Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2012

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [ ] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [X]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
BELO PENSION TRANSITION SUPPLEMENT PLAN

1b Three-digit plan number (PN) ▶ 005

1c Effective date of plan 04/01/2007

2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan)

BELO CORP.

400 S. RECORD STREET
DALLAS, TX 75202

400 S. RECORD STREET
DALLAS, TX 75202

2b Employer Identification Number (EIN)
75-0135890

2c Sponsor's telephone number
214-977-6621

2d Business code (see instructions)
515100

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	09/04/2013	JOE DAUME
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	09/04/2013	MICHAEL KOLLMAN
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)

Preparer's telephone number (optional)

3a Plan administrator's name and address ☐ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address

BELO CORP.

400 S. RECORD STREET
DALLAS, TX 75202

3b Administrator's EIN
75-0135890

3c Administrator's telephone number
214-977-6621

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	494
6	Number of participants as of the end of the plan year (welfare plans complete only lines **6a, 6b, 6c,** and **6d**).		
a	Active participants	**6a**	396
b	Retired or separated participants receiving benefits	**6b**	2
c	Other retired or separated participants entitled to future benefits	**6c**	74
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	472
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	472
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	470
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2E 2F 2G 2T 2R 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1)	☒	**R** (Retirement Plan Information)
(2)	☐	**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)	☐	**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1)	☒	**H** (Financial Information)
(2)	☐	**I** (Financial Information – Small Plan)
(3)	☐	**A** (Insurance Information)
(4)	☐	**C** (Service Provider Information)
(5)	☒	**D** (DFE/Participating Plan Information)
(6)	☐	**G** (Financial Transaction Schedules)

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan
BELO PENSION TRANSITION SUPPLEMENT PLAN

B Three-digit plan number (PN) ▶ 005

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
BELO CORP.

D Employer Identification Number (EIN)
75-0135890

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: BELO CORP DEF CONTRIB MASTER TRUST

b Name of sponsor of entity listed in (a): BELO CORP.

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
75-2685039-003	M	14048759

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2012

This Form is Open to Public Inspection

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan
BELO PENSION TRANSITION SUPPLEMENT PLAN

B Three-digit plan number (PN) ▶ 005

C Plan sponsor's name as shown on line 2a of Form 5500
BELO CORP.

D Employer Identification Number (EIN)
75-0135890

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	3078897	3654540
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	10249522	14048759
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	13328419	17703299
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k		
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	13328419	17703299

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	3647889	
	(B) Participants	2a(1)(B)		
	(C) Others (including rollovers)	2a(1)(C)		
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		3647889
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)		
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)		
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		1235598
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		4883487
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	508174	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		508174
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	433	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		433
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		508607
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		4374880
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [ ] Unqualified **(2)** [ ] Qualified **(3)** [X] Disclaimer **(4)** [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: ERNST & YOUNG **(2)** EIN: 34-6565596

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		5000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n		X	

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If "Yes," enter the amount of any plan assets that reverted to the employer this year ☐ **Yes** ☒ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

Part V Trust Information (optional)

6a Name of trust	**6b** Trust's EIN

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan
BELO PENSION TRANSITION SUPPLEMENT PLAN

B Three-digit plan number (PN) ▶ 005

C Plan sponsor's name as shown on line 2a of Form 5500
BELO CORP.

D Employer Identification Number (EIN)
75-0135890

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 04-6568107

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year. **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 **a** Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 **a** Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a	The current year	**14a**	
b	The plan year immediately preceding the current plan year	**14b**	
c	The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a	The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b	The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a	Enter the number of employers who withdrew during the preceding plan year	**16a**	
b	If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

