

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

TRIBUNE COMPANY, et al.,¹

Debtors.

Chapter 11

Case No. 08-13141 (KJC)

Jointly Administered

**PERIODIC REPORT OF DEBTORS PURSUANT TO
BANKRUPTCY RULE 2015.3**

This is the Bankruptcy Rule 2015.3 report as of June 24, 2012 (the “Periodic Report”) on the value, operations and profitability of certain entities in which one or more Debtors hold: (i) a combined 100% interest

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Tribune Company (0355); 435 Production Company (8865); 5800 Sunset Productions Inc. (5510); Baltimore Newspaper Networks, Inc. (8258); California Community News Corporation (5306); Candle Holdings Corporation (5626); Channel 20, Inc. (7399); Channel 39, Inc. (5256); Channel 40, Inc. (3844); Chicago Avenue Construction Company (8634); Chicago River Production Company (5434); Chicago Tribune Company (3437); Chicago Tribune Newspapers, Inc. (0439); Chicago Tribune Press Service, Inc. (3167); ChicagoLand Microwave Licensee, Inc. (1579); Chicagoland Publishing Company (3237); Chicagoland Television News, Inc. (1352); Courant Specialty Products, Inc. (9221); Direct Mail Associates, Inc. (6121); Distribution Systems of America, Inc. (3811); Eagle New Media Investments, LLC (6661); Eagle Publishing Investments, LLC (6327); forsalebyowner.com corp. (0219); ForSaleByOwner.com Referral Services, LLC (9205); Fortify Holdings Corporation (5628); Forum Publishing Group, Inc. (2940); Gold Coast Publications, Inc. (5505); GreenCo, Inc. (7416); Heart & Crown Advertising, Inc. (9808); Homeowners Realty, Inc. (1507); Homestead Publishing Co. (4903); Hoy, LLC (8033); Hoy Publications, LLC (2352); InsertCo, Inc. (2663); Internet Foreclosure Service, Inc. (6550); JuliusAir Company, LLC (9479); JuliusAir Company II, LLC; KIAH Inc. (4014); KPLR, Inc. (7943); KSWB Inc. (7035); KTLA Inc. (3404); KWGN Inc. (5347); Los Angeles Times Communications LLC (1324); Los Angeles Times International, Ltd. (6079); Los Angeles Times Newspapers, Inc. (0416); Magic T Music Publishing Company (6522); NBBF, LLC (0893); Neocomm, Inc. (7208); New Mass. Media, Inc. (9553); Newscom Services, Inc. (4817); Newspaper Readers Agency, Inc. (7335); North Michigan Production Company (5466); North Orange Avenue Properties, Inc. (4056); Oak Brook Productions, Inc. (2598); Orlando Sentinel Communications Company (3775); Patuxent Publishing Company (4223); Sentinel Communications News Ventures, Inc. (2027); Shepard’s Inc. (7931); Signs of Distinction, Inc. (3603); Southern Connecticut Newspapers, Inc. (1455); Star Community Publishing Group, LLC (5612); Stemweb, Inc. (4276); Sun-Sentinel Company (2684); The Baltimore Sun Company (6880); The Daily Press, Inc. (9368); The Hartford Courant Company (3490); The Morning Call, Inc. (7560); The Other Company LLC (5337); Times Mirror Land and Timber Company (7088); Times Mirror Payroll Processing Company, Inc. (4227); Times Mirror Services Company, Inc. (1326); TMLH 2, Inc. (0720); TMLS I, Inc. (0719); TMS Entertainment Guides, Inc. (6325); Tower Distribution Company (9066); Towering T Music Publishing Company (2470); Tribune Broadcast Holdings, Inc. (4438); Tribune Broadcasting Company (2569); Tribune Broadcasting Holdco, LLC (2534); Tribune Broadcasting News Network, Inc., n/k/a Tribune Washington Bureau Inc. (1088); Tribune California Properties, Inc. (1629); Tribune CNLBC, LLC, f/k/a Chicago National League Ball Club, LLC (0347); Tribune Direct Marketing, Inc. (1479); Tribune Entertainment Company (6232); Tribune Entertainment Production Company (5393); Tribune Finance, LLC (2537); Tribune Finance Service Center, Inc. (7844); Tribune License, Inc. (1035); Tribune Los Angeles, Inc. (4522); Tribune Manhattan Newspaper Holdings, Inc. (7279); Tribune Media Net, Inc. (7847); Tribune Media Services, Inc. (1080); Tribune Network Holdings Company (9936); Tribune New York Newspaper Holdings, LLC (7278); Tribune NM, Inc. (9939); Tribune Publishing Company (9720); Tribune Television Company (1634); Tribune Television Holdings, Inc. (1630); Tribune Television New Orleans, Inc. (4055); Tribune Television Northwest, Inc. (2975); ValuMail, Inc. (9512); Virginia Community Shoppers, LLC (4025); Virginia Gazette Companies, LLC (9587); WATL, LLC (7384); WCCT, Inc., f/k/a WTX Inc. (1268); WCWN LLC (5982); WDCW Broadcasting, Inc. (8300); WGN Continental Broadcasting Company (9530); WLVI Inc. (8074); and WPIX, Inc. (0191). The Debtors’ corporate headquarters and the mailing address for each Debtor is 435 North Michigan Avenue, Chicago, Illinois 60611.

of certain non-debtor entities (the “Non-Debtor Entities”), and (ii) between a 20% and 50% interest of certain non-debtor entities (the “Non Majority Interest Entities”). The estates of Tribune Company, Tribune Broadcasting Company, Sun-Sentinel Company, TMS Entertainment Guides, Inc., Tribune Media Services, Inc., Los Angeles Times Communications LLC, Chicago Tribune Company, Eagle New Media Investments, LLC, and Tribune Media Net, Inc., hold or held equity interests in the following entities:

