

MCCLATCHY CO  
Form 3  
July 29, 2015

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |          | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |  |
| Â Geiger Terrance Jr.                     |          | (Month/Day/Year)                     | MCCLATCHY CO [MNI]   |  |
| (Last)                                    | (First)  | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
|   |          | 07/27/2015                           |  |  |
| 2100 Q STREET                             |          |                                      | (Check all applicable)   | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
|   | (Street) |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| SACRAMENTO,Â CAÂ 95816                    |          |                                      | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input type="checkbox"/> Form filed by More than One Reporting Person  |
| (City)                                    | (State)  | (Zip)                                | (give title below) (specify below)   |  |
|   |          |                                      | VP, Technology   |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Class A Common Stock            | 312   | D  | Â   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|  | Date Exercisable   | Expiration Date   | Title  | Amount or Number of  |   |

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|                                   |       |            |                            | Shares |          | (I)<br>(Instr. 5) |   |
|-----------------------------------|-------|------------|----------------------------|--------|----------|-------------------|---|
| Employee Stock Appreciation Right | Â (1) | 12/13/2015 | Class A<br>Common<br>Stock | 2,000  | \$ 59.09 | D                 | Â |
| Employee Stock Appreciation Right | Â (2) | 12/12/2016 | Class A<br>Common<br>Stock | 5,000  | \$ 42.5  | D                 | Â |
| Employee Stock Appreciation Right | Â (3) | 12/11/2017 | Class A<br>Common<br>Stock | 7,000  | \$ 13.22 | D                 | Â |
| Employee Stock Appreciation Right | Â (4) | 02/23/2021 | Class A<br>Common<br>Stock | 1,750  | \$ 4.08  | D                 | Â |
| Employee Stock Appreciation Right | Â (5) | 02/22/2022 | Class A<br>Common<br>Stock | 3,500  | \$ 2.76  | D                 | Â |
| Employee Restricted Stock Units   | Â (6) | Â (6)      | Class A<br>Common<br>Stock | 3,000  | \$ (7)   | D                 | Â |
| Employee Restricted Stock Units   | Â (8) | Â (8)      | Class A<br>Common<br>Stock | 3,600  | \$ (7)   | D                 | Â |
| Employee Restricted Stock Unit    | Â (9) | Â (9)      | Class A<br>Common<br>Stock | 9,300  | \$ (7)   | D                 | Â |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |                  |       |
|--|---------------|-----------|------------------|-------|
|  | Director      | 10% Owner | Officer          | Other |
| Geiger Terrance Jr.<br>2100 Q STREET<br>SACRAMENTO, CA 95816 | Â             | Â         | Â VP, Technology | Â     |

## Signatures

/s/ Terrance Geiger 07/29/2015

\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) The Employee Stock Appreciation Right provides for vesting in four equal installments beginning on March 1, 2007.

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- (2) The Employee Stock Appreciation Right provides for vesting in four equal installments beginning on March 1, 2008.
- (3) The Employee Stock Appreciation Right provides for vesting in four equal installments beginning on March 1, 2009.
- (4) The Employee Stock Appreciation Right provides for vesting in four equal installments beginning on March 1, 2012.
- (5) The Employee Stock Appreciation Right provides for vesting in four equal installments beginning on March 1, 2013.
- (6) The restricted stock units granted pursuant to The McClatchy Company vest on March 1, 2016.
- (7) Each restricted stock unit represents a contingent right to receive one share of McClatchy Class A Common Stock.
- (8) The restricted stock units granted pursuant to The McClatchy Company vest on March 1, 2016.
- (9) The restricted stock units granted pursuant to The McClatchy Company vest on March 1, 2016.

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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