           | Sr. VP Chief Legal Officer |       |

## Signatures

/s/ Nicholas N. Mohamed, Attorney-in-fact for Denise M. Parent 09/12/2013

\_\_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).
- Shares were awarded pursuant to the amended and restated 2002 Non-Employee Director Stock Plan. The shares are subject to forfeiture and are non-transferable until vested. The shares vest in three (3) annual installments from the date of grant. Twenty five percent (25%) of the shares vest upon the first and second anniversary, the remaining fifty percent (50%) vests on the third anniversary of the date of grant.
- This number includes 129,335 restricted shares awarded pursuant to the amended and restated 2002 Non-Employee Director Stock Plan.
- (2) These shares remain subject to forfeiture and are nontransferable until vested. The shares vest over either three (3) or four (4) years from the date of grant.
  - (3) The sale price represents the weighted average sales price of individual sales totaling 2,290 shares in the aggregate. The transactions occurred at prices in the range of \$16.91 per share to \$17.00 per share. Upon request from the Securities and Exchange Commission or a securityholder of the issuer, full information regarding the number of shares sold at each separate price will be made available.

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.