Name of Entity	Interest of the Estate	Income Statement, Balance Sheet, Cash Flow, and Equity Roll Forward Attached
Fairfax Media, Incorporated	72.4%	See Note 1.
Multimedia Insurance Company	100.0%	✓
Riverwalk Center I JV	100.0%	✓
Tribune (FN) Cable Ventures, Inc.	100.0%	✓
Tribune Interactive, Inc.	100.0%	✓
Tribune National Marketing Company	100.0%	✓
Tribune ND, Inc.	100.0%	✓
Tribune Receivables, LLC	100.0%	✓
TMS Entertainment Guides Canada Corp	100.0%	✓
Tribune Hong Kong Ltd.	100.0%	✓
Tribune Media Services B.V.	100.0%	✓
Professional Education Publishers International (Africa) Pty Ltd.	100.0%	See Note 1.
Tribune Employee Lease Company LLC	100.0%	See Note 1.
Publishers Forest Products Co. of Washington	100.0%	See Note 2.
Blue Lynx Media, LLC	100.0%	✓
CastTV, Inc.	100.0%	✓
CIPS Marketing Group, Inc.	50.0%	✓
Legacy.com, Inc.	48.3%	See Note 3.
McClatchy/Tribune News Service	50.0%	✓
Metromix LLC	48.9%	See Note 4.
quadrantONE LLC	25.0%	✓
TKG Internet Holdings II LLC	42.5%	✓

1. Inactive company with no operations and no financial results.
2. The chapter 11 petition of Publishers Forest Products Co. of Washington (“Publishers Forest Products”) was dismissed by an order of the bankruptcy court on May 24, 2012. Publishers Forest Products is an inactive company with no operations or financial results from December 8, 2008 (“Petition Date”) through June 24, 2012.
3. Tribune Company sold its interest in Legacy.com, Inc. (“Legacy”) on April 2, 2012. The results of operations for Legacy through April 2, 2012 are included in the condensed financial statements provided herein for the Non Majority Interest Entities.
4. Tribune Company, Chicago Tribune Company, and Tribune Interactive, Inc. sold their membership interests in Metromix LLC (“Metromix”) on May 11, 2012. The results of operations for Metromix through May 11, 2012 are included in the condensed financial statements provided herein for the Non Majority Interest Entities.

This Periodic Report contains separate reports on the operations and profitability of each Non-Debtor Entity and a combined and condensed financial report of the operations and profitability of the Non Majority Interest Entities. In accordance with generally accepted accounting principles ("GAAP"), the Debtors report their pro rata share of the Non Majority Interest Entities' net income or loss in their financial statements as "income/(loss) on equity investments". This is consistent in both the Debtors' prepetition publicly-filed financial statements and in their post-petition monthly operating reports. To the extent any of these entities determine that it is appropriate to dividend any excess cash to their investors, that cash would be remitted to the Debtor or Debtors in accordance with their respective ownership interest.

This Periodic Report does not include Tribune DB, LLC (f/k/a "Chicago Cubs Dominican Baseball Operations, LLC"), Tribune CNLBC, LLC¹ (f/k/a "Chicago National League Ball Club, LLC"), Tribune DQ, LLC (f/k/a "Diana-Quentin, LLC"), Tribune Sports Network Holdings, LLC, and Tribune WFPT, LLC (f/k/a "Wrigley Field Premium Ticket Services, LLC"), collectively, the "Cubs Entities"².

The undersigned, having reviewed the above listing of entities in which the estates of Tribune Company, Tribune Broadcasting Company, Sun-Sentinel Company, TMS Entertainment Guides, Inc., Tribune Media Services, Inc., Los Angeles Times Communications LLC, Chicago Tribune Company, Eagle New Media Investments, LLC, and Tribune Media Net, Inc. directly hold between a 20% and 100% interest, and being familiar with the Debtors' financial affairs, verifies under the penalty of perjury that the listing is complete, accurate and truthful to the best of his/her knowledge.

Date: July 26, 2012



Chandler Bigelow III
Executive Vice President & Chief Financial Officer

¹ Tribune CNLBC, LLC (formerly Chicago National League Ball Club, LLC) filed a voluntary petition for relief under chapter 11 of the United States Bankruptcy Code on Oct. 12, 2009. This petition is being jointly administered under the caption "In re: Tribune Company, et al." Case No. 08-13141 starting on that date. Post petition financial statements for Tribune CNLBC, LLC are included in the Debtors' Monthly Operating Reports.

² The presentation of the Non Majority Interest Entities on a combined basis and the exclusion of the Cubs Entities are pursuant to a court order dated September 2, 2009.

General Notes

Condensed Statements – The condensed financial statements and supplemental information contained herein are unaudited, preliminary, and may not comply with generally accepted accounting principles in the United States of America (“U.S. GAAP”) in all material respects. Information for the Non-Debtor Entities is presented on the same basis as it is aggregated into the consolidated results of Tribune Company; however, such presentation may not be appropriate for each Non-Debtor Entity on a stand-alone basis.

The Debtors are providing individual balance sheets, income and cash flow statements, and statements of shareholders’ equity for each of the Non-Debtor Entities that are directly or indirectly wholly owned by the Debtors. The Debtors are also providing balance sheets, income statements, cash flow statements and statements of shareholders’ equity on a combined and condensed basis for the Non Majority Interest Entities.