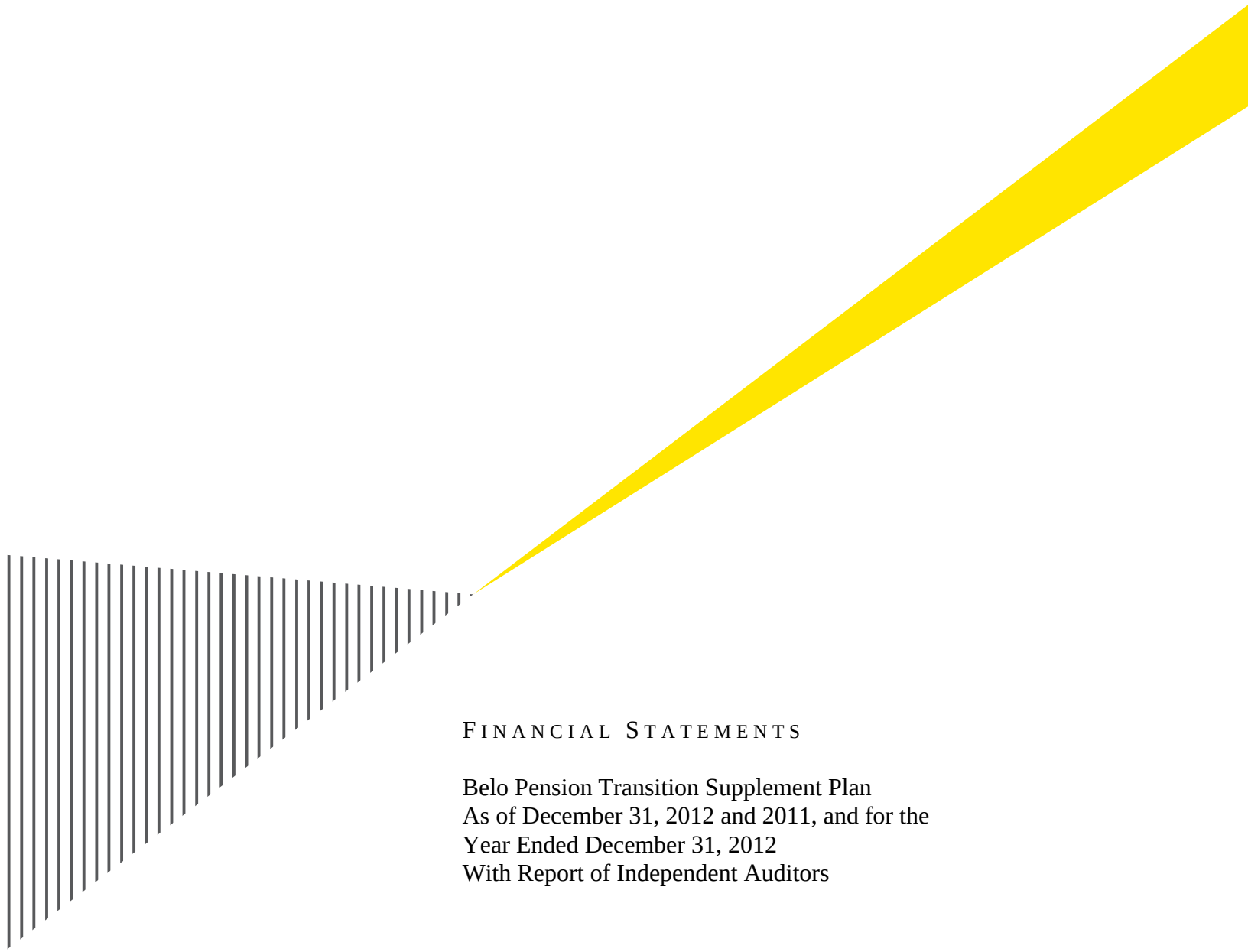
18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):



FINANCIAL STATEMENTS

Belo Pension Transition Supplement Plan
As of December 31, 2012 and 2011, and for the
Year Ended December 31, 2012
With Report of Independent Auditors

Ernst & Young LLP

ERNST & YOUNG

Belo Pension Transition Supplement Plan

Financial Statements

As of December 31, 2012 and 2011,
and for the Year Ended December 31, 2012

Contents

Report of Independent Auditors 1

Financial Statements

Statements of Net Assets Available for Benefits 2
Statement of Changes in Net Assets Available for Benefits 3
Notes to Financial Statements 4

Ernst & Young LLP
One Victory Park
Suite 2000
2323 Victory Avenue
Dallas, TX 75219

Tel: +1 214 969 8000
Fax: +1 214 969 8587
www.ey.com

Report of Independent Auditors

The Benefits Administrative Committee
Belo Pension Transition Supplement Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Belo Pension Transition Supplement Plan, which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statement of changes in net assets available for benefits for the year ended December 31, 2012, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in conformity with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free of material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rule and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the certified investment information described in Note 4, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the entity that certified the investment information meets the requirements of 29 CFR 2520.103-8. The plan administrator has obtained certifications as of December 31, 2012 and 2011, and for the year ended December 31, 2012, stating that the investment information provided to the plan administrator is complete and accurate.

Disclaimer of Opinion on Financial Statements

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Report on Compliance of Form and Content with Department of Labor's Rules and Regulations

The form and content of the information included in the financial statements, other than that derived from the certified investment information, have been audited by us in accordance with auditing standards generally accepted in the United States and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Ernst & Young LLP

August 30, 2013

A member firm of Ernst & Young Global Limited

Belo Pension Transition Supplement Plan

Statements of Net Assets Available for Benefits

	December 31,	
	2012	2011
Assets:		
Plan's interest in Belo Corp.		
Defined Contribution Trust, at fair value	$ 14,048,759	$ 10,249,522
Employer contributions receivable	3,654,540	3,078,897
Net assets available for benefits	$ 17,703,299	$ 13,328,419

See accompanying notes.

