FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20549 |
|-------------|------|-------|
|-------------|------|-------|

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL             |     |  |  |  |  |  |  |  |  |
|--------------------------|-----|--|--|--|--|--|--|--|--|
| OMB Number: 3235-028     |     |  |  |  |  |  |  |  |  |
| Estimated average burden |     |  |  |  |  |  |  |  |  |
| hours per response:      | 0.5 |  |  |  |  |  |  |  |  |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Instruction 1(b)

| Name and Address of Reporting Person* <u>Witmer Melinda</u>  |   |  |  |                 | 2. Issuer Name and Ticker or Trading Symbol TEGNA INC [ TGNA ] |  |        |     |  |          |                         |                       |   | Relationship (<br>neck all applic<br>X Directo                    | cable)<br>or | ) Pers        | 10% Ov   | vner   |  |
|--|---|--|--|-----------------|--|--|--------|-----|--|----------|-------------------------|-----------------------|---|---|--------------|---------------|--|--|--|
| (Last)   | (Fi<br>GNA INC.   | rst)                                       | (Middle)   |                 | 3. Date of Earliest Transaction (Month/Day/Year) 05/27/2020    |  |        |     |  |          |                         |                       |   | Officer<br>below)   | (give title  |               | Other (s<br>below)   | specify  |  |
| 8350 BROAD STREET, SUITE 2000  |   |  |  |                 | 4. If Amendment, Date of Original Filed (Month/Day/Year)       |  |        |     |  |          |                         |                       | 6. Individual or Joint/Group Filing (Check Applicable Line)       |   |              |               |  |  |  |
| (Street)   | S VA  | A  | 22102  |                 |  |  |        |     |  |          |                         |                       | Lin   | X Form f  | iled by More |               | orting Person  |  |  |
| (City)   | (St   | tate)                                      | (Zip)  |                 |  |  |        |     |  |          |                         |                       |   |   |              |               |  |  |  |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned   |   |  |  |                 |  |  |        |     |  |          |                         |                       |   |   |              |               |  |  |  |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Da   |   |  |  | Execution Date, |  | 3. Transaction Code (Instr. 8) S S S S S S S S S S S S S S S S S S |        |     | ed (A) or<br>str. 3, 4 an                                | Benefici | es<br>ally<br>Following | Form<br>(D) or        | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |              |               |  |  |  |
|  |   |  |  |                 |  |  | Code   | v   | Amount   | (A) o    | r<br>Price              | Transaci<br>(Instr. 3 | tion(s)   |   |              | (111541. 4)   |  |  |  |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |   |  |  |                 |  |  |        |     |  |          |                         |                       |   |   |              |               |  |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date<br>if any<br>(Month/Day/Yea | ate, Tr         | 4.<br>Transactic<br>Code (Insi                                 |  |        |     | 6. Date Exercisab<br>Expiration Date<br>(Month/Day/Year) |          |                         | of Securities         |   | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)               |              | e<br>s<br>lly | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|  |   |  |  | Co              | ode '  | v  | (A)    | (D) | Date<br>Exercisab  |          | Expiration<br>Date      | Title                 | Amount<br>or<br>Number<br>of<br>Shares                            |   |              |               |  |  |  |
| Restricted<br>Stock<br>Units   | (1)   | 05/27/2020                                 |  |                 | A  |  | 10,204 |     | (2)  |          | (2)                     | Common<br>Stock       | 10,204  | \$0   | 10,204       |               | D  |  |  |

## **Explanation of Responses:**

- 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 quarterly installments beginning on August 1, 2020, except that the last quarterly installment shall vest on the earlier of the date of the next Annual Meeting of Stockholders of the Issuer and May 1, 2021. Unless delivery has been deferred by election of the reporting person, vested shares will be delivered to the reporting person as soon as administratively practicable upon the earliest to occur of the reporting person's separation from service with the Issuer, certain changes in control of the Issuer and May 1, 2021.

## Remarks:

/s/ Akin S. Harrison, attorney-

05/29/2020

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (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).

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

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