

NEWHOUSE BROADCASTING CORP
Form 4
August 14, 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

2. Issuer Name and Ticker or Trading Symbol
Discovery Communications, Inc.
[DISCK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)

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

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

08/10/2017

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

NEWARK, NJ 07102

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |

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 C-1 Convertible Participating Preferred Stock | (1) | 08/10/2017 | | D | 201,119 (2) | (1) | (1) | Series C Common Stock | 3,894,6 |

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 | 08/14/2017 |
| __Signature of Reporting Person | Date |
| Newhouse Broadcasting Corporation, By: /s/ Michael A. Newhouse, Executive Vice President | 08/14/2017 |
| __Signature of Reporting Person | Date |
| Advance Publications, Inc., By: /s/ Michael A. Newhouse, Co-President | 08/14/2017 |
| __Signature of Reporting Person | Date |
| | 08/14/2017 |

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Newhouse Family Holdings, L.P., By: Advance Long-Term Management Trust, as General Partner, By: /s/ Michael A. Newhouse, Trustee

__Signature of Reporting Person

Date

Advance Long-Term Management Trust, By: /s/ Michael A. Newhouse, Trustee

08/14/2017

__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 C-1 Convertible Participating Preferred Stock is convertible pursuant to its terms into 19.3648 shares of Series C Common Stock at any time.

(2) Sold to the Issuer in an exempt transaction.

(3) Advance/Newhouse Programming Partnership is the record holder of shares of Series C-1 Convertible Participating Preferred Stock. The other reporting persons may be deemed to beneficially own the shares of Series C-1 Convertible Participating Preferred Stock held by Advance/Newhouse Programming Partnership due to their control of Advance/Newhouse Programming Partnership. Each reporting person disclaims beneficial ownership except to the extent of its pecuniary interest.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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