

MEDIA GENERAL INC
Form SC 13D/A
January 19, 2017

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

SCHEDULE 13D/A
Under the Securities Exchange Act of 1934
(Amendment No. 5)

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.
333 E. Franklin Street
Richmond, Virginia 23219
(804) 887-5000

Robert L. Kimball
Vinson & Elkins L.L.P.
2001 Ross Avenue, Suite 3700
Dallas, Texas 75201
(214) 220-7700

January 17, 2017

(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 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.
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).

CUSIP NO. 58441K 100

1 Name of reporting person:

Hicks, Muse, Tate & Furst Equity Fund III, L.P.

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

OO
5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Delaware
Number of 7 Sole voting power
shares
beneficially 0
8 Shared voting power
owned by
each
reporting 9 Sole dispositive power
person
with 0
10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

PN

CUSIP NO. 58441K 100

1 Name of reporting person:

HM3/GP Partners, L.P.

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

N/A

5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Texas
Number of 7 Sole voting power
shares
beneficially 0
8 Shared voting power
owned by
each
reporting 9 Sole dispositive power
person
with 0
10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

PN

3

CUSIP NO. 58441K 100

1 Name of reporting person:

Hicks Muse GP Partners III, L.P.

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

N/A

5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Texas
Number of 7 Sole voting power
shares
beneficially 0
8 Shared voting power
owned by
each
reporting 0
9 Sole dispositive power
person
with 0
10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

PN

CUSIP NO. 58441K 100

1 Name of reporting person:

Hicks Muse Fund III Incorporated

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

N/A

5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Texas
Number of 7 Sole voting power
shares
beneficially 0
8 Shared voting power
owned by
each
reporting 9 Sole dispositive power
person
with 0
10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

CO

5

CUSIP NO. 58441K 100

1 Name of reporting person:

HM3 Coinvestors, L.P.

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

OO
5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Texas
Number of 7 Sole voting power
shares
beneficially 0
8 Shared voting power
owned by
each 0
reporting 9 Sole dispositive power
person
with 0
10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

PN

6

CUSIP NO. 58441K 100

1 Name of reporting person:

Hicks, Muse & Co. Partners, L.P.

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

OO
5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Texas
Number of 7 Sole voting power
shares
beneficially 0
8 Shared voting power
owned by
each
reporting 9 Sole dispositive power
person
with 0
10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

0

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

14 Type of reporting person (see instructions)

PN

7

CUSIP NO. 58441K 100

1 Name of reporting person:

HM Partners Inc.

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

N/A

5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Texas
Number of 7 Sole voting power
shares
beneficially 0
8 Shared voting power
owned by
each
reporting 9 Sole dispositive power
person
with 0
10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

0

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

14 Type of reporting person (see instructions)

CO

8

CUSIP NO. 58441K 100

1 Name of reporting person:

Hicks, Muse, Tate & Furst Equity Fund IV, L.P.

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

OO
5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Delaware
Number of 7 Sole voting power
shares
beneficially 0
8 Shared voting power
owned by
each
reporting 9 Sole dispositive power
person
with 0
10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

PN

9

CUSIP NO. 58441K 100

1 Name of reporting person:

Hicks, Muse, Tate & Furst Private Equity Fund IV, L.P.

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

OO
5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Delaware
Number of 7 Sole voting power
shares
beneficially 0
8 Shared voting power
owned by
each
reporting 9 Sole dispositive power
person
with 0
10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

PN

10

CUSIP NO. 58441K 100

1 Name of reporting person:

HM4 Partners, L.P.

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

N/A

5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Texas
Number of 7 Sole voting power
shares
beneficially 0
8 Shared voting power
owned by
each
reporting 9 Sole dispositive power
person
with 0
10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

PN

11

CUSIP NO. 58441K 100

1 Name of reporting person:

Hicks, Muse GP Partners L.A., L.P.

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

N/A

5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Texas
Number of 7 Sole voting power
shares
beneficially 0
8 Shared voting power
owned by
each
reporting 9 Sole dispositive power
person
with 0
10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

PN

12

CUSIP NO. 58441K 100

1 Name of reporting person:

Hicks, Muse Latin America Fund I Incorporated

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

N/A

5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Texas
Number of 7 Sole voting power
shares
beneficially 0
8 Shared voting power
owned by
each
reporting 9 Sole dispositive power
person
with 0
10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

CO

CUSIP NO. 58441K 100

1 Name of reporting person:

HM4-EQ Coinvestors, L.P.

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

OO
5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Texas
Number of 7 Sole voting power
shares
beneficially 0
8 Shared voting power
owned by
each
reporting 9 Sole dispositive power
person
with 0
10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

PN

CUSIP NO. 58441K 100

1 Name of reporting person:

Hicks, Muse GP Partners IV, L.P.

