

MEDIA GENERAL INC  
Form DEFA14A  
March 11, 2011

**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

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

**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.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

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(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:** February 25, 2011

**Date:** April 28, 2011 **Time:** 11:00 AM EDT

**Location:** Richmond Newspapers Production Facility  
8460 Times-Dispatch Boulevard  
Mechanicsville, 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](http://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.**

**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) *BY INTERNET:*                      [www.proxyvote.com](http://www.proxyvote.com)
- 2) *BY TELEPHONE:*                1-800-579-1639
- 3) *BY E-MAIL\*:*                      [sendmaterial@proxyvote.com](mailto: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 14, 2011 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 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 Item**

**THE BOARD OF DIRECTORS RECOMMENDS**

**A VOTE FOR ALL NOMINEES LISTED BELOW**

**ELECTION OF CLASS A DIRECTORS:**

NOMINEES:

01) Scott D. Anthony

02) Dennis J. FitzSimons

03) Carl S. Thigpen

**Voting Items**

**Item 1. ELECTION OF CLASS B DIRECTORS:**

**THE BOARD OF DIRECTORS RECOMMENDS  
A VOTE FOR ALL NOMINEES LISTED BELOW:**

NOMINEES:

01) O. Reid Ashe, Jr.

02) J. Stewart Bryan III

03) Diana F. Cantor

04) Marshall N. Morton

05) Thompson L. Rankin

06) Rodney A. Smolla

07) 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 2011.

**Item 3. THE BOARD OF DIRECTORS RECOMMENDS A VOTE TO APPROVE:**

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The Board's advisory resolution on executive compensation.

**Item 4. THE BOARD OF DIRECTORS RECOMMENDS A VOTE FOR ONE YEAR:**

To approve holding an advisory vote on executive compensation every year (as opposed to every two years or every three years).



