

LIN TV CORP
Form 8-K
November 04, 2005

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549
Form 8-K
CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934
Date of Report (Date of earliest event reported): November 1, 2005
LIN TV Corp.
(Exact Name of Registrant as Specified in Charter)**

Delaware	001-31311	05-0501252
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

LIN Television Corporation
(Exact Name of Registrant as Specified in Charter)

Delaware	000-25206	13-3581627
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

Four Richmond Square, Suite 200, Providence, Rhode
Island 02906
(Address of Principal Executive Offices) (Zip Code)
Registrant's telephone number, including area code: (401) 454-2880

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act

- (17 CFR
240.14a-12)
 - o Pre-commencement
communications
pursuant to
Rule 14d-2(b)
under the Exchange
Act (17 CFR
240.14d-2(b))
 - o Pre-commencement
communications
pursuant to
Rule 13e-4(c)
under the Exchange
Act (17 CFR
240.13e-4(c))
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Item 1.02 Termination of A Material Definitive Agreement

On November 1, 2005, LIN TV Corp., a Delaware corporation (LIN TV), its wholly owned subsidiary, LIN Television Corporation, a Delaware corporation (LIN Television and together with LIN TV, the Company), and Hicks, Muse & Co. Partners L.P., a Texas limited partnership (Hicks Muse Partners) entered into a Termination Agreement (the Termination Agreement) which terminated the Amended and Restated Financial Advisory Agreement, dated as of February 19, 2002, as amended (the Agreement). Hicks Muse Partners is an affiliate of Hicks, Muse, Tate & Furst Incorporated (Hicks Muse). As of September 30, 2005, affiliates of Hicks Muse owned all 23,502,059 shares of LIN TV s class B common stock outstanding, representing approximately 46.1% of the equity interests in LIN TV.

The Agreement provided that the Company would reimburse Hicks Muse Partners for certain expenses incurred by it in connection with rendering services relating to acquisitions, sales, mergers, exchange offers, recapitalization, restructuring or similar transactions allocable to the Company.

The Company did not incur any material early termination fees in connection with the termination of the Agreement.

On June 30, 2005, Peter S. Brodsky was elected to serve as a member of the board of directors of LIN TV. Mr. Brodsky is a current partner of Hicks Muse and has significant financial experience. The Company determined that it no longer requires the services of Hick Muse Partners as a financial advisor.

The Termination Agreement is attached to this current report on Form 8-K as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

Exhibit No.

Description

99.1	Termination Agreement dated as of November 1, 2005 among LIN Television Corporation, LIN TV Corp. and Hicks, Muse & Co. Partners L.P.
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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

LIN TV Corp.

Date: November 4, 2005

By: /s/William A. Cunningham
Name: William A. Cunningham
Title: Vice President and Controller

LIN Television Corporation

Date: November 4, 2005

By: /s/William A. Cunningham
Name: William A. Cunningham
Title: Vice President and Controller

Exhibit Index

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