

LEE ENTERPRISES, INC
Form 8-K
May 01, 2015

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): April 29, 2015

LEE ENTERPRISES, INCORPORATED

(Exact name of Registrant as specified in its charter)

Commission File Number 1-6227

Delaware
(State of Incorporation)

42-0823980
(I.R.S. Employer Identification No.)

201 N. Harrison Street, Davenport, Iowa 52801
(Address of Principal Executive Offices)

(563) 383-2100
Registrant's telephone number, including area code

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

On April 29, 2015, the Board of Directors of Lee Enterprises, Incorporated (the “Company”) elected Ronald A. Mayo as (a) Vice President of the Company, effective May 1, 2015, and (b) Chief Financial Officer and Treasurer of the Company, effective on the earlier of July 1, 2015 or Carl G. Schmidt’s retirement as Chief Financial Officer and Treasurer.

From 2014 to 2015, Mr. Mayo, a certified public accountant, served as Chief Financial Officer of Halifax Media Group, until its acquisition by New Media Investment Group, Inc., in January of this year. From 2001 to 2013, Mr. Mayo, age 53, served as Vice President of the Company, effective May 1, 2015, and (b) Chief Financial Officer and Treasurer of the Company, effective on the earlier of July 1, 2015 or Carl G. Schmidt’s retirement as Chief Financial Officer and Treasurer.

Class A Common Stock ⁽¹⁾08/21/2015 S 301 D \$ 657.5841 ⁽¹⁰⁾ 87,207 D
 Class A Common Stock ⁽¹⁾08/21/2015 S 400 D \$ 658.915 ⁽¹¹⁾ 86,807 D Class A Common Stock ⁽¹⁾08/21/2015 S 1,620 D \$ 660.1042 ⁽¹²⁾ 85,187 D Class A Common Stock ⁽¹⁾08/21/2015 S 1,667 D \$ 661.0085 ⁽¹³⁾ 83,520 D
 Class A Common Stock ⁽¹⁾08/21/2015 S 1,800 D \$ 662.0283 ⁽¹⁴⁾ 81,720 D Class A Common Stock ⁽¹⁾08/21/2015 S 1,066 D \$ 663.1923 ⁽¹⁵⁾ 80,654 D Class A Common Stock ⁽¹⁾08/21/2015 S 841 D \$ 664.2243 ⁽¹⁶⁾ 79,813 D
 Class A Common Stock ⁽¹⁾08/21/2015 S 300 D \$ 665.4967 ⁽¹⁷⁾ 79,513 D Class A Common Stock ⁽¹⁾08/21/2015 S 650 D \$ 666.5977 ⁽¹⁸⁾ 78,863 D Class A Common Stock ⁽¹⁾08/21/2015 S 803 D \$ 667.3202 ⁽¹⁹⁾ 78,060 D Class A Common Stock ⁽¹⁾08/21/2015 S 1,183 D \$ 668.673 ⁽²⁰⁾ 76,877 D Class A Common Stock ⁽¹⁾08/21/2015 S 1,177 D \$ 669.5429 ⁽²¹⁾ 75,700 D Class A Common Stock ⁽¹⁾08/21/2015 S 500 D \$ 670.688 ⁽²²⁾ 75,200 D Class A Common Stock ⁽¹⁾08/21/2015 S 200 D \$ 672.24 ⁽²³⁾ 75,000 D Class C Capital Stock 21,816,336 D

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. P	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	\$ 0	08/21/2015		C	V (A) (D) 16,670	⁽²⁴⁾	⁽²⁵⁾	Class A Common Stock	16,670

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Page Lawrence C/O GOOGLE INC. 1600 AMPHITHEATRE PARKWAY MOUNTAIN VIEW, CA 94043	X	X	Chief Executive Officer	

Signatures

/s/ Valentina Margulis as attorney-in-fact for Lawrence

08/24/2015

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__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) Each share of Class A Common Stock was issued upon the conversion of one share of Class B Common Stock at the election of Reporting Person.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$645.59 to \$646.58, inclusive. The Reporting Person undertakes to provide to any security holder of Google Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (2) through (23) to this Form 4.

(3) These shares were sold in multiple transactions at prices ranging from \$646.63 to \$647.62, inclusive.

(4) These shares were sold in multiple transactions at prices ranging from \$647.70 to \$648.69, inclusive.

(5) These shares were sold in multiple transactions at prices ranging from \$648.70 to \$649.69, inclusive.

(6) These shares were sold in multiple transactions at prices ranging from \$649.74 to \$650.73, inclusive.

(7) These shares were sold in multiple transactions at prices ranging from \$652.74 to \$653.73, inclusive.

(8) These shares were sold in multiple transactions at prices ranging from \$654.07 to \$655.06, inclusive.

(9) These shares were sold in multiple transactions at prices ranging from \$655.66 to \$656.65, inclusive.

(10) These shares were sold in multiple transactions at prices ranging from \$657.23 to \$658.22, inclusive.

(11) These shares were sold in multiple transactions at prices ranging from \$658.39 to \$659.38, inclusive.

(12) These shares were sold in multiple transactions at prices ranging from \$659.53 to \$660.52, inclusive.

(13) These shares were sold in multiple transactions at prices ranging from \$660.55 to \$661.54, inclusive.

(14) These shares were sold in multiple transactions at prices ranging from \$661.66 to \$662.65, inclusive.

(15) These shares were sold in multiple transactions at prices ranging from \$662.75 to \$663.74, inclusive.

(16) These shares were sold in multiple transactions at prices ranging from \$663.75 to \$664.74, inclusive.

(17) These shares were sold in multiple transactions at prices ranging from \$665.04 to \$666.03, inclusive.

(18) These shares were sold in multiple transactions at prices ranging from \$666.05 to \$667.04, inclusive.

(19) These shares were sold in multiple transactions at prices ranging from \$667.05 to \$668.04, inclusive.

(20) These shares were sold in multiple transactions at prices ranging from \$668.10 to \$669.09, inclusive.

(21) These shares were sold in multiple transactions at prices ranging from \$669.19 to \$670.18, inclusive.

(22) These shares were sold in multiple transactions at prices ranging from \$670.34 to \$671.33, inclusive.

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- (23) These shares were sold in multiple transactions at prices ranging from \$671.95 to \$672.94, inclusive.
- (24) All shares are exercisable as of the transaction date.
- (25) There is no expiration date for the Issuer's Class B Common Stock.

Remarks:

Form 4 Filing 2 of 2 (continuation report): Related transactions effected by the Reporting Person on August 21, 2015 are reported.

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

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