Belo Pension Transition Supplement Plan

Statement of Changes in Net Assets Available for Benefits

Year Ended December 31, 2012

Additions to net assets available for benefits:		
Employer contributions	$	3,647,889
Plan's interest in net investment income from Belo Corp. Defined Contribution Trust		1,235,598
Total additions		4,883,487
Deductions from net assets available for benefits:		
Distributions		508,174
Administrative expenses		433
Total deductions		508,607
Net increase		4,374,880
Net assets available for benefits at beginning of year		13,328,419
Net assets available for benefits at end of year	$	17,703,299

See accompanying notes.

Belo Pension Transition Supplement Plan

Notes to the Financial Statements

December 31, 2012

1. Description of the Plan

The following description of the Belo Pension Transition Supplement Plan (Plan) provides only general information. Participants should refer to the Plan document for more complete information.

General

The Plan is a defined contribution plan which is intended to qualify as a profit sharing plan under section 401(a) of the Internal Revenue Code (Code), and was established effective April 1, 2007. The Plan covers certain employees of Belo Corp. and its subsidiaries (collectively, the Employer or Company) that were affected by the benefit freeze of The G. B. Dealey Retirement Pension Plan (Pension Plan), which became effective March 31, 2007. It is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA).

On February 8, 2008 (Distribution Date), the Company completed the spin-off of its newspaper businesses and related assets into a separate public company, A. H. Belo Corporation (A. H. Belo), with its own management and board of directors. As of the Distribution Date, A. H. Belo and its subsidiaries ceased to be participating employers in the Company's defined contribution plan.

The only Employees, as defined by the Plan, who will participate in the Plan (Participant) are (i) each Employee who (a) was accruing a retirement benefit under the Pension Plan on March 31, 2007, other than an Employee who on that date was receiving disability benefits under a long-term disability plan sponsored by the Company or any Participating Employer, as defined in the Plan document, and (b) is employed by a Participating Employer on April 1, 2007; and (ii) each Employee who was in Qualified Military Service, as defined by the Plan, who was accruing a retirement benefit under the Pension Plan immediately prior to his or her Qualified Military Service and who returns from such Qualified Military Service to employment with a Participating Employer within the period in which his or her reemployment rights are guaranteed by law. Additionally, an Employee who after the Distribution Date, and on or before December 31, 2008, transfers employment from A. H. Belo or a subsidiary of A. H. Belo to employment with a Participating Employer and who, immediately prior to such transfer of employment, was a participant of the Plan will be eligible to participate in the Plan.

Excluded from participation in the Plan for a Plan year is any Employee otherwise eligible to participate who on the last day of the Plan year is (a) employed by KMOV-TV, Inc., (b) represented by the International Brotherhood of Electrical Workers (IBEW) or any local union of the IBEW, and (c) classified by KMOV-TV, Inc. as a part-time employee. An Employee excluded from participation under these qualifications for a Plan year will not be eligible for the Participating Employer contribution described below for such Plan year or for any future Plan year without regard to the Employee's classification as a part-time or full-time employee in such future Plan year.

An Employee who terminates employment will not be eligible to participate in the Plan upon his or her reemployment by a Participating Employer and will not be eligible for the Participating Employer contribution described below for the Plan year in which he or she is reemployed or for any future Plan year, unless the Employee was transferred to A. H. Belo as of the Distribution Date and transfers back to employment with a Participating Employer as described above.

Contributions

Participant contributions to the Plan are not permitted. The purpose of the Plan is to replace a portion of the Pension Plan benefit each Participant would have earned after March 31, 2007, if benefits under the Pension Plan had not been frozen and the Participant had remained an Employee after that date until age 65. Annually, each Participating Employer, as defined in the Plan, will pay to the Trustee an amount determined by the Participating Employer in its discretion. This contribution is generally expressed as a percentage of the Participant's compensation and as a profit sharing contribution. To be eligible for the contributions, each Participant must be employed by the Participating Employer on the last day of each Plan year and who is not excluded from participating in the Plan for such Plan year. In March 2012, the Company made $3,078,897 in contributions to the Plan for the Plan Year ended December 31, 2011. In March 2013, the Company made $3,654,540 in contributions to the Plan for the Plan Year ended December 31, 2012.

Participant Accounts

Each Participant's account is credited with the Company's contributions and allocations of plan earnings and is charged with an allocation of administrative expenses. Plan earnings are allocated based on the Participant's share of net earnings or losses of their respective elected investment options. Allocations of administrative expenses are based on Participants' account balances, as defined. The benefit to which a Participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Except as provided in the Plan document, each Participant will have a 100% vested and non-forfeitable interest in his or her account at all times.

