

### **Shared Services Agreement and Leases**

At the closing, American Spirit Media, LLC, through its subsidiaries, KVHP, LLC, and KVHP License Subsidiary, LLC (collectively, “American Spirit”), will enter into a Shared Services Agreement and Studio Lease with Raycom Media, Inc. and/or its affiliates. (collectively, “Raycom”). Copies of those agreements are attached to this application. Raycom is licensee of television station KPLC, Lake Charles, Louisiana, which is in the same designated market area (DMA) as KVHP. Raycom has agreed to provide news, production services, administrative support, and building space to KVHP pursuant to the Shared Services Agreement and Studio Lease, copies of which are attached hereto.

In a separate transaction, Raycom is acquiring from their current owner the land and tower on which KVHP’s transmission facilities are located. After the Closing, Raycom will become landlord under the station’s existing tower space lease, and American Spirit will assume Assignor’s rights and obligations under that agreement. The Shared Services Agreement and leases represent the entire agreement of Raycom and American Spirit with respect to KVHP. Other than the Shared Services Agreement and leases, there will be no financial relationship between American Spirit and Raycom. There is no option, right of first refusal, put/call arrangement, or similar contingent interest, loan, or loan guarantee between American Spirit and Raycom. There is also no joint sales agreement or LMA, or any other agreement or arrangement (written or oral) that would have the same practical operational or financial effect, between American Spirit and Raycom.