

REFINITIV

DELTA REPORT

10-Q

LEE - LEE ENTERPRISES, INC

10-Q - DECEMBER 29, 2024 COMPARED TO 10-Q - JUNE 23, 2024

The following comparison report has been automatically generated

TOTAL DELTAS 394

█ CHANGES 174

█ DELETIONS 144

█ ADDITIONS 76

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

For The Quarterly Period Ended June 23, 2024 December 29, 2024

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Commission File Number 1-6227

LEE ENTERPRISES, INCORPORATED

(Exact name of Registrant as specified in its Charter)

Delaware

42-0823980

(State or other jurisdiction of incorporation or organization)

(I.R.S. Employer Identification No.)

4600 E. 53rd Street, Davenport, Iowa 52807

(Address of principal executive offices)

(563) 383-2100

(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$.01 per share	LEE	The Nasdaq Global Select Market
Preferred Share Purchase Rights	LEE	The Nasdaq Global Select Market

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the Registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the Registrant was required to submit such files). Yes No

Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer", "accelerated filer", "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	<input type="checkbox"/>	Accelerated filer	<input checked="" type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input checked="" type="checkbox"/>
		Emerging growth company	<input type="checkbox"/>

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.

Indicate by check mark whether the Registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

As of July 31, 2024 January 31, 2025, 6,190,554 6,190,939 shares of Common Stock of the Registrant were outstanding.

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References to "we", "our", "us" and the like throughout this document refer to Lee Enterprises, Incorporated (the "Company"). References to "2024" "2025", "2023" "2024" and the like refer to the fiscal years ended the last Sunday in September.

FORWARD-LOOKING STATEMENTS

The Private Securities Litigation Reform Act of 1995 provides a "safe harbor" for forward-looking statements. This report contains information that may be deemed forward-looking that is based largely on our current expectations, and is subject to certain risks, trends and uncertainties that could cause actual results to differ materially from those anticipated. Among such risks, trends and other uncertainties, which in some instances are beyond our control, are:

- We may be required to indemnify the previous owners of the BH Media or Buffalo News for unknown legal and other matters that may arise;
- Our ability to manage declining print revenue and circulation subscribers;
- The impact and duration of adverse conditions in certain aspects of the economy affecting our business;
- Changes in advertising and subscription demand;
- Changes in technology that impact our ability to deliver digital advertising;
- Potential changes in newsprint, other commodities and energy costs;

- Interest rates;
- Labor costs;
- Significant cyber security breaches or failure of our information technology systems;
- Our ability to maintain employee and customer relationships;
- Our ability to manage increased capital costs;
- Our ability to maintain our listing status on NASDAQ;
- Competition; and
- Other risks detailed from time to time in our publicly filed documents.

Any statements that are not statements of historical fact (including statements containing the words "may", "will", "would", "could", "believes", "expects", "anticipates", "intends", "plans", "projects", "considers" and similar expressions) generally should be considered forward-looking statements. Statements regarding our plans, strategies, prospects and expectations regarding our business and industry and our responses thereto may have on our future operations, are forward-looking statements. They reflect our expectations, are not guarantees of performance and speak only as of the date the statement is made. Readers are cautioned not to place undue reliance on such forward-looking statements, which are made as of the date of this report. We do not undertake to publicly update or revise our forward-looking statements, except as required by law.

PART I
FINANCIAL INFORMATION

Item 1. Financial Statements

LEE ENTERPRISES, INCORPORATED CONSOLIDATED BALANCE SHEETS				
(Unaudited)				
(Thousands of Dollars)	June 23, 2024	September 24, 2023	December 29, 2024	September 29, 2024
(Thousands of Dollars)				
ASSETS				
ASSETS				
ASSETS				
Current assets:				
Current assets:				
Current assets:				
Cash and cash equivalents				
Cash and cash equivalents				
Cash and cash equivalents				
Accounts receivable, net				
Inventories				
Prepaid and other current assets				
Total current assets				
Investments:				
Associated companies				
Associated companies				
Associated companies				
Other				
Total investments				
Property and equipment:				

Land and improvements	
Land and improvements	
Land and improvements	
Buildings and improvements	
Equipment	
Construction in process	
	298,657
	275,286
Less accumulated depreciation	
Property and equipment, net	
Operating lease right-of-use assets	
Goodwill	
Other intangible assets, net	
Pension plan assets, net	
Medical plan assets, net	
Other	
Total assets	

The accompanying Notes are an integral part of the Consolidated Financial Statements.