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

N/A

5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Texas		
Number of	7	Sole voting power
shares		
beneficially	0	
owned by	8	Shared voting power
each		
reporting	0	
person	9	Sole dispositive power
with		
	10	Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

PN

15

CUSIP NO. 58441K 100

1 Name of reporting person:

Hicks, Muse Fund IV, LLC

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

N/A

5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Texas
Number of 7 Sole voting power
shares
beneficially 0
8 Shared voting power
owned by
each
reporting 9 Sole dispositive power
person
with 0
10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

OO

CUSIP NO. 58441K 100

1 Name of reporting person:

HM Capital Partners I LP

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

OO
5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Delaware
Number of 7 Sole voting power
shares
beneficially 0
8 Shared voting power
owned by
each
reporting 9 Sole dispositive power
person
with 0
10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

PN

CUSIP NO. 58441K 100

1 Name of reporting person:

HMCP GP LLC

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

N/A

5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Delaware

Number of 7 Sole voting power

shares

beneficially 0

8 Shared voting power

owned by

each

reporting 9 0

Sole dispositive power

person

with 0

10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

OO

CUSIP NO. 58441K 100

1 Name of reporting person:

Muse Family Enterprises, Ltd.

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

OO
5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Texas
Number of 7 Sole voting power
shares
beneficially 0
8 Shared voting power
owned by
each
reporting 9 Sole dispositive power
person
with 0
10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

PN

CUSIP NO. 58441K 100

1 Name of reporting person:

JRM Interim Investors, L.P.

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

OO
5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Texas
Number of 7 Sole voting power
shares
beneficially 0
8 Shared voting power
owned by
each
reporting 9 Sole dispositive power
person
with 0
10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

PN

20

CUSIP NO. 58441K 100

1 Name of reporting person:

JRM Management Company, LLC

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

N/A

5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

Texas
Number of 7 Sole voting power
shares
beneficially 0
8 Shared voting power
owned by
each
reporting 9 Sole dispositive power
person
with 0
10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

OO

21

CUSIP NO. 58441K 100

1 Name of reporting person:

John R. Muse

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

OO

5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

United States of America

Number of 7 Sole voting power

shares

beneficially 0

8 Shared voting power

owned by

each

reporting 9 Sole dispositive power

person

with 0

10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

IN

CUSIP NO. 58441K 100

1 Name of reporting person:

Andrew S. Rosen

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)
3 SEC use only

4 Source of funds (see instructions):

N/A

5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

United States of America

Number of 7 Sole voting power

shares

beneficially 0

8 Shared voting power

owned by

each

0

reporting 9 Sole dispositive power

person

with 0

10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

0

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

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

0%

14 Type of reporting person (see instructions)

IN

23

This Amendment No. 5 amends and supplements the Schedule 13D filed on December 29, 2014, as amended on January 29, 2016, May 11, 2016, June 17, 2016 and July 13, 2016, as set forth herein. Information reported in the Schedule 13D remains in effect except to the extent that it is amended, restated or superseded by information contained in this Amendment No. 5.

Item 5. Interest in Securities of the Issuer

Item 5 of the Schedule 13D is amended and restated as follows:

(a) Each of the Filing Parties beneficially owns zero shares of Voting Common Stock.

(b) The number of shares of Voting Common Stock to which each Filing Party has:

- (i) Sole power to vote or to direct the vote: 0
- (ii) Shared power to vote or to direct the vote: 0
- (iii) Sole power to dispose or to direct the disposition: 0
- (iv) Shared power to dispose or to direct the disposition: 0

(c) On January 17, 2017, Media General completed the Nexstar Merger in accordance with the Nexstar Merger Agreement. Pursuant to the Nexstar Merger Agreement, Nexstar Merger Sub merged with and into Media General, with Media General surviving as a wholly owned subsidiary of Nexstar.

Upon the Nexstar Merger becoming effective, by virtue of the Nexstar Merger and without any action on the part of the parties to the Nexstar Merger Agreement or any shareholder of Media General, each share of Voting Common Stock, issued and outstanding immediately prior to the effective time of the Nexstar Merger, was automatically converted into the right to receive (i) \$10.55 in cash without interest, (ii) 0.1249 shares of Nexstar Class A Common Stock and (iii) certain contingent value rights. As a result of the completion of the Nexstar Merger, none of the Filing Parties beneficially owns any securities of Media General.

(d) Not applicable.

(e) Each of the Filing Parties ceased to be the beneficial owner of more than five percent of the Voting Common Stock on January 17, 2017.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

HICKS, MUSE, TATE & FURST EQUITY FUND III,
L.P.

By: HM3/GP Partners, L.P.,
its general partner

By: Hicks, Muse GP Partners III, L.P.,
its general partner

By: Hicks Muse Fund III Incorporated,
its general partner

By: /s/ William G. Neisel
William G. Neisel
Treasurer and Chief Compliance Officer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

HM3/GP PARTNERS, L.P.

By: Hicks, Muse GP Partners III, L.P.,
its general partner

By: Hicks Muse Fund III Incorporated,
its general partner

By: /s/ William G. Neisel
William G. Neisel
Treasurer and Chief Compliance Officer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

HICKS MUSE GP PARTNERS III, L.P.