The unaudited condensed financial statements and the unaudited combined and condensed financial statements presented in this report have been derived from the books and records of the Non-Debtor Entities and Non Majority Interest Entities, respectively. This information, however, has not been subject to procedures that would typically be applied to financial information presented in accordance with U.S. GAAP, and upon the application of such procedures, the Debtors and the Non-Debtor Entities believe that the financial information could be subject to changes, and these changes could be material. The information furnished in this report includes primarily normal recurring adjustments, but does not include all of the adjustments that would typically be made in accordance with U.S. GAAP.

The results of operations contained herein are not necessarily indicative of results which may be expected from any other period or for the full year and may not necessarily reflect the results of operations, financial position, and cash flows of the Non-Debtor Entities and/or the Non Majority Interest Entities in the future.

Intercompany Transactions – Receivables and payables between or among the Debtors and/or the Non-Debtor Entities and/or the Non Majority Interest Entities have not been eliminated. No conclusion as to the legal obligation related to these intercompany transactions is made by the presentation herein.

Valuation – The valuation information provided herein is based on the net book value (book value of assets less book value of liabilities) of the Non-Debtor Entities and the Non Majority Interest Entities. The Debtors do not maintain fair market value or other basis of valuation for these entities in the ordinary course of business.¹

¹ The Supplemental Disclosure Document, approved by the Court on April 17, 2012, contains a valuation analysis based upon customary valuation methodologies and taking into account the value to the estates of all of these entities.

Exhibit A
Valuation Estimates for Non-Debtor Entities &
Non Majority Interest Entities
(Dollars in Thousands)

Non-Debtor Entity	Interest of the Estate	Net Book Value ¹
Multimedia Insurance Company	100%	(\$230)
Riverwalk Center I JV	100%	\$10,805
Tribune (FN) Cable Ventures, Inc.	100%	\$606,501
Tribune Interactive, Inc.	100%	\$99,817
Tribune National Marketing Company	100%	\$68,316
Tribune ND, Inc.	100%	\$536,878
Tribune Receivables, LLC	100%	\$304,776
TMS Entertainment Guides Canada Corp	100%	\$5,057
Tribune Hong Kong Ltd.	100%	\$84
Tribune Media Services B.V.	100%	(\$7,059)
Blue Lynx Media, LLC	100%	\$7,353
CastTV, Inc.	100%	\$7,283
Non Majority Interest Entities	Interest of the Estate ²	Net Book Value ³
Combined Basis	n/a	\$9,568

Notes:

1. The basis for the valuation of each legal entity is the net book value calculated as total assets less total liabilities as of June 24, 2012.
2. See chart on page 2 for a listing of each of the Non Majority Interest Entities, and the Debtors' interest therein.
3. The basis for the valuation of the Non Majority Interest Entities is the net book value calculated as total assets less total liabilities as of June 30, 2012.

Exhibit B-1A
Balance Sheets for Non-Debtor Entities
As of December 25, 2011 & June 24, 2012 ¹
Unaudited
(Dollars in Thousands)

	Multimedia Insurance Company		Riverwalk Center I JV		Tribune (FN) Cable Ventures, Inc.	
	<u>Dec. 25, 2011</u>	<u>June 24, 2012</u>	<u>Dec. 25, 2011</u>	<u>June 24, 2012</u>	<u>Dec. 25, 2011</u>	<u>June 24, 2012</u>
Assets						
Current Assets						
Cash and cash equivalents	\$ 3,147	\$ 3,131	\$ -	\$ -	\$ 194,859	\$ 275,088
Accounts receivable, net	-	-	-	-	-	-
Prepaid expenses and other	-	-	-	-	96	96
Total current assets	3,147	3,131	-	-	194,955	275,184
Property, plant and equipment, net	-	-	611	611	-	-
Other Assets						
Goodwill and other intangible assets, net	-	-	-	-	-	-
Investments in subsidiaries	-	-	-	-	-	-
Other investments	-	-	-	-	298,696	298,524
Intercompany receivables / (payables), net	(2,385)	(2,228)	10,294	10,194	72,610	71,342
Other	-	-	-	-	-	-
Total Assets	\$ 762	\$ 903	\$ 10,905	\$ 10,805	\$ 566,261	\$ 645,050
Liabilities and Shareholders' Equity						
Current Liabilities						
Accounts payable, accrued expenses, and other	\$ 750	\$ 773	\$ 97	\$ -	\$ 32,815	\$ 38,118
Total current liabilities	750	773	97	-	32,815	38,118
Other obligations	360	360	-	-	432	431
Total Liabilities	1,110	1,133	97	-	33,247	38,549
Shareholders' Equity	(348)	(230)	10,808	10,805	533,014	606,501
Total Liabilities and Shareholders' Equity	\$ 762	\$ 903	\$ 10,905	\$ 10,805	\$ 566,261	\$ 645,050

Notes:

- The information contained herein is provided to fulfill the requirements of Bankruptcy Rule 2015.3. All information contained herein is unaudited and subject to future adjustment.

