

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:

- | | |
|--|--|
| ☐ Preliminary Proxy Statement | ☐ Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2)) |
| ☐ Definitive Proxy Statement | |
| ☒ Definitive Additional Materials | |
| ☐ 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 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.

**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.

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> | www.proxyvote.com |
| 2) <i>BY TELEPHONE:</i> | 1-800-579-1639 |
| 3) <i>BY E-MAIL*:</i> | sendmaterial@proxyvote.com |

* 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. 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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