By: Hicks Muse Fund III Incorporated,
its general partner

By: /s/ William G. Neisel
William G. Neisel
Treasurer and Chief Compliance Officer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

HICKS MUSE FUND III INCORPORATED

By: /s/ William G. Neisel
William G. Neisel
Treasurer and Chief Compliance Officer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

HM3 COINVESTORS, L.P.

By: Hicks Muse GP Partners III, L.P.,
its general partner

By: Hicks Muse Fund III Incorporated,
its general partner

By: /s/ William G. Neisel
William G. Neisel
Treasurer and Chief Compliance Officer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

HICKS, MUSE & CO. PARTNERS, L.P.

By: HM Partners Inc.,
its general partner

By: /s/ William G. Neisel
William G. Neisel
Treasurer and Chief Compliance Officer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

HM PARTNERS INC.

By: /s/ William G. Neisel
William G. Neisel
Treasurer and Chief Compliance Officer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

HICKS, MUSE, TATE & FURST EQUITY FUND IV,
L.P.

By: HM4 Partners, L.P.,
its general partner

By: Hicks, Muse GP Partners L.A., L.P.,
its general partner

By: Hicks, Muse Latin America Fund I Incorporated,
its general partner

By: /s/ William G. Neisel
William G. Neisel
Treasurer and Chief Compliance Officer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

HICKS, MUSE, TATE & FURST PRIVATE

EQUITY FUND IV, L.P.

By: HM4 Partners, L.P.,
its general partner

By: Hicks, Muse GP Partners L.A., L.P.,
its general partner

By: Hicks, Muse Latin America Fund I Incorporated,
its general partner

By: /s/ William G. Neisel
William G. Neisel
Treasurer and Chief Compliance Officer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

HM4 PARTNERS, L.P.

By: Hicks, Muse GP Partners L.A., L.P.,
its general partner

By: Hicks, Muse Latin America Fund I Incorporated,
its general partner

By: /s/ William G. Neisel
William G. Neisel
Treasurer and Chief Compliance Officer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

HICKS, MUSE GP PARTNERS L.A., L.P.

By: Hicks, Muse Latin America Fund I Incorporated,
its general partner

By: /s/ William G. Neisel
William G. Neisel
Treasurer and Chief Compliance Officer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

HICKS, MUSE LATIN AMERICA FUND I
INCORPORATED

By: /s/ William G. Neisel
William G. Neisel
Treasurer and Chief Compliance Officer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

HM4-EQ COINVESTORS, L.P.

By: Hicks, Muse GP Partners IV, L.P.,
its general partner

By: Hicks, Muse Fund IV, LLC,
its general partner

By: /s/ William G. Neisel
William G. Neisel
Treasurer and Chief Compliance Officer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

HICKS, MUSE GP PARTNERS IV, L.P.

By: Hicks, Muse Fund IV, LLC,
its general partner

By: /s/ William G. Neisel
William G. Neisel
Treasurer and Chief Compliance Officer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

HICKS, MUSE FUND IV, LLC

By: /s/ William G. Neisel
William G. Neisel
Treasurer and Chief Compliance Officer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

HM CAPITAL PARTNERS I LP

By: HMCP GP LLC,
its general partner

By: /s/ William G. Neisel
William G. Neisel
Treasurer and Chief Compliance Officer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

HMCP GP LLC

By: /s/ William G. Neisel
William G. Neisel
Treasurer and Chief Compliance Officer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

MUSE FAMILY ENTERPRISES, LTD.

By: JRM Management Company, LLC,
its general partner

By: /s/ William G. Neisel
John R. Muse (By William G. Neisel,
Attorney-in-Fact, pursuant to the Power of Attorney,
dated December 23, 2014, filed with the Securities
and Exchange Commission as Exhibit 24 to Form 3
filed by Mr. Muse on December 29, 2014)
President

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

JRM INTERIM INVESTORS, L.P.

By: JRM Management Company, LLC,
its general partner

By: /s/ William G. Neisel
John R. Muse (By William G. Neisel,
Attorney-in-Fact, pursuant to the Power of Attorney,
dated December 23, 2014, filed with the Securities
and Exchange Commission as Exhibit 24 to Form 3
filed by Mr. Muse on December 29, 2014)
President

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 19, 2017

JRM MANAGEMENT COMPANY, LLC

By: /s/ William G. Neisel
John R. Muse (By William G. Neisel,
Attorney-in-Fact, pursuant to the Power of Attorney,
dated December 23, 2014, filed with the Securities
and Exchange Commission as Exhibit 24 to Form 3
filed by Mr. Muse on December 29, 2014)
President

SIGNATURE

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January 19, 2017

/s/ William G. Neisel
John R. Muse (By William G. Neisel,
Attorney-in-Fact, pursuant to the Power of Attorney,
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January 19, 2017

/s/ William G. Neisel
Andrew S. Rosen (By William G. Neisel,
Attorney-in-Fact, pursuant to the Power of Attorney,
dated December 22, 2014, filed with the Securities
and Exchange Commission as Exhibit 2 to Schedule
13D filed by Hicks Muse Fund III Incorporated on
December 29, 2014)