Exhibit B-1A (Cont)
Balance Sheets for Non-Debtor Entities
As of December 25, 2011 & June 24, 2012 ¹
Unaudited
(Dollars in Thousands)

	Tribune Interactive, Inc.		Tribune National Marketing Company ²		Tribune ND, Inc.	
	<u>Dec. 25, 2011</u>	<u>June 24, 2012</u>	<u>Dec. 25, 2011</u>	<u>June 24, 2012</u>	<u>Dec. 25, 2011</u>	<u>June 24, 2012</u>
Assets						
Current Assets						
Cash and cash equivalents	\$ 9,815	\$ 10,339	\$ -	\$ 38,669	\$ -	\$ -
Accounts receivable, net	11,276	10,840	-	-	107	101
Prepaid expenses and other	1,038	1,234	38,668	-	-	123
Total current assets	22,129	22,413	38,668	38,669	107	224
Property, plant and equipment, net	2,928	2,424	-	-	66,109	65,107
Other Assets						
Goodwill and other intangible assets, net	-	282	-	-	-	-
Investments in subsidiaries	-	-	-	-	589,664	589,664
Other investments	-	-	232,166	253,038	5,050	5,050
Intercompany receivables / (payables), net	70,697	85,828	(222,271)	(223,170)	(115,005)	(116,355)
Other	-	-	-	-	-	-
Total Assets	\$ 95,754	\$ 110,947	\$ 48,563	\$ 68,537	\$ 545,925	\$ 543,690
Liabilities and Shareholders' Equity						
Current Liabilities						
Accounts payable, accrued expenses, and other	\$ 11,564	\$ 10,102	\$ -	\$ -	\$ 5,145	\$ 2,727
Total current liabilities	11,564	10,102	-	-	5,145	2,727
Other obligations	(51)	1,028	234	221	2,366	4,085
Total Liabilities	11,513	11,130	234	221	7,511	6,812
Shareholders' Equity	84,241	99,817	48,329	68,316	538,414	536,878
Total Liabilities and Shareholders' Equity	\$ 95,754	\$ 110,947	\$ 48,563	\$ 68,537	\$ 545,925	\$ 543,690

Notes:

- The information contained herein is provided to fulfill the requirements of Bankruptcy Rule 2015.3. All information contained herein is unaudited and subject to future adjustment.
- Prepaid expenses and other at December 25, 2011 represents dividends attributable to Tribune National Marketing Company's investments in Classified Ventures, LLC and CareerBuilder, LLC. Payments of these dividends were received in February 2012 and are included in cash and cash equivalents at June 24, 2012.

Exhibit B-1A (Cont)
Balance Sheets for Non-Debtor Entities
As of December 25, 2011 & June 24, 2012 ¹
Unaudited
(Dollars in Thousands)

	Tribune Receivables, LLC		TMS Entertainment Guides Canada Corp		Tribune Hong Kong Ltd.	
	<u>Dec. 25, 2011</u>	<u>June 24, 2012</u>	<u>Dec. 25, 2011</u>	<u>June 24, 2012</u>	<u>Dec. 25, 2011</u>	<u>June 24, 2012</u>
Assets						
Current Assets						
Cash and cash equivalents	\$ -	\$ -	\$ 1,470	\$ 1,697	\$ 11	\$ 1
Accounts receivable, net	-	-	80	74	-	-
Prepaid expenses and other	-	-	4	2	5	10
Total current assets	-	-	1,554	1,773	16	11
Property, plant and equipment, net	-	-	-	-	-	-
Other Assets						
Goodwill and other intangible assets, net	-	-	672	633	-	-
Investments in subsidiaries	-	-	-	-	-	-
Other investments	-	-	-	-	-	-
Intercompany receivables / (payables), net	293,029	304,776	2,686	2,699	87	79
Other	-	-	-	-	-	-
Total Assets	\$ 293,029	\$ 304,776	\$ 4,912	\$ 5,105	\$ 103	\$ 90
Liabilities and Shareholders' Equity						
Current Liabilities						
Accounts payable, accrued expenses, and other	\$ -	\$ -	\$ 30	\$ 48	\$ 20	\$ 6
Total current liabilities	-	-	30	48	20	6
Other obligations	-	-	-	-	-	-
Total Liabilities	-	-	30	48	20	6
Shareholders' Equity	293,029	304,776	4,882	5,057	83	84
Total Liabilities and Shareholders' Equity	\$ 293,029	\$ 304,776	\$ 4,912	\$ 5,105	\$ 103	\$ 90

Notes:

- The information contained herein is provided to fulfill the requirements of Bankruptcy Rule 2015.3. All information contained herein is unaudited and subject to future adjustment.

Exhibit B-1A (Cont)
Balance Sheets for Non-Debtor Entities
As of December 25, 2011 & June 24, 2012 ¹
Unaudited
(Dollars in Thousands)

	Tribune Media Services B.V.		Blue Lynx Media, LLC		CastTV, Inc.	
	<u>Dec. 25, 2011</u>	<u>June 24, 2012</u>	<u>Dec. 25, 2011</u>	<u>June 24, 2012</u>	<u>Dec. 25, 2011</u>	<u>June 24, 2012</u>
Assets						
Current Assets						
Cash and cash equivalents	\$ 991	\$ 774	\$ -	\$ -	\$ 7	\$ -
Accounts receivable, net	211	335	1	56	29	27
Prepaid expenses and other	1,957	2,066	16	1,185	24	8
Total current assets	3,159	3,175	17	1,241	60	35
Property, plant and equipment, net	17	19	939	865	235	236
Other Assets						
Goodwill and other intangible assets, net	-	-	-	-	11,416	10,901
Investments in subsidiaries	-	-	-	-	-	-
Other investments	-	-	-	-	-	-
Intercompany receivables / (payables), net	(9,710)	(10,250)	2,464	(923)	(1,024)	(1,610)
Other	-	-	-	-	72	69
Total Assets	\$ (6,534)	\$ (7,056)	\$ 3,420	\$ 1,183	\$ 10,759	\$ 9,631
Liabilities and Shareholders' Equity						
Current Liabilities						
Accounts payable, accrued expenses, and other	\$ -	\$ -	\$ 1,277	\$ 998	\$ 282	\$ 259
Total current liabilities	-	-	1,277	998	282	259
Other obligations	5	3	1,096	(7,168)	2,103	2,089
Total Liabilities	5	3	2,373	(6,170)	2,385	2,348
Shareholders' Equity	(6,539)	(7,059)	1,047	7,353	8,374	7,283
Total Liabilities and Shareholders' Equity	\$ (6,534)	\$ (7,056)	\$ 3,420	\$ 1,183	\$ 10,759	\$ 9,631

Notes:

- The information contained herein is provided to fulfill the requirements of Bankruptcy Rule 2015.3. All information contained herein is unaudited and subject to future adjustment.

