

NEWHOUSE BROADCASTING CORP

Form 4

August 03, 2017

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*

ADVANCE LONG-TERM  
MANAGEMENT TRUST

(Last) (First) (Middle)

ONE NEWARK CENTER, 19TH  
FLOOR, C/O ROBINSON MILLER,  
LLC

(Street)

NEWARK, NJ 07102

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
SymbolDiscovery Communications, Inc.  
[DISC]3. Date of Earliest Transaction  
(Month/Day/Year)

08/01/2017

4. If Amendment, Date Original  
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☒ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)

☐ Form filed by One Reporting Person  
☒ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)			
			Code	V	Amount		Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Series A Convertible Participating Preferred Stock	<u>(1)</u>	08/01/2017		D	434,070 <u>(2) (5)</u>	<u>(1)</u>	<u>(1)</u>	Series A Common Stock	434,070
Series A Convertible Participating Preferred Stock	<u>(1)</u>	08/01/2017		D	434,070 <u>(2) (5)</u>	<u>(1)</u>	<u>(1)</u>	Series C Common Stock	434,070
Series C Convertible Participating Preferred Stock	<u>(4)</u>	08/01/2017		D	446,162 <u>(2) (5)</u>	<u>(4)</u>	<u>(4)</u>	Series C Common Stock	892,324

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ADVANCE LONG-TERM MANAGEMENT TRUST ONE NEWARK CENTER, 19TH FLOOR C/O ROBINSON MILLER, LLC NEWARK, NJ 07102	X	X		
NEWHOUSE BROADCASTING CORP 6350 COURT STREET EAST SYRACUSE, NY 13057	X	X		
ADVANCE PUBLICATIONS, INC 950 FINGERBOARD ROAD STATEN ISLAND, NY 10305	X	X		
NEWHOUSE FAMILY HOLDINGS, L.P. ONE WORLD TRADE CENTER NEW YORK, NY 10007	X	X		
ADVANCE/NEWHOUSE PROGRAMMING PARTNERSHIP 6350 COURT STREET EAST SYRACUSE, NY 13057	X	X		

## Signatures

Advance/Newhouse Programming Partnership, By: /s/ Michael A. Newhouse, Vice President	08/02/2017
__Signature of Reporting Person	Date
Newhouse Broadcasting Corporation, By: /s/ Michael A. Newhouse, Executive Vice President	08/02/2017
__Signature of Reporting Person	Date
Advance Publications, Inc., By: /s/ Michael A. Newhouse, Co-President	08/02/2017
__Signature of Reporting Person	Date
Newhouse Family Holdings, L.P., By: Advance Long-Term Management Trust, as General Partner, By: /s/ Michael A. Newhouse, Trustee	08/02/2017
__Signature of Reporting Person	Date
Advance Long-Term Management Trust, By: /s/ Michael A. Newhouse, Trustee	08/02/2017
__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) Each share of Series A Convertible Participating Preferred Stock is convertible pursuant to its terms into one share of Series A Common Stock and one share of Series C Common Stock at any time (following a stock dividend that occurred on August 6, 2014).  
Shares released from the escrow account governed by the Escrow Agreement, dated September 17, 2008, by and among the Issuer, Advance/Newhouse Programming Partnership and JPMorgan Chase Bank to the Issuer in accordance to the terms of such Escrow Agreement. Prior to their release in accordance with the Escrow Agreement, such shares were deemed to be beneficially owned by each reporting person.
- (2) Advance/Newhouse Programming Partnership is the record holder of the Series A Convertible Participating Preferred Stock and Series C Convertible Participating Preferred Stock and therefore a reporting person hereunder. The other reporting persons own such shares through subsidiaries. Each reporting person disclaims beneficial ownership except to the extent of its pecuniary interest.
- (3) Each share of Series C Convertible Participating Preferred Stock is convertible pursuant to its terms into two shares of Series C Common Stock at any time (following a stock dividend that occurred on August 6, 2014).
- (4) Disposed to the Issuer in an exempt transaction.

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.