

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 1)*

Tegna, Inc.

(Name of Issuer)

Common Stock, Par Value \$1.00 Per Share

(Title of Class of Securities)

87901J105

(CUSIP Number)

03/31/2025

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☒ Rule 13d-1(b)
- ☐ Rule 13d-1(c)
- ☐ Rule 13d-1(d)

SCHEDULE 13G

CUSIP No. 87901J105

	Names of Reporting Persons
1	Pacer US Small Cap Cash Cows ETF
	Check the appropriate box if a member of a Group (see instructions)
2	☐ (a) ☐ (b)
3	Sec Use Only
	Citizenship or Place of Organization
4	DELAWARE

	Sole Voting Power
5	0.00
Number of Shares Beneficially Owned by Each Reporting Person With:	Shared Voting Power
6	2,073,100.00
	Sole Dispositive Power
7	0.00
	Shared Dispositive Power
8	2,073,100.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person
	2,073,100.00
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)
	☐
11	Percent of class represented by amount in row (9)
	1.3 %
12	Type of Reporting Person (See Instructions)
	IV

SCHEDULE 13G

CUSIP No. 87901J105

1	Names of Reporting Persons
	Pacer US Small Cap Cash Cows Growth Leaders ETF
	Check the appropriate box if a member of a Group (see instructions)
2	☐ (a)
	☐ (b)
3	Sec Use Only
4	Citizenship or Place of Organization
	DELAWARE
	Sole Voting Power
5	0.00
Number of Shares Beneficially Owned by Each Reporting Person With:	Shared Voting Power
6	20,547.00
	Sole Dispositive Power
7	0.00
	Shared Dispositive Power
8	20,547.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person
	20,547.00
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)
	☐

11	Percent of class represented by amount in row (9)
	0.01 %
12	Type of Reporting Person (See Instructions)
	IV

SCHEDULE 13G

CUSIP No. 87901J105

1	Names of Reporting Persons
	Pacer Advisors, Inc.
	Check the appropriate box if a member of a Group (see instructions)
2	☐ (a)
	☐ (b)
3	Sec Use Only
4	Citizenship or Place of Organization
	PENNSYLVANIA
	Sole Voting Power
5	0.00
Number of	Shared Voting Power
Shares	6
Beneficially	2,093,647.00
Owned by	Sole Dispositive Power
Each	7
Reporting	0.00
Person	Shared Dispositive
With:	Power
	8
	2,093,647.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person
	2,093,647.00
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)
	☐
11	Percent of class represented by amount in row (9)
	1.31 %
12	Type of Reporting Person (See Instructions)
	IA

SCHEDULE 13G

CUSIP No. 87901J105

1	Names of Reporting Persons
	Joe M. Thomson
2	Check the appropriate box if a member of a Group (see instructions)

- ☐ (a)
- ☐ (b)

3 Sec Use Only
Citizenship or Place of Organization

4 UNITED STATES

Sole Voting Power

5

0.00

Number of
Shares
Beneficially

Shared Voting Power

6

2,093,647.00

Owned by
Each
Reporting
Person

Sole Dispositive Power

7

0.00

With:
Shared Dispositive

Power

8

2,093,647.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9

2,093,647.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10



Percent of class represented by amount in row (9)

11

1.31 %

Type of Reporting Person (See Instructions)

12

IN

SCHEDULE 13G

Item 1.

Name of issuer:

(a)

Tegna, Inc.

Address of issuer's principal executive offices:

(b)

8350 Broad Street Suite 2000, Tysons, Virginia, 22102-5151

Item 2.

