

MEDIA GENERAL INC  
Form DEFA14A  
March 14, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a)**  
**of the Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- |  |  |
|--|--|
| <input type="checkbox"/> Preliminary Proxy Statement                 | <input type="checkbox"/> Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2)) |
| <input type="checkbox"/> Definitive Proxy Statement                  |  |
| <input checked="" type="checkbox"/> Definitive Additional Materials  |  |
| <input type="checkbox"/> Soliciting Material Pursuant to §240.14a-12 |  |

**Media General, Inc.**

(Name of Registrant as Specified In Its Charter)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

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(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

.. Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

**IMPORTANT NOTICE Regarding the Availability of Proxy Materials**

**MEDIA GENERAL, INC.**

**NOTICE OF ANNUAL MEETING**

**OF STOCKHOLDERS**  
**Meeting Information**

**Meeting Type:** Annual  
**For holders as of:** March 1, 2013  
**Date:** April 25, 2013      **Time:** 11:00 AM EDT  
**Location:** Bolling Haxall House  
211 East Franklin Street

Richmond, VA

You are receiving this communication because you hold shares in Media General, Inc.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at [www.proxyvote.com](http://www.proxyvote.com) or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

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**See the reverse side of this notice to obtain  
proxy materials and voting instructions.**

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**Before You Vote**

How to Access the Proxy Materials

**Proxy Materials Available to VIEW or RECEIVE AT WWW.PROXYVOTE.COM:**

1. NOTICE AND PROXY STATEMENT      2. ANNUAL REPORT

**How to View Online:**

Have the information that is printed in the box marked by the arrow (located on the following page) and visit: [www.proxyvote.com](http://www.proxyvote.com).

**How to Request and Receive a PAPER or E-MAIL Copy:**

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- |                         |  |
|-------------------------|--|
| 1) <i>BY INTERNET:</i>  | <a href="http://www.proxyvote.com">www.proxyvote.com</a>                   |
| 2) <i>BY TELEPHONE:</i> | 1-800-579-1639   |
| 3) <i>BY E-MAIL*:</i>   | <a href="mailto:sendmaterial@proxyvote.com">sendmaterial@proxyvote.com</a> |

\* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before April 11, 2013 to facilitate timely delivery.

**How To Vote**

Please Choose One of the Following Voting Methods

**Vote In Person:** At the Meeting, you will need to request a ballot to vote these shares.

**Vote By Internet:** To vote now by Internet, go to [www.proxyvote.com](http://www.proxyvote.com). Have the information that is printed in the box marked by the arrow (located on the following page) available and follow the instructions.

**Vote By Mail:** You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

**Voting Items**

**THE BOARD OF DIRECTORS RECOMMENDS**

**A VOTE FOR ALL NOMINEES LISTED BELOW.**

**ELECTION OF CLASS A DIRECTORS:**

NOMINEES:

01) Dennis J. FitzSimons

02) Rodney A. Smolla

03) Carl S. Thigpen  
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**Voting Items**

**Item 1. ELECTION OF CLASS B DIRECTORS:**

**THE BOARD OF DIRECTORS RECOMMENDS**

**A VOTE FOR ALL NOMINEES LISTED BELOW.**

NOMINEES:

01) J. Stewart Bryan III

02) Diana F. Cantor

03) George L. Mahoney

04) Marshall N. Morton

05) Wyndham Robertson

06) Coleman Wortham III

**Item 2. THE BOARD OF DIRECTORS RECOMMENDS A VOTE FOR:**

Ratification of Deloitte & Touche, LLP as the Company's independent registered public accountants for fiscal year 2013.

**Item 3. THE BOARD OF DIRECTORS RECOMMENDS A VOTE TO APPROVE:**

The Board's advisory resolution on executive compensation.  
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