Exhibit B-1B
Combined Condensed Balance Sheets for Non Majority Interest Entities
As of December 25, 2011 & June 24, 2012 ¹
Unaudited
(Dollars in Thousands)

	Combined Non Majority Interest Entities	
	Dec. 31, 2011	June 30, 2012
<u>Assets</u>		
Current Assets		
Cash and cash equivalents	\$ 8,513	\$ 5,699
Accounts receivable, net	18,841	13,797
Inventories	88	78
Prepaid expenses and other	783	745
Total current assets	28,225	20,319
Property, plant and equipment, net	1,698	1,582
Other Assets		
Intangible assets, net	157	-
Other investments	235	10
Receivables from related parties	2,954	2,969
Other	2,324	879
Total Assets	\$ 35,593	\$ 25,759
<u>Liabilities and Shareholders' Equity</u>		
Current Liabilities		
Accounts payable, accrued expenses, and other	\$ 18,132	\$ 15,284
Total current liabilities	18,132	15,284
Other obligations	14,699	907
Total Liabilities	32,831	16,191
Shareholders' Equity	2,762	9,568
Total Liabilities and Shareholders' Equity	\$ 35,593	\$ 25,759

Notes:

- The information contained herein is provided to fulfill the requirements of Bankruptcy Rule 2015.3. All information contained herein is unaudited and subject to future adjustment. Prior period balances have been adjusted to reflect updated financial information provided by the Non Majority Interest Entities.

Exhibit B-2A
Statements of Operations for Non-Debtor Entities
Six Month Period Ending June 24, 2012 ¹
Unaudited
(Dollars in Thousands)

	Multimedia Insurance Company Dec. 26, 2011 through June 24, 2012	Riverwalk Center I JV Dec. 26, 2011 through June 24, 2012	Tribune (FN) Cable Ventures, Inc. Dec. 26, 2011 through June 24, 2012	Tribune Interactive, Inc. Dec. 26, 2011 through June 24, 2012
Total Revenue	\$ -	\$ -	\$ -	\$ 46,483
Operating Expenses				
Cost of sales	-	-	-	11,846
Selling, general and administrative	41	-	100	20,993
Depreciation	-	-	-	594
Amortization of intangible assets	-	-	-	38
Total operating expenses	41	-	100	33,471
Operating Income (Loss)	(41)	-	(100)	13,012
Net income on equity investments	-	-	80,192	-
Interest income (expense), net ²	159	(3)	(1,279)	3,643
Management fee income / (expense)	-	-	-	(1,079)
Non-operating income (loss), net ³	-	-	(5,303)	-
Income (Loss) Before Income Taxes	118	(3)	73,510	15,576
Income Taxes	-	-	-	-
Net Income (Loss)	\$ 118	\$ (3)	\$ 73,510	\$ 15,576

Notes:

- The information contained herein is provided to fulfill the requirements of Bankruptcy Rule 2015.3. All information contained herein is unaudited and subject to future adjustment.
- Interest income (expense), net primarily represents interest on intercompany balances with Debtor and other Non-Debtor entities.
- Non-operating loss at Tribune (FN) Cable Ventures, Inc. includes fees paid to legal counsel and financial advisors for (i) the agent of the senior lenders under the Credit Agreement dated May 17, 2007 and (ii) the Senior Lender Settlement Committee. Beginning September 1, 2010, Tribune (FN) Cable Ventures, Inc. ceased making payments to legal counsel and financial advisors of the agent of the senior lenders and the Senior Lender Settlement Committee but continues to accrue for such fees pending resolution of a motion currently before the Bankruptcy Court.

Exhibit B-2A (Cont)
Statements of Operations for Non-Debtor Entities
Six Month Period Ending June 24, 2012 ¹
Unaudited
(Dollars in Thousands)

	Tribune National Marketing Company	Tribune ND, Inc.	Tribune Receivables, LLC	TMS Entertainment Guides Canada Corp
	Dec. 26, 2011 through June 24, 2012	Dec. 26, 2011 through June 24, 2012	Dec. 26, 2011 through June 24, 2012	Dec. 26, 2011 through June 24, 2012
Total Revenue	\$ -	\$ 2,241	\$ -	\$ 305
Operating Expenses				
Cost of sales	-	-	-	71
Selling, general and administrative	1	2,808	9	-
Depreciation	-	1,002	-	-
Amortization of intangible assets	-	-	-	50
Total operating expenses	1	3,810	9	121
Operating Income (Loss)	(1)	(1,569)	(9)	184
Net income on equity investments	21,085	-	-	-
Interest income (expense), net ²	19	33	11,756	-
Management fee income / (expense)	-	-	-	(3)
Non-operating loss, net	-	-	-	-
Income (Loss) Before Income Taxes	21,103	(1,536)	11,747	181
Income Taxes	-	-	-	(65)
Net Income (Loss)	\$ 21,103	\$ (1,536)	\$ 11,747	\$ 116

Notes:

1. The information contained herein is provided to fulfill the requirements of Bankruptcy Rule 2015.3. All information contained herein is unaudited and subject to future adjustment.
2. Interest income (expense), net primarily represents interest on intercompany balances with Debtors and other Non-Debtor Entities.

