Edgar Filing: MEDIA GENERAL INC - Form 4

MEDIA GEN	NERAL INC										
Form 4											
August 31, 2	006										
FORM		PPROVAL									
	UNITED	STATES SEC	URITIES A	OMB Number:	3235-0287						
Check thi											
if no long subject to	, SIAIEN	MENT OF CH		Expires: Estimated	2005 average						
Section 16. SECURITIES Form 4 or						burden hou	•				
Form 5 obligation may cont See Instru 1(b).	Filed pur sinue. Section 17(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 F	Responses)										
1. Name and Address of Reporting Person <u>*</u> FONDREN NEAL F			suer Name an ol	d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer						
				RAL INC [MEG]	(Check all applicable)						
(Last)	(First) (Middle) 3. Dat				ск ан аррисаы	e)				
333 EAST FRANKLIN ST			:h/Day/Year) D/2006		Director 10% Owner X_ Officer (give title Other (specify below) below) Vice President						
(Street)			Amendment, D Month/Day/Yea	-	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 						
RICHMON	D, VA 23219				Person	More than One R	eporting				
(City)	(State)	(Zip) T	able I - Non-	Derivative Securities	Acquired, Disposed o	f, or Beneficia	lly Owned				
	2. Transaction Date (Month/Day/Year)	action Date 2A. Deemed Day/Year) Execution Date, if any (Month/Day/Year)		4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A)	Securities Beneficially Owned Following Reported	5. Ownership Form: Direct D) or Indirect I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
			Code V	or Amount (D) Price	Transaction(s) (Instr. 3 and 4)						
Reminder: Rep	ort on a separate line	e for each class of s	ecurities bene	ficially owned directly	-						
				information con required to resp	spond to the collec itained in this form oond unless the for ently valid OMB cor	are not m	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.	6. Date Exercisable and	7. Title and Amount of	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date	Underlying Securities	Derivative
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Security

number.

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3				(Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock (1)	\$ O	08/30/2006	А	50	(2)	(2)	Class A Common Stock	50	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
FONDREN NEAL F 333 EAST FRANKLIN ST RICHMOND, VA 23219			Vice Presid	lent				
Signatures								
/s/ Neal F. Fondren, by George Attorney-in-fact	e L. Maho	ney,		08/31/2006				
<u>**</u> Signature of Repo	rting 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) Units acquired under Company deferred compensation plan, final balance of which is distributed upon employee's termination of service.
- (2) Upon retirement, employee has several options as to the timing and form of payout.
- (3) Additionally, 16,400 non-derivative Class A common shares are held directly.

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.