Distributions

Distribution of a Participant's vested account balance will be made as soon as practicable following the Participant's termination of employment, or if earlier, the date on which the Participant becomes eligible to receive benefits under the Social Security Act on account of total and permanent disability.

Distributions will be in the form of a single lump-sum payment unless distributions are delayed until a Participant reaches age 70½, then the distributions will be in the form of a single lump-sum payment or as otherwise provided under the minimum required distribution provisions of the Plan.

Loans

Participant loans against vested account balances are not permitted.

Administration

The Plan is administered by the Benefits Administrative Committee. The committee consists of a Chairman, appointed by the Employer, and additional committee members appointed by the Chairman.

Plan Termination/Merger

Effective June 3, 2013, the Plan merged with the Belo Savings Plan, a defined contribution plan sponsored by the Company. At the date of merger, the value of all accounts transferring from the Plan into the Belo Savings Plan was $18,405,748. The merger has met all requirements and inquiries under ERISA.

Plan Expenses

The Plan's administrative expenses are paid by either the Plan or the Company, as provided by the Plan's provisions. Administrative expenses paid by the Plan include recordkeeping and trustee fees. All expenses incident to the administration of the Plan are paid by the Plan unless the Employer elects to pay for such expenses.

2. Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared on the accrual basis of accounting. Distributions are recorded when paid.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Party-in-Interest Transactions

Certain Plan investments are managed by Fidelity Management Trust Company (Trustee), who is the Trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. These transactions are exempt from the prohibited transaction rules under ERISA.

Investment Valuation and Income Recognition

The Plan's investments are held in the Belo Corp. Defined Contribution Master Trust (Master Trust), commingled with the investments of the Belo Savings Plan sponsored by Belo Corp. Fidelity Management Trust Company is the Trustee of the Plan and Master Trust. Investments included in the Master Trust are valued at fair value. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). See Note 5 for further discussion and disclosures related to fair value measurements.

The investments in the Master Trust include a common/collective trust, the Fidelity Managed Income Portfolio (MIP), which invests in fully benefit-responsive investment contracts recognized at fair value. Fully benefit-responsive investment contracts are reported at fair value in the Plan's statement of net assets available for benefits with a corresponding adjustment to reflect these investments at contract value.

The MIP is presented at fair value in the table of interest in the Master Trust (Note 4) then adjusted to contract value, as reported by the Trustee. The fair value of the MIP equals the total of the fair value of the underlying assets plus the fair value for wrap contracts which are calculated using a discounted cash flow model which considers recent fee bids, discount rate,

and duration of the underlying securities. The MIP is valued at fair value, and then adjusted to contract value, because it is fully benefit-responsive. Contract value is relevant measurement attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. Contract value represents contributions made under the contract plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all, or a portion of, their investment at contract value. There are currently no reserves against contract values for credit risk of the contract issuers or otherwise.

Purchases and sales of securities are recorded on a trade-date basis. Dividend income is recorded on the ex-dividend date. Interest income is recorded on the accrual basis. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought, sold, and held during the year.

Risks and Uncertainties

The Plan provides for investments in various investment securities. Investment securities are exposed to various risks, such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

The Master Trust concentrations of credit risk are dictated by the Plan's provisions, as well as those of ERISA and participants' investments preferences (see Note 1).

3. Recently Issued Accounting Standards

In May 2011, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2011-04, *Amendments to Achieve Common Fair Value Measurements and Disclosure Requirements in U.S. GAAP and IFRSs*. ASU 2011-04 amended Accounting Standards Codification (ASC) 820, *Fair Value Measurement*, to converge the fair value measurement guidance in accounting principles generally accepted in the United States and International Financial Reporting Standards (IFRS). Some of the amendments clarify the application of existing fair value measurement requirements, while other amendments change a particular principle in ASC 820. In addition, ASU 2011-04 requires additional fair value disclosures. The amendments are to be applied prospectively. The Plan adopted ASU 2011-04 effective January 1, 2012. The adoption had no effect on the Plan's net assets available for benefits or its changes in net assets available for benefits.

4. Interest in Master Trust

Each participating plan's interest in the investment funds (i.e. separate accounts) of the Master Trust is based on account balances of the participants and their investment fund elections. Net investment (loss) income and administrative expenses relating to the Master Trust are allocated to the Plan based upon average monthly investment balances of the Plan. Investments included in the Master Trust include a common/collective trust which invests in fully benefit-responsive investment contracts recognized at fair value. As such, an adjustment to adjust the fair value to the contract value has been included below. At December 31, 2012, the Plan's portion of the Master Trust's assets was approximately 5.8% or $14,048,759. At December 31, 2011, the Plan's portion of the Master Trust's assets was approximately 4.9% or $10,249,522.