Exhibit B-2A (Cont)
Statements of Operations for Non-Debtor Entities
Six Month Period Ending June 24, 2012 ¹
Unaudited
(Dollars in Thousands)

	Tribune Hong Kong Ltd.	Tribune Media Services B.V.	Blue Lynx Media, LLC	CastTV, Inc.
	Dec. 26, 2011 through June 24, 2012	Dec. 26, 2011 through June 24, 2012	Dec. 26, 2011 through June 24, 2012	Dec. 26, 2011 through June 24, 2012
Total Revenue	\$ 61	\$ 746	\$ -	\$ 563
Operating Expenses				
Cost of sales	61	709	-	989
Selling, general and administrative	-	441	1,855	68
Depreciation	-	3	84	31
Amortization of intangible assets	-	0	-	516
Total operating expenses	61	1,153	1,939	1,604
Operating Income (Loss)	-	(407)	(1,939)	(1,041)
Net income on equity investments	-	-	-	-
Interest income (expense), net ²	1	(160)	14	(50)
Management fee income / (expense)	-	-	8,231	-
Non-operating loss, net	-	-	-	-
Income (Loss) Before Income Taxes	1	(567)	6,306	(1,091)
Income Taxes	-	164	-	-
Net Income (Loss)	\$ 1	\$ (403)	\$ 6,306	\$ (1,091)

Notes:

1. The information contained herein is provided to fulfill the requirements of Bankruptcy Rule 2015.3. All information contained herein is unaudited and subject to future adjustment.
2. Interest income (expense), net primarily represents interest on intercompany balances with Debtors and other Non-Debtor Entities.

Exhibit B-2B
Combined Condensed Statement of Operations for Non Majority Interest Entities
Six Month Period Ending June 30, 2012 ¹
Unaudited
(Dollars in Thousands)

	Combined Non Majority Interest Entities
	Jan. 1, 2012 through June 30, 2012
Total Revenue	\$ 27,692
Operating Expenses	
Cost of sales	8,841
Selling, general and administrative	18,944
Depreciation and amortization	292
Total operating expenses	28,077
Operating Loss	(385)
Interest expense, net	(6)
Non-operating income, net ²	12,404
Income Before Income Taxes	12,013
Income Taxes	(351)
Net Income	\$ 11,662

Notes:

1. The information contained herein is provided to fulfill the requirements of Bankruptcy Rule 2015.3. All information contained herein is unaudited and subject to future adjustment.
2. Non-operating income, net includes a \$13.8 million gain on debt forgiveness from a related party.

Exhibit B-3A
Statements of Cash Flows for Non-Debtor Entities
Six Month Period Ending June 24, 2012 ¹
Unaudited
(Dollars in Thousands)

	Multimedia Insurance Company	Riverwalk Center I JV	Tribune (FN) Cable Ventures, Inc.	Tribune Interactive, Inc.
	Dec. 26, 2011 through June 24, 2012	Dec. 26, 2011 through June 24, 2012	Dec. 26, 2011 through June 24, 2012	Dec. 26, 2011 through June 24, 2012
Beginning Cash	\$ 3,147	\$ -	\$ 194,859	\$ 9,815
Net Income (Loss)	118	(3)	73,510	15,576
Operating Activities				
Depreciation and amortization	-	-	-	632
Net income on equity investments	-	-	(80,192)	-
Distributions from equity investments	-	-	80,340	-
Decrease / (increase) in accounts receivables	-	-	-	436
Increase / (decrease) in current liabilities	23	(97)	5,303	(1,462)
Increase / (decrease) in other obligations	-	-	-	1,079
Gain / (loss) on foreign exchange	-	-	-	-
Decrease / (increase) in other current assets	-	-	-	(196)
	<u>23</u>	<u>(97)</u>	<u>5,451</u>	<u>489</u>
Net Cash Flow from Operating Activities	141	(100)	78,961	16,065
Investing Activities				
Capital expenditures	-	-	-	(16)
Other	-	-	-	(320)
Investments	-	-	-	-
Net Cash Flow from Investing Activities	-	-	-	(336)
Financing Activities				
Decrease / (increase) in intercompany receivables	(157)	100	1,268	(15,205)
Net Cash Flow from Financing Activities	(157)	100	1,268	(15,205)
Net Cash Flow	<u>(16)</u>	<u>-</u>	<u>80,229</u>	<u>524</u>
Ending Cash	<u>\$ 3,131</u>	<u>\$ -</u>	<u>\$ 275,088</u>	<u>\$ 10,339</u>

Notes:

- The information contained herein is provided to fulfill the requirements of Bankruptcy Rule 2015.3. All information contained herein is unaudited and subject to future adjustment.

