

JACOB HULSEBUS, IBEW LOCAL 363 PENSION TRUST FUND, IBEW LOCAL 363 MONEY PURCHASE PENSION PLAN and PLYMOUTH COUNTY RETIREMENT SYSTEM, Individually and on Behalf of All Others Similarly Situated, Plaintiffs,

v.

BELO CORP., GANNETT CO., INC., ROBERT W. DECHERD, DUNIA A. SHIVE, WAYNE R. SANDERS, JAMES M. MORONEY III, HENRY P. BECTON, JR., M. ANNE SZOSTAK, JUDITH L. CRAVEN, LLOYD D. WARD, DEALEY D. HERNDON, McHENRY T. TICHENOR, JR. and PETER A. ALTABEF, Defendants.

§  
§  
§  
§  
§  
§  
§  
§  
§  
§  
§  
§  
§  
§  
§  
§  
§  
§  
§  
§  
§  
§  
§  
§

IN THE DISTRICT COURT OF  
  
DALLAS COUNTY, TEXAS  
  
68TH JUDICIAL DISTRICT

**PROOF OF CLAIM AND RELEASE**

**I. GENERAL INSTRUCTIONS**

1. All capitalized terms not otherwise defined shall have the same meanings as set forth in the Stipulation of Settlement dated January 7, 2015 ("Stipulation"), which can be downloaded at [www.beloshareholderlitigation.com](http://www.beloshareholderlitigation.com).

2. To recover as a Class Member (as defined below and in the Notice of Pendency and Settlement of Class Action and Hearing on Proposed Settlement ("Notice")) based on your claims in the action entitled *Hulsebus, et al. v. Belo Corp., et al.*, Cause No. DC-13-06601-C (the "Action"), you must complete and, on page 5 hereof, sign this Proof of Claim and Release. If you fail to file a properly addressed Proof of Claim and Release (as set forth in paragraph 4 below), your claim may be rejected and you may be precluded from any recovery from the Net Settlement Fund created in connection with the proposed Settlement of the Action.

3. Submission of this Proof of Claim and Release, however, does not assure that you will share in the proceeds of the Settlement of the Action.

4. YOU MUST MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM AND RELEASE POSTMARKED ON OR BEFORE JULY 1, 2015, ADDRESSED AS FOLLOWS:

*Belo Shareholder Litigation*  
Claims Administrator  
c/o Gilardi & Co. LLC  
P.O. Box 990  
Corte Madera, CA 94976-0990

If you are NOT a Class Member, DO NOT submit a Proof of Claim and Release.

5. If you are a Class Member and you do not timely request exclusion from the Class, you are bound by the terms of any judgment entered in the litigation, including the releases provided therein, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE FORM.

**II. DEFINITIONS**

1. "Class" means any and all persons or entities who held shares of Belo common stock, either of record or beneficially, at any time between and including June 1, 2012 (when Gannett and Belo entered into discussions) and December 23, 2013 (the date of the consummation of the Merger), including any and all of their respective successors, successors-in-interest, predecessors, predecessors-in-interest, representatives, trustees, executors, administrators, heirs, assigns, or transferees, immediate and remote, and any person or entity acting for or on behalf of, or claiming under any of them, and specifically including Plaintiffs, but excluding Defendants, their subsidiary companies, affiliates, assigns, and members of their immediate families, as the case may be. Also excluded from the Class are those Class Members who timely and validly exclude themselves therefrom.

2. "Defendants" means Belo Corp. ("Belo"), Gannett Co., Inc. ("Gannett"), Judith L. Craven, Dealey D. Herndon, Wayne R. Sanders, McHenry T. Tichenor, Jr., Robert W. Decherd, Dunia A. Shive, M. Anne Szostak, Peter A. Altabef, Henry P. Becton, Jr., James M. Moroney III, and Lloyd D. Ward.

3. "Released Parties" means Belo, Gannett, Delta Acquisition Corp. ("Merger Sub"), Judith L. Craven, Dealey D. Herndon, Wayne R. Sanders, McHenry T. Tichenor, Jr., Robert W. Decherd, Dunia A. Shive, M. Anne Szostak, Peter A. Altabef, Henry P. Becton, Jr., James M. Moroney III, and Lloyd D. Ward and any of their respective families, parent entities, controlling persons, associates, predecessors, successors, affiliates or subsidiaries, and each and all of their respective past or present officers, directors, principals, representatives, employees, attorneys, financial or investment advisors, consultants, accountants, investment bankers, commercial bankers, entities providing fairness opinions, underwriters, brokers, dealers, advisors or agents, heirs, executors, trustees, general or limited partners or partnerships, limited liability companies, members, managers, joint ventures, personal or legal representatives, estates, administrators, predecessors, successors and assigns.

### **III. CLAIMANT IDENTIFICATION**

If you held Belo common stock and received consideration for your shares in the acquisition of Belo by Gannett at the price of \$13.75 per share, and held the stock certificate(s) in your name, then you are the beneficial purchaser as well as the record purchaser. If, however, you held Belo common stock and the stock certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, then you are the beneficial purchaser, and the third party is the record purchaser.

Use Part I of this form entitled "Claimant Identification" to identify each holder of record ("nominee"), if different from the beneficial holder, of Belo common stock upon which forms the basis of this claim. **THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL HOLDER(S) OR THE LEGAL REPRESENTATIVE OF SUCH HOLDER(S) OF THE BELO COMMON STOCK UPON WHICH THIS CLAIM IS BASED.**

All joint purchasers must sign this claim. Executors, administrators, guardians, conservators and trustees must complete and sign this claim on behalf of Persons represented by them and their authority must accompany this claim and their titles or capacities must be stated. The Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

### **IV. CLAIM FORM**

Use Part II of this form entitled "Schedule of Transactions in Belo Common Stock" to supply the number of shares of Belo common stock you held and received consideration for in the acquisition of Belo by Gannett at the price of \$13.75 per share.

Broker confirmations or other documents verifying that you held Belo common stock and received consideration for in the acquisition of Belo by Gannett at the price of \$13.75 per share should be attached to your claim. Failure to do so could delay verification of your claim or result in rejection of your claim.

**NOTICE REGARDING ELECTRONIC FILES:** Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic format. All claimants **MUST** submit a manually signed paper Proof of Claim and Release form whether or not they also submit electronic copies. If you wish to file your claim electronically, you must contact the Claims Administrator at 1-888-288-6921. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the claimant a written acknowledgment of receipt and acceptance of electronically submitted data.