The fair value of the commingled investments of all participating plans in the Master Trust accounts at December 31, 2012 and 2011 and the percentage interests the Plan holds in each of the Master Trust accounts are summarized as follows:

	December 31,			
	2012		2011	
	Master Trust Fair Value	Plan's % Interest	Master Trust Fair Value	Plan's % Interest
Brokerage fund:				
Mutual funds	$ 375,530	0.0%	$ 617,373	3.6%
Cash	1,078,880	2.3%	753,852	0.3%
Common stock	2,185,023	4.2%	1,627,844	4.0%
Common/collective trusts:				
Fidelity Managed Income Portfolio	91,809	0.0%	98,413	0.0%
Common stocks:				
Belo Series A common stock	5,923,763	0.0%	5,275,597	0.0%
A. H. Belo Series A common stock	694,077	0.0%	777,026	0.0%
Mutual funds:				
Fidelity Puritan Fund	-	0.0%	16,906,187	0.4%
Fidelity Puritan K Fund	19,218,670	0.5%	-	0.0%
Dodge and Cox International Stock Fund	7,903,936	2.0%	6,165,466	1.1%
Spartan 500 Index Institutional Fund Inv	20,854,468	0.6%	17,778,727	0.3%
Spartan International Index Fund Inv	-	0.0%	2,201,748	1.8%
Spartan International Index Fund Adv	2,520,693	2.4%	-	0.0%
Janus Research Fund	-	0.0%	6,024,085	0.8%
Janus Research I Fund	8,394,739	1.5%	-	0.0%
Neuberger Berman Genesis Fund	18,700,552	3.2%	17,356,754	2.4%
Vanguard Extended Market Index Fund	-	0.0%	11,042,790	0.7%
Vanguard Extended Market Index Fund Ins	12,949,823	1.1%	-	0.0%
Hartford Capital Appreciation HLS Fund	28,545,028	0.0%	26,032,512	0.0%
Hartford Capital Appreciation Y Fund	104,290	100.0%	76,293	100.0%
Fidelity Magellan Fund	-	0.0%	17,347,969	0.4%
Fidelity Magellan K Fund	18,711,645	0.4%	-	0.0%
TRP Equity Income Fund	4,300,771	3.7%	2,754,550	0.5%
Fidelity Intermediate Bond Fund	13,930,296	2.8%	12,507,432	1.9%
Fidelity Freedom K Income Fund	1,236,354	2.8%	1,312,472	0.8%
Fidelity Freedom K 2000 Fund	498,853	0.3%	533,295	0.3%
Fidelity Freedom K 2005 Fund	160,886	42.3%	158,349	51.7%
Fidelity Freedom K 2010 Fund	2,437,210	24.3%	2,427,039	23.3%
Fidelity Freedom K 2015 Fund	4,725,859	46.1%	3,673,562	44.8%
Fidelity Freedom K 2020 Fund	12,441,195	29.6%	10,542,767	26.3%
Fidelity Freedom K 2025 Fund	7,128,196	36.6%	5,158,781	37.7%
Fidelity Freedom K 2030 Fund	10,031,459	11.3%	7,744,233	10.4%
Fidelity Freedom K 2035 Fund	3,411,382	11.9%	2,347,166	12.5%
Fidelity Freedom K 2040 Fund	6,370,111	2.1%	5,120,322	1.8%

	December 31,			
	2012		2011	
	Master Trust Fair Value	Plan's % Interest	Master Trust Fair Value	Plan's % Interest
Fidelity Freedom K 2045 Fund	$ 4,012,962	0.1%	2,737,419	0.1%
Fidelity Freedom K 2050 Fund	2,394,479	0.2%	1,514,651	0.2%
Fidelity Freedom K 2055 Fund	114,992	0.0%	-	0.0%
Money market mutual fund:				
Fidelity Retirement Government Money Market Portfolio	22,710,483	4.6%	22,665,180	3.4%
Total assets, at fair value	244,158,414		211,279,854	
Adjustment from fair value to contract value for fully benefit-responsive investment contracts held by a common/collective trust	(2,627)	0.0%	(2,427)	0.0%
	$ 244,155,787		$ 211,277,427	

The Plan's portion of the net investment income of the Master Trust was approximately 4.4% or $1,235,598 for the year ended December 31, 2012. Net investment income of the Master Trust accounts for the year ended December 31, 2012, and the Plan's share of net investment income of each Master Trust account is summarized as follows:

	Net (Depreciation) Appreciation Fair Value of Investments	Interest and Dividends	Net Investment (Loss) Income	Plan's Share In Net Investment (Loss) Income
Brokerage fund:				
Mutual funds	$ 194	$ -	$ 194	0.0%
Cash	1,025	3	1,028	12.5%
Common stock	49,949	49,862	99,811	5.0%
Common/collective trusts:				
Fidelity Managed Income Portfolio	-	1,195	1,195	0.0%
Common stocks:				
Belo Series A common stock	1,105,503	140	1,105,643	0.0%
A.H. Belo Series A common stock	(17,232)	21	(17,211)	0.0%
Mutual funds:				
Fidelity Puritan Fund	1,585,772	174,849	1,760,621	0.4%
Fidelity Puritan Fund K	49,565	566,871	616,436	0.5%
Dodge and Cox International Stock Fund	1,180,446	187,086	1,367,532	1.6%
Spartan 500 Index Institutional Fund	2,415,075	481,259	2,896,334	0.5%

	Net (Depreciation) Appreciation Fair Value of Investments	Interest and Dividends	Net Investment (Loss) Income	Plan's Share In Net Investment (Loss) Income
Spartan International Index Fund Inv	198,463	-	198,463	1.8%
Spartan International Index Fund Adv	131,188	79,077	210,265	2.5%
Janus Research Fund	658,718	24,226	682,944	0.3%
Janus Research I Fund	342,974	146,351	489,325	1.3%
Neuberger Berman Genesis Fund	909,943	901,917	1,811,860	2.5%
Vanguard Extended Market Index Fund	1,219,701	-	1,219,701	0.6%
Vanguard Extended Market Index Fund Ins	566,614	234,294	800,908	0.9%
Hartford Capital Appreciation HLS Fund	4,236,316	404,287	4,640,603	0.0%
Hartford Capital Appreciation Y Fund	13,297	1,144	14,441	100.0%
Fidelity Magellan Fund	2,221,229	38,165	2,259,394	0.4%
Fidelity Magellan K Fund	542,014	241,092	783,106	0.4%
TRP Equity Income	451,203	89,005	540,208	2.6%
Fidelity Intermediate Bond Fund	318,015	347,986	666,001	2.5%
Fidelity Freedom K Income Fund	37,970	36,821	74,791	0.9%
Fidelity Freedom K 2000 Fund	18,786	16,348	35,134	0.3%
Fidelity Freedom K 2005 Fund	7,997	6,400	14,397	41.3%
Fidelity Freedom K 2010 Fund	159,994	99,753	259,747	21.8%
Fidelity Freedom K 2015 Fund	255,845	173,303	429,148	43.9%
Fidelity Freedom K 2020 Fund	820,529	471,310	1,291,839	26.8%
Fidelity Freedom K 2025 Fund	508,375	265,037	773,412	35.6%
Fidelity Freedom K 2030 Fund	747,451	376,665	1,124,116	10.4%
Fidelity Freedom K 2035 Fund	262,684	116,169	378,853	12.0%
Fidelity Freedom K 2040 Fund	556,286	220,802	777,088	1.9%
Fidelity Freedom K 2045 Fund	334,929	119,903	454,832	0.1%
Fidelity Freedom K 2050 Fund	199,129	67,374	266,503	0.2%
Fidelity Freedom K 2055 Fund	3,761	1,906	5,667	0.0%
Money market mutual fund:				
Fidelity Retirement Government Money Market Portfolio	11,115	45,020	56,135	0.2%
	$ 22,104,823	$ 5,985,641	$ 28,090,464	

All investment information disclosed in the accompanying financial statements and supplemental schedule including the Plan's interest in Belo Corp. Defined Contribution Trust at December 31, 2012, and the Plan's interest in net investment loss from Belo Corp. Defined Contribution Trust for the year ended December 31, 2012, was obtained or derived from information provided to the plan administrator and certified as complete and accurate by Fidelity Management Trust Company, the trustee of the Plan.

5. Fair Value Measurements

ASC 820 establishes a framework for measuring fair value, clarifies the definition of fair value, and expands disclosures about fair value measurements. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants (i.e. the exit price). That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the assets or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified contractual term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Common stocks and mutual funds are valued at quoted market prices based on the closing price reported on the active market on which the stocks and mutual funds are traded. Investments in common collective trusts are reported at the net asset value based on the fair value of the underlying assets as determined by the sponsor of the respective trusts.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following tables set forth by level, within the fair value hierarchy, the Master Trust assets at fair value as of December 31, 2012 and 2011:

	As of December 31, 2012			
	Total	**Level 1**	**Level 2**	**Level 3**
Brokerage fund:				
Mutual funds	$ 375,530	$ 375,530	$ -	$ -
Cash	1,078,880	1,078,880	-	-
Common stock	2,185,023	2,185,023	-	-