Exhibit B-3A (Cont)
Statements of Cash Flows for Non-Debtor Entities
Six Month Period Ending June 24, 2012 ¹
Unaudited
(Dollars in Thousands)

	Tribune National Marketing Company	Tribune ND, Inc.	Tribune Receivables, LLC	TMS Entertainment Guides Canada Corp
	Dec. 26, 2011 through June 24, 2012	Dec. 26, 2011 through June 24, 2012	Dec. 26, 2011 through June 24, 2012	Dec. 26, 2011 through June 24, 2012
Beginning Cash	\$ -	\$ -	\$ -	\$ 1,470
Net Income (Loss)	21,103	(1,536)	11,747	116
Operating Activities				
Depreciation and amortization	-	1,002	-	50
Net income on equity investments	(21,085)	-	-	-
Distributions from equity investments	38,669	-	-	-
Decrease / (increase) in accounts receivables	-	6	-	6
Increase / (decrease) in current liabilities	-	(2,418)	-	18
Increase / (decrease) in other obligations	-	1,719	-	-
Gain / (loss) on foreign exchange	-	-	-	59
Decrease / (increase) in other current assets	(1)	(123)	-	2
	<u>17,583</u>	<u>186</u>	<u>-</u>	<u>135</u>
Net Cash Flow from Operating Activities	38,686	(1,350)	11,747	251
Investing Activities				
Capital expenditures	-	-	-	-
Other	-	-	-	-
Investments	(916)	-	-	-
Net Cash Flow from Investing Activities	(916)	-	-	-
Financing Activities				
Decrease / (increase) in intercompany receivables	899	1,350	(11,747)	(24)
Net Cash Flow from Financing Activities	899	1,350	(11,747)	(24)
Net Cash Flow	<u>38,669</u>	<u>-</u>	<u>-</u>	<u>227</u>
Ending Cash	<u>\$ 38,669</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 1,697</u>

Notes:

- The information contained herein is provided to fulfill the requirements of Bankruptcy Rule 2015.3. All information contained herein is unaudited and subject to future adjustment.

Exhibit B-3A (Cont)
Statements of Cash Flows for Non-Debtor Entities
Six Month Period Ending June 24, 2012 ¹
Unaudited
(Dollars in Thousands)

	Tribune Hong Kong Ltd.	Tribune Media Services B.V.	Blue Lynx Media, LLC	CastTV, Inc.
	Dec. 26, 2011 through June 24, 2012	Dec. 26, 2011 through June 24, 2012	Dec. 26, 2011 through June 24, 2012	Dec. 26, 2011 through June 24, 2012
Beginning Cash	\$ 11	\$ 991	\$ -	\$ 7
Net Income (Loss)	1	(403)	6,306	(1,091)
Operating Activities				
Depreciation and amortization	-	3	84	547
Net income on equity investments	-	-	-	-
Distributions from equity investments	-	-	-	-
Decrease / (increase) in accounts receivables	-	(124)	(55)	2
Increase / (decrease) in current liabilities	(14)	-	(279)	(23)
Increase / (decrease) in other obligations	-	(2)	(8,264)	(14)
Gain / (loss) on foreign exchange	-	(117)	-	-
Decrease / (increase) in other current assets	(5)	(109)	(1,169)	19
	(19)	(349)	(9,683)	531
Net Cash Flow from Operating Activities	(18)	(752)	(3,377)	(560)
Investing Activities				
Capital expenditures	-	(4)	(10)	(33)
Other	-	-	-	-
Investments	-	-	-	-
Net Cash Flow from Investing Activities	-	(4)	(10)	(33)
Financing Activities				
Decrease / (increase) in intercompany receivables	8	539	3,387	586
Net Cash Flow from Financing Activities	8	539	3,387	586
Net Cash Flow	(10)	(217)	-	(7)
Ending Cash	\$ 1	\$ 774	\$ -	\$ -

Notes:

- The information contained herein is provided to fulfill the requirements of Bankruptcy Rule 2015.3. All information contained herein is unaudited and subject to future adjustment.

Exhibit B-3B
Combined Condensed Statements of Cash Flows for Non Majority Interest Entities
Six Month Period Ending June 30, 2012 ¹
Unaudited
(Dollars in Thousands)

	Combined Non Majority Interest Entities <hr/> Jan. 1, 2012 through June 30, 2012 <hr/>
Beginning Cash	\$ 8,513
Net Income	11,662
Operating Activities	
Depreciation and amortization	292
Decrease / (increase) in accounts receivables	5,044
Increase / (decrease) in current liabilities	(2,848)
Increase / (decrease) in other obligations	(242)
Decrease / (increase) in inventories	10
Decrease / (increase) in prepaids and other assets	1,625
	<hr/> 3,881
Net Cash Flow from Operating Activities	15,543
Investing Activities	
Fixed asset disposals / (purchases)	(176)
Net Cash Flow from Investing Activities	49
Financing Activities	
Forgiveness of indebtedness from related party	(13,800)
Borrowings from related party	250
Equity transactions	(4,856)
Net Cash Flow from Financing Activities	(18,406)
Net Cash Flow	<hr/> (2,814)
Ending Cash	<hr/> \$ 5,699

Notes:

1. The information contained herein is provided to fulfill the requirements of Bankruptcy Rule 2015.3. All information contained herein is unaudited and subject to future adjustment. Prior period balances have been adjusted to reflect updated financial information provided by the Non Majority Interest Entities.

Exhibit B-4A
Statements of Changes in Shareholders' Equity for Non-Debtor Entities
Six Month Period Ending June 24, 2012 ¹
Unaudited
(Dollars in Thousands)

	Multimedia Insurance Company	Riverwalk Center I JV	Tribune (FN) Cable Ventures, Inc.	Tribune Interactive, Inc.
Shareholders' Equity at Dec. 25, 2011	\$ (348)	\$ 10,808	\$ 533,014	\$ 84,241
Net Income (Loss)	118	(3)	73,510	15,576
Other comprehensive loss	-	-	(23)	-
Foreign currency translation adjustment	-	-	-	-
Shareholders' Equity at June 24, 2012	<u>\$ (230)</u>	<u>\$ 10,805</u>	<u>\$ 606,501</u>	<u>\$ 99,817</u>

Notes:

1. The information contained herein is provided to fulfill the requirements of Bankruptcy Rule 2015.3. All information contained herein is unaudited and subject to future adjustment.

