

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): June 15, 2023

TEGNA INC.

(Exact name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

1-6961
(Commission
File Number)

16-0442930
(I.R.S. Employer
Identification No.)

**8350 Broad Street, Suite 2000, Tysons,
Virginia**
(Address of Principal Executive Offices)

22102-5151
(Zip Code)

(703) 873-6600
(Registrant's Telephone Number, Including Area Code)

Not Applicable
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Title of each class	Trading symbol(s)	Name of each exchange on which registered
Common Stock	TGNA	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On June 15, 2023, Ms. Lidia Fonseca and Mr. Bruce P. Nolop each notified TEGNA Inc. (the “Company”) of their respective decisions to retire from the Company’s Board of Directors and not stand for re-election at the Company’s next annual meeting of shareholders, scheduled to be held on August 17, 2023 (the “2023 Annual Meeting”). Ms. Fonseca and Mr. Nolop will each serve out the remainder of their respective terms, which will expire at the 2023 Annual Meeting.

Neither Ms. Fonseca’s nor Mr. Nolop’s decision to not stand for re-election was the result of any disagreement with the Company or its management on any matter relating to the Company’s operations, policies or practices.

The Company thanks Ms. Fonseca and Mr. Nolop for their years of service and valuable contributions to the Company.

SIGNATURE

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TEGNA INC.
(Registrant)

By: /s/ Akin S. Harrison
Akin S. Harrison
Senior Vice President and General Counsel

Date: June 16, 2023