	As of December 31, 2012			
	Total	**Level 1**	**Level 2**	**Level 3**
A. H. Belo Series A common stock	$ 694,077	$ 694,077	$ -	$ -
Belo Series A common stock	5,923,763	5,923,763	-	-
Short-term money market mutual fund	22,710,483	22,710,483	-	-
Managed income fund (a)	91,809	-	91,809	-
Mutual funds:				
Bond	13,930,296	13,930,296	-	-
International equities	10,424,629	10,424,629	-	-
Domestic equities small blend	18,700,552	18,700,552	-	-
Domestic equities mid blend	12,949,823	12,949,823	-	-
Domestic equities large blend	49,399,496	49,399,496	-	-
Domestic equities large value	4,300,771	4,300,771	-	-
Domestic equities large growth	27,106,384	27,106,384	-	-
Life cycle and other blended (b)	74,286,898	74,286,898	-	-
	$ 244,158,414	$ 244,066,605	$ 91,809	$ -

	As of December 31, 2011			
	Total	**Level 1**	**Level 2**	**Level 3**
Brokerage fund:				
Mutual funds	$ 617,373	$ 617,373	$ -	$ -
Cash	753,852	753,852	-	-
Common stock	1,627,844	1,627,844	-	-
A. H. Belo Series A common stock	777,026	777,026	-	-
Belo Series A common stock	5,275,597	5,275,597	-	-
Short-term money market mutual fund	22,665,180	22,665,180	-	-
Managed income fund (a)	98,413	-	98,413	-
Mutual Funds:				
Bond	12,507,432	12,507,432	-	-
International equities	8,367,214	8,367,214	-	-
Domestic equities small blend	17,356,754	17,356,754	-	-
Domestic equities mid blend	11,042,790	11,042,790	-	-
Domestic equities large blend	43,811,239	43,811,239	-	-
Domestic equities large value	2,754,550	2,754,550	-	-
Domestic equities large growth	23,372,054	23,372,054	-	-
Life cycle and other blended (b)	60,252,536	60,252,536	-	-
	$ 211,279,854	$ 211,181,441	$ 98,413	$ -

(a) This category is a common/collective trust fund that is designed to deliver safety and stability by preserving principal and accumulating earnings. This fund is primarily invested in guaranteed investment contracts and synthetic investment contracts. Participant-directed redemptions have no restrictions; however, the Plan is required to provide a 12 month redemption notice to liquidate its entire share in the fund. The fair value of this fund has been estimated based on the fair value of the underlying investment contracts in the fund as reported by the issuer of the fund. The fair value differs from the contract value. As previously discussed in Note 2, contract value is the

relevant measurement attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan.

(b) This category includes investments in highly diversified funds designed to remain appropriate for investors in terms of risk throughout a variety of life circumstances. These funds share a common goal of first growing and then later preserving principal and contain a mix of common stocks, bonds and cash.

6. Income Tax Status

The Plan has received a determination letter from the IRS dated February 13, 2012, stating that the Plan is qualified under Section 401(a) of the Code and, therefore, the related trust is tax-exempt. Subsequent to this determination by the IRS, the Plan was amended. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualified status. The plan administrator believes the Plan is being operated in compliance with the applicable requirements of the Code and therefore, believes the Plan, as amended, is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States require plan management to evaluate uncertain tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The Plan administrator has analyzed the tax positions taken by the Plan and has concluded that as of December 31, 2012, there are no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan is subject to routine audits by taxing jurisdictions. As of the filing date, the tax years ended December 31, 2010 and 2011 are under audit. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2009.

7. Subsequent Events

As of June 3, 2013, the Plan merged into the Belo Savings Plan, a defined contribution plan sponsored by the Company and part of the Master Trust. At the date of merger, the value of all accounts transferred from the Plan into the Belo Savings Plan was $18,405,748.

On June 12, 2013, the Company entered into an Agreement and Plan of Merger (Merger Agreement) with Gannett Co., Inc., (Gannett), and Delta Acquisition Corp., a wholly-owned subsidiary of Gannett (Merger Sub). The Merger Agreement provides that, subject to the terms and conditions set forth in the Merger Agreement, Merger Sub will merge with and into the Company, with the Company continuing as the surviving corporation and a wholly-owned subsidiary of Gannett. Subject to antitrust approval, Federal Communications Commission approval, approval by holders of two-thirds of the voting power of Belo shares, and customary closing conditions, the Company expects the Merger to be consummated by the end of 2013.

The Plan has evaluated subsequent events from the date of the financial statements through August 30, 2013, the date the financial statements were available to be issued.