Exhibit B-4A
Statements of Changes in Shareholders' Equity for Non-Debtor Entities
Six Month Period Ending June 24, 2012 ¹
Unaudited
(Dollars in Thousands)

	Tribune National Marketing Company	Tribune ND, Inc.	Tribune Receivables, LLC	TMS Entertainment Guides Canada Corp
Shareholders' Equity at Dec. 25, 2011	\$ 48,329	\$ 538,414	\$ 293,029	\$ 4,882
Net Income (Loss)	21,103	(1,536)	11,747	116
Other comprehensive loss	(1,116)	-	-	-
Foreign currency translation adjustment	-	-	-	59
Shareholders' Equity at June 24, 2012	<u>\$ 68,316</u>	<u>\$ 536,878</u>	<u>\$ 304,776</u>	<u>\$ 5,057</u>

Notes:

1. The information contained herein is provided to fulfill the requirements of Bankruptcy Rule 2015.3. All information contained herein is unaudited and subject to future adjustment.

Exhibit B-4A
Statements of Changes in Shareholders' Equity for Non-Debtor Entities
Six Month Period Ending June 24, 2012 ¹
Unaudited
(Dollars in Thousands)

	Tribune Hong Kong Ltd.	Tribune Media Services B.V.	Blue Lynx Media, LLC	CastTV, Inc.
Shareholders' Equity at Dec. 25, 2011	\$ 83	\$ (6,539)	\$ 1,047	\$ 8,374
Net Income (Loss)	1	(403)	6,306	(1,091)
Other comprehensive loss	-	-	-	-
Foreign currency translation adjustment	-	(117)	-	-
Shareholders' Equity at June 24, 2012	<u>\$ 84</u>	<u>\$ (7,059)</u>	<u>\$ 7,353</u>	<u>\$ 7,283</u>

Notes:

1. The information contained herein is provided to fulfill the requirements of Bankruptcy Rule 2015.3. All information contained herein is unaudited and subject to future adjustment.

Exhibit B-4B
Combined Condensed Statement of Changes in Shareholders' Equity
for Non Majority Interest Entities
Six Month Period Ending June 30, 2012 ¹
Unaudited
(Dollars in Thousands)

	Combined Non Majority Interest Entities
Shareholders' Equity at Dec. 31, 2011	\$ 2,762
Net Income	11,662
Equity transactions	(4,856)
Shareholders' Equity at June 30, 2012	<u>\$ 9,568</u>

Notes:

1. The information contained herein is provided to fulfill the requirements of Bankruptcy Rule 2015.3. All information contained herein is unaudited and subject to future adjustment. Prior period balances have been adjusted to reflect updated financial information provided by the Non Majority Interest Entities.

Exhibit C-1
Description of Operations for Non-Debtor Entities

Legal Entity	Operating Description	Parent Company
Multimedia Insurance Company	Captive insurance company which is being wound down.	Tribune Company
Riverwalk Center I JV	Owens a parcel of land used as a parking lot by the Sun-Sentinel Company	Tribune Company, Sun-Sentinel Company
Tribune (FN) Cable Ventures, Inc.	Holds investment in Television Food Network, G.P.	Tribune Broadcasting Company
Tribune Interactive, Inc.	Centralized entity that manages the website operations for Tribune's publishing and broadcasting subsidiaries, and helps manage Tribune's various online classified businesses.	Tribune Company
Tribune National Marketing Company	Owens interests in several of Tribune's joint ventures.	Tribune Company
Tribune ND, Inc.	Formerly published Newsday; Holds 3% interest in Newsday Holdings, LLC pursuant to the Newsday/Cablevision transaction that closed in July 2008.	Tribune Company
Tribune Receivables, LLC	Formerly facilitated transactions related to a trade receivables securitization facility.	Tribune Company
TMS Entertainment Guides Canada Corp	Canadian sales of a program guide for Tribune Media Service's Entertainment Information Products Group.	TMS Entertainment Guides, Inc.
Tribune Hong Kong Ltd.	Operates a local sales office for Tribune Media Service's News & Features international syndication business to support sales efforts for Asian and multinational customers.	Tribune Company
Tribune Media Services B.V.	Operates a local sales office and data center for Tribune Media Service's Entertainment Information Products Group in the Netherlands.	Tribune Media Services, Inc.
Blue Lynx Media, LLC	Performs centralized shared service functions for certain of Tribune's operating subsidiaries.	Tribune Company
CastTV, Inc.	Operates a consumer website along with developing video search technology for Tribune Media Service's Entertainment Information Products Group.	Tribune Company

Exhibit C-2
Description of Operations for Non Majority Interest Entities

Legal Entity	Operating Description	Parent Company
CIPS Marketing Group, Inc.	Pre-print advertising distribution service in Los Angeles	Los Angeles Times Communications LLC
Legacy.com, Inc.	Online obituaries; interest was sold on April 2, 2012	Tribune Company
McClatchy/Tribune News Service	News wire service	Tribune Company
Metromix LLC	National network of local entertainment (movies, dining, music, bars, etc.) websites; membership interests were sold on May 11, 2012	Tribune Company, Tribune Interactive, Inc., and Chicago Tribune Company
quadrantONE LLC	Online advertising network	Tribune Company
TKG Internet Holdings II LLC	Online news and community information	Eagle New Media Investments, LLC, and Tribune Media Net, Inc.