## Edgar Filing: MEDIA GENERAL INC - Form 4

MEDIA GE	NERAL INC											
Form 4												
May 02, 200	)5											
FORM	14								PPROVAL			
	UNITED		U <b>RITIES</b> . /ashingtor			NGE	COMMISSION	NOMB Number:	3235-0287			
Check th					Expires:	January 31,						
	if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP								2005 average			
Section 1			Estimated average burden hours per									
Form 4 c								response				
Form 5 obligatio							nge Act of 1934,					
may con			•	•	-	•	of 1935 or Section	on				
See Instr 1(b).		30(h) of the	Investmen	t Compai	ny Ao	ct of 1	.940					
	,											
(Print or Type ]	Responses)											
1. Name and A FONDREN	Address of Reporting	Person <u>*</u> 2. Iss Symbo	uer Name <b>an</b> d	d Ticker of	r Tradi	ing	5. Relationship o Issuer	of Reporting Per	rson(s) to			
	MED	IA GENEI	RAL INC	[ME	EG]	(Check all applicable)						
(Last)	(First) (I	Middle) 3. Date	e of Earliest 7	Fransaction			(check an approable)					
		(Mont	(Month/Day/Year)					Director 10% Owner				
		/2005				X Officer (giv below)		itle Other (specify below)				
							· · · · · · · · · · · · · · · · · · ·	/ice President				
	(Street)	4. If A	mendment, D	Date Origina	al		6. Individual or Joint/Group Filing(Check					
			/Ionth/Day/Yea	-		Applicable Line)						
							_X_ Form filed by Form filed by Person	One Reporting P More than One R				
(City)	(State)	(Zip) T	able I - Non-	Derivative	Secu	rities A	Acquired, Disposed of	of, or Beneficia	lly Owned			
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ties		5. Amount of	6. Ownership	7. Nature of			
Security	(Month/Day/Year)	Execution Date, if		TransactionAcquired (A) or				Form: Direct	Indirect			
(Instr. 3)		any (Month/Day/Vear	Code	-	sed of $(D)$		•	(D) or Indirect	Beneficial Ownership			
		(Month/Day/Year	) (IIIsu. 8)	(Instr. 8) (Instr. 3, 4 and 5)				(I) (Instr. 4)	(Instr. 4)			
					(A)		Reported	. ,				
					(A) or		Transaction(s)					
			Code V	Amount		Price	(Instr. 3 and 4)					
Reminder: Rep	port on a separate line	e for each class of s	ecurities bene	eficially ow	ned di	rectly	or indirectly.					

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 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.	6. Date Exercisable and	7. Title and Amount of	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date	Underlying Securities	Derivative
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Security

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(Instr. 3)	) Price of Derivative Security			Month/Day/Yea	r) (Instr.	. 8)	Secu Acqu (A) o	oosed D) ar. 3,					(Instr. 5)
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock (1)	\$ 0	04/29/2	2005		А		43		(2)	(2)	Class A Common Stock	43	\$ 0
Reporting Owners													
Reporting Owner Name / Address Relationships													
Reporting		Directo		10% Owner	Officer			Ot	her				
FONDREN NEAL F Vice President													
Signa	tures												
/s/ Neal F. Fondren, by George L. Mahoney, Attorney-in-fact				ney,	05/02/2005								
<b>**</b> Signature of Reporting Person					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) Units acquired under Company deferred compensation plan, final balance of which is distributed upon employee's termination of service.
- (2) Upon retirement, employee has several options as to the timing and form of payout.
- (3) Additionally, 16,400 non-derivative Class A common shares are held directly.

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.