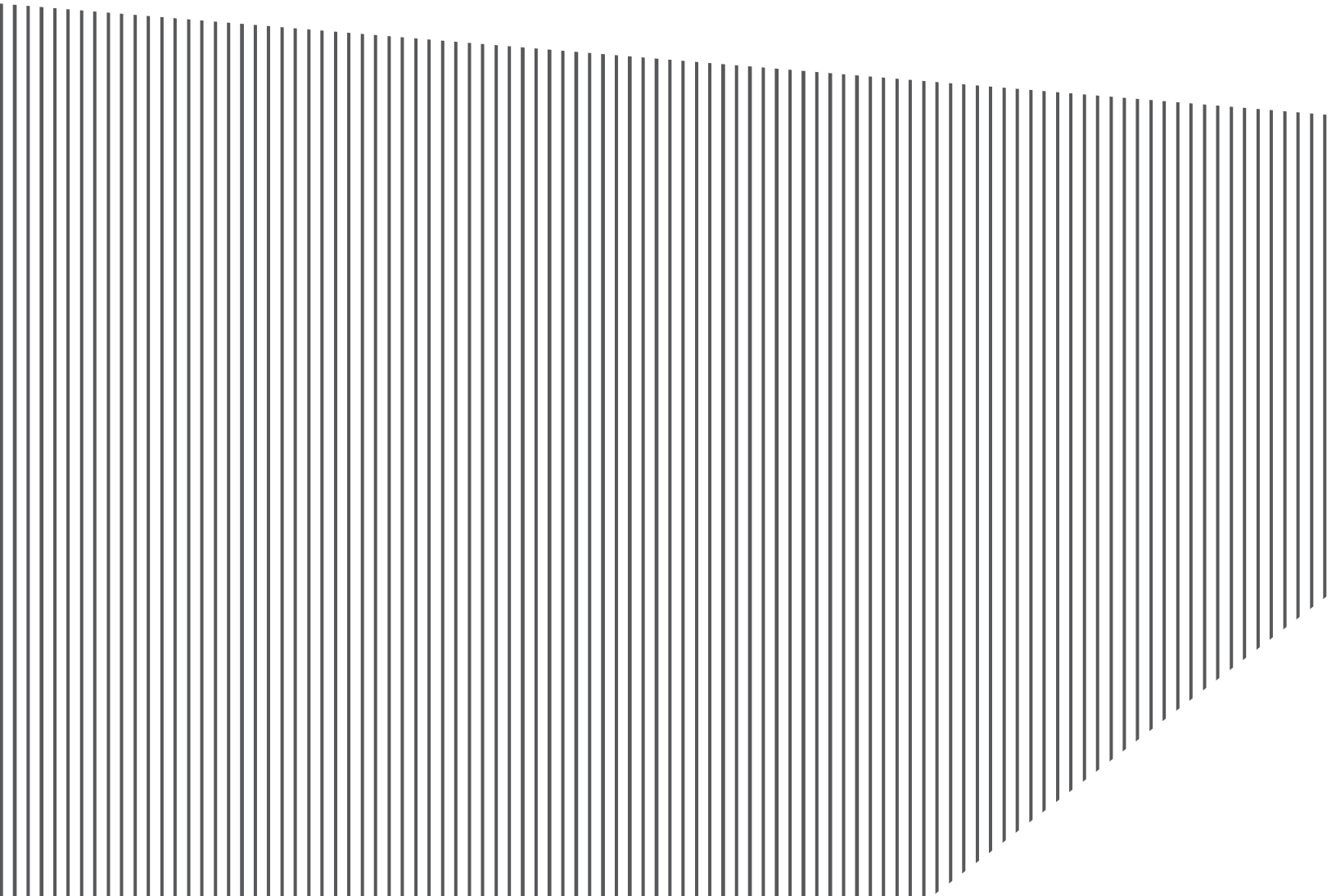
Ernst & Young LLP

Assurance | Tax | Transactions | Advisory

About Ernst & Young
Ernst & Young is a global leader in assurance, tax, transaction and advisory services. Worldwide, our 167,000 people are united by our shared values and an unwavering commitment to quality. We make a difference by helping our people, our clients and our wider communities achieve their potential.

For more information, please visit www.ey.com

Ernst & Young refers to the global organization of member firms of Ernst & Young Global Limited, each of which is a separate legal entity. Ernst & Young Global Limited, a UK company limited by guarantee, does not provide services to clients. This Report has been prepared by Ernst & Young LLP, a client serving member firm located in the United States.



PLAN NAME: BELO PENSION TRANSITION SUPPLEMENT PLAN
PLAN SPONSOR NAME: BELO CORP.
EIN: 75-0135890 PN: 005
ATTACHMENT TO FORM 5500, SCH H, 4i
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
12/31/2012

(A)	(B) Identity of issue, borrower, lessor, or similar party	(C) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(E) Current Value
	Interest Held in Master Trust	Various (includes Registered Investment Companies, Self Directed Brokerage, etc.)	14,048,759
		TOTAL	**14,048,759**

* Investment with party-in-interest to the Plan