#### Edgar Filing: MEDIA GENERAL INC - Form 4

MEDIA GE	ENERAL INC									
Form 4										
May 02, 20										
FORM		STATES SECI	DITIES	AND EV	СПА	NCE	COMMISSION	т	PPROVAL	
_	UNITED		ashington			INGE		OMB Number:	3235-0287	
Check t		•••	asington	I, D.C. 20					January 31,	
if no loi subject		MENT OF CHA	NGES IN	BENEF	WNERSHIP OF	Expires:	2005			
Subject		SECURITIES							average Jrs per	
Form 4								response	•	
Form 5 obligati	000						nge Act of 1934,			
may con			•	•	-	•	of 1935 or Sectio	n		
See Inst	ruction	30(h) of the	Investmen	t Compai	ny Ao	ct of 1	940			
1(b).										
(Print or Type	Responses)									
	Address of Reporting	Person * 2. Iss Symbo	2. Issuer Name and Ticker or Trading			ing	5. Relationship of Reporting Person(s) to Issuer			
MORTON MARSHALL N										
			MEDIA GENERAL INC [MEG]				(Check all applicable)			
(Last)	(First) (A	,	3. Date of Earliest Transaction					100		
		(Month 04/29	/Day/Year)				X_ Director 10% Owner X_ Officer (give title Other (specify			
		04/29	2005				below)	below)	EO	
	(Street)				_			Chairman and C		
		nendment, D	-	al		6. Individual or Joint/Group Filing(Check				
	riieu(N	Ionth/Day/Yea	ar)			Applicable Line) _X_ Form filed by One Reporting Person				
							Form filed by I Person	More than One R	eporting	
(City)	(State)	(Zip) Te								
(City)	(State)	(Zip) Ta	ble I - Non-	Derivative	Secu	rities A	cquired, Disposed o	f, or Beneficia	lly Owned	
1.Title of	2. Transaction Date	2A. Deemed Execution Date, if	3. Transastia	4. Securit onAcquired				6. Ownership Form: Direct	7. Nature of Indirect	
Security (Instr. 3)	(Month/Day/Year)	any	Code	Disposed				(D) or Indirect		
. ,		(Month/Day/Year)	(Instr. 8)	(Instr. 3,			Owned (I)	(I)	Ownership	
							Following Reported	(Instr. 4)	(Instr. 4)	
					(A)		Transaction(s)			
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
					(_)					
Reminder: Re	port on a separate line	e for each class of se	curities bene	eficially ow	ned di	irectly	or indirectly.			

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 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

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr.	8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(	(Instr. 5	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock (1)	\$ 0	04/29/2005		А		138		(2)	(2)	Class A Common Stock	138	\$ 0

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director 10% Owner		Officer	Other				
MORTON MARSHALL N								
	Х		Vice Chairman and CFO					

## **Signatures**

/s/ Marshall N. Morton, by George L. Mahoney, Attorney-in-fact	05/02/2005	
**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) 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, 103,125 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.