

TEGNA INC
 Form 144
 March 07, 2017

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SEC USE ONLY
 DOCUMENT SEQUENCE NO.
 CUSIP NUMBER
 WORK LOCATION

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES

PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION: *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.*

1(a) NAME OF ISSUER (Please type or print)		(b) IRS IDENT. NO.		(c) S.E.C. FILE NO.	
TEGNA Inc. (Issuer)		16-0442930		1-6961	
1(d) ADDRESS OF ISSUER	STREET CITY	STATE	ZIP CODE	(e) TELEPHONE NO.	
				AREA CODE	NUMBER
7950 Jones Branch Drive	McLean	VA	22107	(703)	873-6600
2(a) NAME OF PERSON FOR WHOSE ACCOUNT		(b) RELATIONSHIP TO		(c) ADDRESS	
THE SECURITIES ARE TO BE SOLD		ISSUER	STREET	STATE	ZIP CODE
William A. Behan		Officer	McLean, VA	22107	
			c/o TEGNA Inc. 7950 Jones Branch Drive,		

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

		SEC					
		USE ONLY					
3(a)	(b)	(c)	(d)	(e)	(f)	(g)	
Title of the	Broker-Dealer	Number of Shares	Aggregating	Number of Shares	Approximate	Name of Each	

Class of Securities	Name and Address of Each Broker or Through Whom the Securities are To Be Sold to be Offered or Each Market	File Number	or Other Units	Market Value	Other Units Outstanding (See instr. 3(f))	Date of Sale	Securities Exchange
Common Stock, par value \$1.00 per share (Common Stock)	<p data-bbox="295 367 598 441">Maker who is Acquiring the Securities</p> <p data-bbox="367 514 526 546">Ronya Corey</p> <p data-bbox="359 577 534 609">Merrill Lynch</p> <p data-bbox="319 651 582 682">1152 15th Street, NW</p> <p data-bbox="383 724 518 756">Suite 6000</p> <p data-bbox="311 787 590 819">Washington, DC 20005</p>		<p data-bbox="750 304 821 367">To Be Sold</p> <p data-bbox="750 409 821 514">(See instr. 3(c))</p>	<p data-bbox="845 304 965 367">(See instr. 3(d))</p>	<p data-bbox="973 304 1284 367">(See instr. 3(e))</p>	<p data-bbox="1085 304 1284 336">(MO. DAY YR.)</p> <p data-bbox="1085 630 1284 703">On or after March 7, 2017</p>	<p data-bbox="1340 304 1476 336">(See instr. 3(g))</p> <p data-bbox="1356 651 1452 682">NYSE</p>
			24,644	\$631,627	14,716,069		

INSTRUCTIONS:

1. (a) Name of issuer
(b) Issuer's I.R.S. Identification Number
(c) Issuer's S.E.C. file number, if any
(d) Issuer's address, including zip code

(e) Issuer's telephone number, including area code
2. (a) Name of person for whose account the securities are to be sold
(b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
(c) Such person's address, including zip code
3. (a) Title of the class of securities to be sold
(b) Name and address of each broker through whom the securities are intended to be sold
(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer

(f) Approximate date on which the securities are to be sold
(g) Name of each securities exchange, if any, on which the securities are intended to be sold

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 control number.

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TABLE I SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired <i>(If gift, also give date donor acquired)</i>	Amount of Securities Acquired	Date of Payment
Various dates from January 29, 2016 through January 30, 2017	Vesting of Restricted Stock Units and Performance Shares	TEGNA Inc.	24,644	N/A

INSTRUCTIONS: If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
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REMARKS:

INSTRUCTIONS:

ATTENTION:

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See the definition of person in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing this form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

March 7, 2017

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

DATE OF NOTICE

(SIGNATURE)

DATE OF PLAN ADOPTION OR GIVING OF
INSTRUCTION,

IF RELYING ON RULE 10B5-1

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)

SEC 1147 (08-07)