FORM 8-K

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HEARST ARGYLE TELEVISION INC

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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

March 18, 1999
Date of Report (Date of earliest event reported)

HEARST-ARGYLE TELEVISION, INC.
(Exact Name of Registrant as Specified in its Charter)

Delaware	000-27000	74-271753
(State of Organization)	(Commission File Number)	(IRS Employer Identification No.)

888 Seventh Avenue
New York, New York 10106
(Address of Registrant's Principal Executive Office) (Zip Code)

(212) 887-6800
(Registrant's telephone number, including area code)

Item 2. Acquisition or Disposition of Assets.

On March 18, 1999, Hearst-Argyle Television, Inc. (the "Company") completed its acquisition of the television and radio broadcast business operations of Pulitzer Publishing Company, a Delaware corporation ("Pulitzer"), pursuant to the Amended and Restated Agreement and Plan of Merger, dated as of May 25, 1998, by and among the Company, Pulitzer and Pulitzer Inc., a Delaware corporation and wholly-owned subsidiary of Pulitzer ("New Pulitzer"). The transaction was approved by the Company's stockholders at a special meeting held on March 17, 1999. In connection with the Merger, Pulitzer transferred to New Pulitzer all of Pulitzer's assets (other than broadcasting assets) and the net proceeds of $700 million of new debt after the satisfaction of certain liabilities (the "New

Debt"), subject to all liabilities of Pulitzer (other than broadcasting liabilities, the New Debt and certain other obligations), and distributed shares of capital stock of New Pulitzer to Pulitzer's stockholders. Immediately thereafter, Pulitzer (with its remaining television and radio broadcast assets and liabilities, the New Debt and certain other obligations) was merged with and into the Company, with the Company being the surviving corporation in the merger (the "Merger").

In the Merger, each share of Pulitzer common stock, par value $.01 per share, and Class B common stock, par value $.01 per share, was converted into the right to receive 1.63914877 shares of the Company's Series A Common Stock, par value $.01 per share ("Company Series A Common Stock"). The aggregate number of shares of Company Series A Common Stock issued pursuant to the Merger was 37,096,774. In addition, the Company repaid the New Debt immediately after the Merger with proceeds from a borrowing under an existing credit facility of the Company.

Prior to the Merger, Pulitzer owned or leased certain plant, equipment and other physical property, which were used in the conduct of its television and radio broadcast business. The Company intends to continue to use such assets for substantially the same business purposes as used by Pulitzer.

Copies of the Company's press releases announcing approval of the Merger by the Company's stockholders and the consummation of the Merger are attached hereto as Exhibits 99.1 and 99.2.

Item 7. Financial Statements and Exhibits.

(a) Financial statements of businesses acquired.

It is impracticable to file with this Form 8-K the financial statements and pro forma financial information required with respect to the Merger. Such financial statements and pro forma financial information will be filed by amendment to this Form 8-K as soon as practicable and, in any event, within 60 days after the required filing date for this Form 8-K.

(b) Pro forma financial information.

See Item 7(a) above.

(c) Exhibits.

2.1 Amended and Restated Agreement and Plan of Merger, including certain exhibits thereto, dated as of May 25, 1998, by and among Pulitzer Publishing Company, Pulitzer Inc. and Hearst-Argyle Television, Inc. (incorporated by reference to the Company's Current Report on Form 8-K dated January 20, 1999).

99.1 Press Release of Hearst-Argyle Television, Inc., dated March 17, 1999.

99.2 Press Release of Hearst-Argyle Television, Inc., dated March 18, 1999.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

HEARST-ARGYLE TELEVISION, INC.

By: /s/ Dean H. Blythe

Dean H. Blythe
Senior Vice President - Corporate Development,
Secretary and General Counsel

Date: March 26, 1999

EXHIBIT INDEX

Exhibit No.	Exhibit
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99.1	Press Release of Hearst-Argyle Television, Inc., dated March 17, 1999.
99.2	Press Release of Hearst-Argyle Television, Inc., dated March 18, 1999.

EXHIBIT 99.1

NEWS

Contact: Thomas W. Campo
(212) 887-6827

HEARST-ARGYLE TELEVISION STOCKHOLDERS APPROVE ACQUISITION OF PULITZER BROADCAST GROUP

NEW YORK, NY, March 17, 1999 Hearst-Argyle Television, Inc. (NYSE: HTV) announced today that its stockholders approved the acquisition by Hearst-Argyle of the broadcast group of Pulitzer Publishing Company (NYSE: PTZ). The transaction is expected to close on March 18.

