

AMENDMENT NO. 2 TO TRANSITION SERVICES AGREEMENT

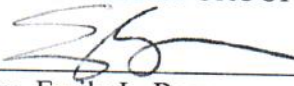
This Amendment No. 2 to the Transition Services Agreement dated as of Sept 6, 2018 is entered into by and between WPLG, Inc. and Graham Holdings Company, and amends the Transition Services Agreement dated and effective June 30, 2014, as previously amended by Amendment No. 1 (the "Agreement"). The parties agree as follows:

1. Graham Holdings Company and WPLG, Inc., previously known as Miami Station Split Co., desire to amend the Agreement as set forth herein.
2. Capitalized terms used and not otherwise defined in this Amendment No. 2 shall have the meanings ascribed to them in the Agreement.
3. The "Service," "Term" "Annual Fee" and "Notice" columns of Section I (Services Provided by Subsidiaries of Graham) of the Services Schedule are amended by replacing the existing provisions with the provisions in the attached Amendment to Services Schedule.
4. Section 5.01(a) (Term of Services) is deleted in its entirety and replaced with the following:
"(a) The term of this Agreement (the "Transition Term") shall commence on the date hereof and continue until ~~June 30, 2023~~ ^{December 31, 2018} unless terminated earlier in accordance with this Agreement. The last day of the Transition Term is referred to herein as the "Expiration Date."
EXEM 9/2/18
5. Effectiveness. Except as modified by this Amendment No. 2, the Agreement shall continue unmodified and in full force and effect. This Amendment No. 2 may be signed in multiple counterparts, each of which shall be deemed an original and all of which taken together shall constitute one and the same agreement.


[Remainder of Page Intentionally Left Blank. Signature Page Follows.]

IN WITNESS WHEREOF, the Parties have executed this Amendment No. 2 to Transition Services Agreement as of the date first written above.

GRAHAM MEDIA GROUP, INC.

By: 
Name: Emily L. Barr
Title: President and CEO

WPLG, INC.

By: 
Name: E.R. Bert Medina
Title: President and CEO

[Signature Page to the Amendment No. 2 to Transition Services Agreement]

AMENDMENT TO SERVICES SCHEDULE

