Edgar Filing: MEDIA GENERAL INC - Form 4

MEDIA GENE Form 4	ERAL INC									
May 02, 2008	_									
FORM	4 UNITED	STATES		RITIES A			E COMMISSION		PPROVAL 3235-0287	
									urs per	
(Print or Type Res	ponses)									
1. Name and Add WILLIAMS W		Person [*]	Symbol	er Name an o		-	5. Relationship o Issuer	of Reporting Per	rson(s) to	
(Last) (First) (Middle) 333 EAST FRANKLIN ST			MEDIA GENERAL INC [MEG] 3. Date of Earliest Transaction (Month/Day/Year) 04/30/2008				(Check all applicable) <u>X</u> Director Officer (give title <u>10%</u> Owner Director below) Other (specify below)			
RICHMOND,		4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 				
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
	Transaction Date Ionth/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or of (D) 4 and 5) (A) or	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)	
Reminder: Report	on a separate line	e for each cla	ass of sec	urities bene	Perso infor requi	ons who re nation con red to resp ays a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

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. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onof	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities			(Instr. 5)

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	Derivative Security				Acqui (A) or Dispo of (D) (Instr. and 5)	sed 3, 4,					
			Code	e V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock (1)	\$ 0	04/30/2008	А		681		(2)	(2)	Class A Common Stock	681	\$ 14.20

Reporting Owners

Reporting Owner Name / Address							
	Director	10% Owner	Officer	Other			
WILLIAMS WALTER E 333 EAST FRANKLIN ST RICHMOND, VA 23219	Х						
Signatures							
/s/ Walter E. Williams, by George L. Mahoney,							

Attorney-in-fact

<u>**</u>Signature of Reporting Person

05/02/2008

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) Partial quarter allocation under the Company deferred compensation plan for outside directors fees.

(2) Director's account balance will be distributed in accordance with the terms of the plan based on the director's previous elections.

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.