The stockholders of Pulitzer Publishing also approved the acquisition by Hearst-Argyle at a meeting held today.

Also at the Hearst-Argyle meeting, Hearst-Argyle stockholders approved an amendment to the Company's amended and restated certificate of incorporation to increase the number of authorized shares of Hearst-Argyle Common Stock from 200 million to 300 million shares.

Upon completion of the merger, Hearst-Argyle Television, Inc. will own and/or manage 26 network-affiliated television stations, and will own and/or manage seven radio stations, in geographically diverse U.S. markets. The Company's television stations will reach about 17.5% of U.S. TV households, making it one of the two largest non-network owned television station groups in the United States as well as one of the eight largest television groups overall as measured by audience delivered. Hearst-Argyle trades on the New York Stock Exchange under the symbol "HTV."

EXHIBIT 99.2

NEWS

Contact: Thomas W. Campo
(212) 887-6827

HEARST-ARGYLE TELEVISION COMPLETES ACQUISITION OF
PULITZER BROADCAST GROUP

NEW YORK, NY, March 18, 1999 Hearst-Argyle Television, Inc. (NYSE: HTV) announced today that it has completed its previously announced acquisition of the broadcast group of Pulitzer Publishing Company, following a shareholder vote of both companies.

Pulitzer Publishing Company was merged into Hearst-Argyle, with Hearst-Argyle issuing 37,096,774 shares of Series "A" Common Stock to the stockholders of Pulitzer Publishing. Holders of Pulitzer Publishing common stock received 1.63915 shares of Hearst-Argyle Series "A" Common Stock for each share of Pulitzer Publishing common stock. Immediately prior to the merger, Pulitzer Publishing had $700 million of outstanding debt, which Hearst-Argyle assumed and repaid with proceeds from a borrowing under Hearst-Argyle's existing credit facility. Immediately prior to the merger, Pulitzer Publishing transferred its newspaper and other non-broadcast operations to a newly formed subsidiary, Pulitzer, Inc., and distributed the capital stock of Pulitzer, Inc. in a spin-off to the stockholders of Pulitzer Publishing.

In the transaction, Hearst-Argyle acquired nine television stations and five radio stations, bringing the Company's total to 26 owned and/or managed TV stations, and seven radio stations.

"We are now firmly positioned with what we feel is the best group of broadcast television assets in the business," said Bob Marbut, chairman and co-chief executive officer of Hearst-Argyle Television. "This transaction is a pivotal event in our Company's development:

- It positions us among a handful of the largest TV broadcasting groups that have sufficient scale to compete effectively as this industry consolidates;

- It gives us the diversity of geographic position and network affiliation that is required to dampen the cycles of specific markets and networks; and

. It results in a quadrupling of our stock's free-trading public `float,' which will allow for greater efficiency of trading in our stock.

-more-

"All of these attributes result, we believe, in an excellent transaction for the existing and newest shareholders of Hearst-Argyle."

"This acquisition represents a strong and serious commitment to broadcast television," said John G. Conomikes, Hearst-Argyle Television president and co-chief executive officer. "The Pulitzer stations are powerful, household-name, local-brand franchises in fast-growing markets. We are very optimistic about the growth potential we have with this impressive, newly combined station group, and the outstanding people we have."

Separately, Hearst-Argyle announced that its annual meeting will be held on May 14, 1999, in New York City, for shareholders of record as of April 2, 1999, and that its 1998 annual report to shareholders is expected to be mailed in April. The Company's annual report on Form 10K will be filed by March 31.

Hearst-Argyle Television, Inc. owns and/or manages 26 network-affiliated television stations, and owns and/or manages seven radio stations, in geographically diverse U.S. markets. The Company's television stations reach about 17.5% of U.S. TV households, making it one of the two largest non-network owned television station groups in the United States as well as one of the eight largest television groups overall as measured by audience delivered. Hearst-Argyle trades on the New York Stock Exchange under the symbol "HTV."

This news release contains forward-looking statements that are subject to risks and uncertainties. Forward looking statements include information preceded by, followed by, or that include the words "believes," "expects," "anticipates," "could," or similar expressions. For these statements, the Company claims the protection of the safe harbor for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995. The following important factors, among them, could affect the future results of the Company and could cause those results to differ materially from those expressed in each forward-looking statement: material adverse changes in economic conditions in the markets served by the Company; future regulatory actions and conditions in the television stations' operating areas; and competition from others in the broadcast television markets served by the business.