SEC Form 4

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FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1					1				. ,		-						
1. Name and Address of Reporting Person [*] NESS SUSAN				2. Issuer Name and Ticker or Trading Symbol TEGNA INC [TGNA]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
INESS SUSAIN							,					X	Directo	r		10% O\	wner
(Last)	(F	ïrst)	3. Date of Earliest Transaction (Month/Day/Year) 05/01/2021							1	Officer below)	(give title		Other (s below)	specify		
C/O TEGNA INC.					05/01/2	-021											
8350 BROAD STREET, SUITE 2000					4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Inc Line)	6. Individual or Joint/Group Filing (Check Applicable					
(Street)													X Form filed by One Reporting Person				
TYSONS	S V.	A	22102											led by Mor	•	0	
(City)	(S	itate)	(Zip)														
		Та	ble I - Nor	n-Deriva	ative Se	ecurities Acq	uired,	Disp	posed of	f, oı	r Bene	ficially	Owned				
1. Title of Security (Instr. 3) 2. Trans Date (Month/I					action Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			Securitie Beneficia Owned F	5. Amount of Securities Beneficially Owned Following Reported		Direct Indirect tr. 4)	7. Nature of Indirect Beneficial Ownership	
							Code	v	Amount		(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				(Instr. 4)
Common Stock 05/02							М		10,410	.0 A		(1)	46,244			D	
						urities Acqui Is, warrants,							Dwned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/)	Co	ansaction ode (Instr.	Derivative	Expiration Date (Month/Day/Year)		7. Title and Amo of Securities Underlying Derivative Secu		s	Derivative de Security S		e s	10. Ownership Form: Direct (D)	11. Nature of Indirect Beneficial Ownership	

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)		Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year)		of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Restricted Stock Units	(1)	05/01/2021		М			10,410 ⁽²⁾	(3)	(3)	Common Stock	10,410	\$0	0	D	

Explanation of Responses:

1. Each restricted stock unit represents a contingent right to receive one share of the underlying common stock.

2. Includes 206 additional restricted stock units received by the reporting person as dividend equivalent restricted stock units in respect of the restricted stock unit grant.

3. The restricted stock units vested in four equal quarterly installments beginning on August 1, 2020. The last quarterly installment vested on May 1, 2021.

Remarks:

/s/ Akin S. Harrison, attorney-05/04/2021 in-fact

Date

** Signature of Reporting Person

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.