Edgar Filing: RANKIN THOMPSON L - Form 4/A

RANKIN T Form 4/A April 04, 20	HOMPSON L									
FORM	ЛЛ								-	PPROVAL
	UNITED	STATES		RITIES . Ishingtor			NGE	E COMMISSIO	N OMB Number:	3235-0287
Check t if no lor subject Section Form 4 Form 5 obligati	nger to 16. or Filed put	STATEMENT OF CHANGES IN BENEFICIAL OSECURITIES Filed pursuant to Section 16(a) of the Securities Exch							Estimated burden hou response	urs per
may con See Inst 1(b).	ntinue. Section 17(Jtility Ho nvestmen	•	-	•	: of 1935 or Sect 1940	ion	
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> RANKIN THOMPSON L			2. Issuer Name and Ticker or Trading Symbol MEDIA GENERAL INC [MEG]					5. Relationship of Reporting Person(s) to Issuer		
								(Ch	e)	
(Last) (First) (Middle) 333 EAST FRANKLIN ST			3. Date of Earliest Transaction (Month/Day/Year) 03/31/2012				XDirector10% Owner Officer (give titleOther (specify below)below)			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year) 04/03/2012				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
RICHMON	ND, VA 23219							Person	More than One R	eporung
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivati	ve Secu	rities A	Acquired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8)	Dispos (Instr. 3	ed (A) o ed of (D 3, 4 and (A) or) 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	Amour	11 (D)	Price			
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	-		-	-		
					info req dist	rmatio	n con o resp	spond to the colle tained in this forr ond unless the fo ntly valid OMB co	m are not orm	SEC 1474 (9-02)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securi
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(Instr.

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	Derivative Security			(D)	visposed of D) instr. 3, 4,						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock (1)	\$ 0 <u>(4)</u>	03/31/2012	А		2,858 (5)		(2)	(2)	Class A Common Stock	2,858 (5)	\$ 5.3

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
RANKIN THOMPSON L 333 EAST FRANKLIN ST RICHMOND, VA 23219	Х			
<u>~</u> .				

Signatures

/s/ Thompson L. Rankin, by Andrew C. Carington, Attorney-in-fact

**Signature of Reporting Person

04/04/2012

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) Reports quarterly allocations under the Company deferred compensation plan for outside directors fees.
- (2) Upon termination of service as a director, the units become payable in accordance with the settlement election of the reporting person.
- (3) Additionally, 1,200 non-derivative Class A common shares are held directly.
- (4) Each unit is the economic equivalent of one share of Class A common stock.
- (5) The number of securities acquired was restated to reflect the correct allocation of outside director fees.

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.