

TEGNA INC
Form 3
June 09, 2017

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 *

Â Trelstad Lynn B.

(Last) (First) (Middle)

C/O TEGNA INC.,Â 7950
JONES BRANCH DRIVE

(Street)

MCLEAN,Â VAÂ 22107

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

06/01/2017

3. Issuer Name **and** Ticker or Trading Symbol
TEGNA INC [TGNA]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

☐ Director ☐ 10% Owner

☒ Officer ☐ Other
(give title below) (specify below)

EVP and COO - Media
Operations

6. Individual or Joint/Group Filing(Check Applicable Line)

☒ Form filed by One Reporting Person

☐ Form filed by More than One Reporting Person

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)

Common Stock

13,237

D

Â

Common Stock

4,301.92

I

By 401(k) Plan

Common Stock

66.58

I

By Spouse through 401(k) Plan

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

4. Conversion
5. Ownership

6. Nature of Indirect Beneficial

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	Date Exercisable	Expiration Date	Derivative Security (Instr. 4) Title	Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)
Restricted Stock Units	12/31/2017	12/31/2017	Common Stock	5,663	\$ <u>(1)</u>	D	Â
Restricted Stock Units	Â <u>(2)</u>	Â <u>(2)</u>	Common Stock	6,954	\$ <u>(1)</u>	D	Â
Restricted Stock Units	Â <u>(3)</u>	Â <u>(3)</u>	Common Stock	12,497	\$ <u>(1)</u>	D	Â
Restricted Stock Units	Â <u>(4)</u>	Â <u>(4)</u>	Common Stock	15,829	\$ <u>(1)</u>	D	Â
Restricted Stock Units	12/31/2017	12/31/2017	Common Stock	2,454	\$ <u>(1)</u>	I	By Spouse
Restricted Stock Units	Â <u>(5)</u>	Â <u>(5)</u>	Common Stock	1,841	\$ <u>(1)</u>	I	By Spouse
Restricted Stock Units	Â <u>(6)</u>	Â <u>(6)</u>	Common Stock	2,717	\$ <u>(1)</u>	I	By Spouse
Restricted Stock Units	Â <u>(7)</u>	Â <u>(7)</u>	Common Stock	3,562	\$ <u>(1)</u>	I	By Spouse

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Trelstad Lynn B. C/O TEGNA INC. 7950 JONES BRANCH DRIVE MCLEAN, VA 22107	Â	Â	Â EVP and COO - Media Operations	Â

Signatures

/s/ Akin S. Harrison,
Attorney-in-Fact

06/09/2017

**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) Each restricted stock unit represents a contingent right to receive one share of the underlying common stock.
- (2) The restricted stock units vest in four equal annual installments beginning on December 31, 2015. Vested shares will be delivered to the reporting person upon the earliest to occur of the termination of employment of the reporting person, a change in control of the Issuer, and December 31, 2018.

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- (3) The restricted stock units vest in four equal annual installments beginning on December 31, 2016. Vested shares will be delivered to the reporting person upon the earliest to occur of the termination of employment of the reporting person, a change in control of the Issuer, and December 31, 2019.
- (4) The restricted stock units vest in four equal annual installments beginning on December 31, 2017 and, unless delivered earlier following a termination of employment of the reporting person or a change in control of the Issuer, the corresponding vested shares of the Issuer's common stock will be delivered to the reporting person in four equal annual installments beginning on January 2, 2018.
- (5) The restricted stock units vest in four equal annual installments beginning on December 31, 2015. Vested shares will be delivered to the reporting person's spouse upon the earliest to occur of the termination of employment of the reporting person's spouse, a change in control of the Issuer, and December 31, 2018.
- (6) The restricted stock units vest in four equal annual installments beginning on December 31, 2016. Vested shares will be delivered to the reporting person's spouse upon the earliest to occur of the termination of employment of the reporting person's spouse, a change in control of the Issuer, and December 31, 2019.
- (7) The restricted stock units vest in four equal annual installments beginning on December 31, 2017 and, unless delivered earlier following a termination of employment of the reporting person's spouse or a change in control of the Issuer, the corresponding vested shares of the Issuer's common stock will be delivered to the reporting person's spouse in four equal annual installments beginning on January 2, 2018.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.