Name of person filing:

(a)

This statement is filed by Pacer US Small Cap Cash Cows ETF and Pacer US Small Cap Cash Cows Growth Leaders ETF, each a series of Pacer Funds Trust, a Delaware statutory trust (together, the Funds), Pacer Advisors, Inc., a Pennsylvania corporation (the Adviser), and Joe M. Thomson (Mr. Thomson) (Mr. Thomson together with the Funds and the Adviser, collectively, the Reporting Persons and each a Reporting Person), with respect to shares of common stock, par value \$1.00 per share (Common Stock), of Tegna Inc., a Delaware corporation (the Issuer). The Reporting Persons have entered into a Joint Filing Agreement, a copy of which is filed May 2, 2025 with this Schedule 13G Amendment as Exhibit 99.2, pursuant to which they have agreed to file this Schedule 13G jointly in accordance with the provisions of Rule 13d-1(k) of the Act.

Address or principal business office or, if none, residence:

(b)

The address of the principal business office of each of the Reporting Persons is 500 Chesterfield Parkway Malvern, Pennsylvania 19355.

Citizenship:

(c)

The Funds are series in a Delaware statutory trust, the Adviser is a Pennsylvania corporation, and Mr. Thomson is a United States citizen.

(d)

Title of class of securities:

Common Stock, Par Value \$1.00 Per Share

CUSIP No.:

(e)

87901J105

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) ☒ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) ☒ An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) ☐ A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ☐ A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k) ☐ Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

The Funds are registered under the Investment Company Act of 1940, as amended, and own directly 2,093,647 shares of Common Stock. The Adviser is registered under the Investment Advisers Act of 1940, as amended, and serves as the investment adviser to the Funds. Pursuant to the investment advisory agreement with the Funds, the Adviser maintains discretionary investment and voting authority with respect to 2,093,647 shares of Common Stock held by the Funds. Mr. Thomson is the majority stockholder of the Adviser and may be deemed to be the beneficial owner of the shares of Common Stock held by the Funds. Each of the Adviser and Mr. Thomson disclaims beneficial ownership of the shares of Common Stock held by the Funds. The percentages used herein are calculated upon 159,898,041 shares of common stock issued and outstanding as of December 31, 2024, pursuant to information supplied by the Issuer.

Percent of class:

(b) Funds: 1.31%, Adviser: 1.31%, Mr Thomson: 1.31% %

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

Funds: 0, Adviser: 0, Mr. Thomson: 0

(ii) Shared power to vote or to direct the vote:

Funds: 2,093,647, Adviser: 2,093,647, Mr. Thomson: 2,093,647

(iii) Sole power to dispose or to direct the disposition of:

Funds: 0, Adviser: 0, Mr. Thomson: 0

(iv) Shared power to dispose or to direct the disposition of:

Funds: 2,093,647, Adviser: 2,093,647, Mr. Thomson: 2,093,647

Item 5. Ownership of 5 Percent or Less of a Class.

☒ Ownership of 5 percent or less of a class

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable
Item 9. Notice of Dissolution of Group.
Not Applicable

Item 10. Certifications:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under ?? 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Pacer US Small Cap Cash Cows ETF

Signature: /s/ Joe M. Thomson
Name/Title: Joe M. Thomson, Chairman and President
Date: 05/02/2025

Pacer US Small Cap Cash Cows Growth Leaders ETF

Signature: /s/ Joe M. Thomson
Name/Title: Joe M. Thomson, Chairman and President
Date: 05/02/2025

Pacer Advisors, Inc.

Signature: /s/ Joe M. Thomson
Name/Title: Joe M. Thomson, President
Date: 05/02/2025

Joe M. Thomson

Signature: /s/ Joe M. Thomson
Name/Title: Joe M. Thomson
Date: 05/02/2025

Exhibit Information

Joint Agreement

JOINT FILING AGREEMENT

The undersigned hereby agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, and that all subsequent amendments to this statement on Schedule 13G may be filed on behalf of each of the undersigned without the necessity of filing additional joint filing agreements.

Dated: May 2, 2025

PACER FUNDS TRUST

By: /s/ Joe M. Thomson
Name: Joe M. Thomson
Title: Chairman and President

PACER ADVISORS, INC.

By: /s/ Joe M. Thomson
Name: Joe M. Thomson
Title: President

/s/ Joe M. Thomson
JOE M. THOMSON