(Unaudited)

(Thousands of Dollars and Shares, Except Per Share Data)

(Thousands of Dollars and Shares, Except Per Share Data)

(Thousands of Dollars and Shares, Except Per Share Data)	June 23, 2024	September 24, 2023	December 29, 2024	September 29, 2024
LIABILITIES AND EQUITY				
LIABILITIES AND EQUITY				
LIABILITIES AND EQUITY				
Current liabilities:				
Current liabilities:				
Current liabilities:				
Current portion of lease liabilities				
Current portion of lease liabilities				
Current portion of lease liabilities				
Current maturities of long-term debt				
Accounts payable				
Compensation and other accrued liabilities				
Unearned revenue				
Total current liabilities				
Long-term debt, net of current maturities				
Operating lease liabilities				
Pension obligations				
Postretirement and postemployment benefit obligations				
Deferred income taxes				

Income taxes payable
Withdrawal liabilities and other
Total liabilities
Commitments and Contingent Liabilities (Note 9)
Equity:
Stockholders' equity:
Stockholders' equity:
Stockholders' equity:
Serial convertible preferred stock, no par value; authorized 500 shares; none issued
Serial convertible preferred stock, no par value; authorized 500 shares; none issued
Serial convertible preferred stock, no par value; authorized 500 shares; none issued
Common Stock, \$0.01 par value; authorized 12,000 shares; issued and outstanding:
June 23, 2024; 6,191 shares; \$0.01 par value
September 24, 2023; 6,064 shares; \$0.01 par value
September 24, 2023; 6,064 shares; \$0.01 par value
September 24, 2023; 6,064 shares; \$0.01 par value
December 29, 2024; 6,190 shares; \$0.01 par value
September 29, 2024; 6,190 shares; \$0.01 par value
September 29, 2024; 6,190 shares; \$0.01 par value
September 29, 2024; 6,190 shares; \$0.01 par value
Class B Common Stock, \$2 par value; authorized 3,000 shares; none issued
Class B Common Stock, \$2 par value; authorized 3,000 shares; none issued
Class B Common Stock, \$2 par value; authorized 3,000 shares; none issued
Additional paid-in capital
Accumulated deficit
Accumulated other comprehensive income
Total stockholders' equity
Total Lee Enterprises, Inc. Stockholders' deficit
Non-controlling interests
Total equity
Total liabilities and equity
Total deficit
Total liabilities and deficit

The accompanying Notes are an integral part of the Consolidated Financial Statements.

LEE ENTERPRISES, INCORPORATED
CONSOLIDATED STATEMENTS OF (LOSS) INCOME AND COMPREHENSIVE (LOSS) INCOME
(Uaudited)

	Three months ended	Three months ended	Nine months ended
	Three months ended	Three months ended	Nine months ended
	Three months ended	Three months ended	Nine months ended

(Thousands of Dollars, Except Per Common Share Data)			
(Thousands of Dollars, Except Per Common Share Data)		June 23, 2024	June 25, 2023
(Thousands of Dollars, Except Per Common Share Data)		(Thousands of Dollars, Except Per Common Share Data)	June 23, 2024
		June	June
Operating revenue:		23, 2024	25, June 23, 2023
Operating revenue:		2023	2024
Operating revenue:		June 25, 2023	June 25, 2023
Advertising and marketing services			
Advertising and marketing services			
Advertising and marketing services			
Subscription			
Subscription			
Subscription			
Other			
Other			
Other			
Total operating revenue			
Total operating revenue			
Total operating revenue			
Operating expenses:			
Operating expenses:			
Operating expenses:			
Compensation			
Compensation			
Compensation			
Newsprint and ink			
Newsprint and ink			
Newsprint and ink			
Other operating expenses			
Other operating expenses			
Other operating expenses			
Depreciation and amortization			
Assets (gain) loss on sales, impairments and other, net			
Depreciation and amortization			
Depreciation and amortization			
Assets gain on sales, impairments and other, net			
Assets gain on sales, impairments and other, net			
Assets gain on sales, impairments and other, net			
Restructuring costs and other			
Restructuring costs and other			
Restructuring costs and other			
Total operating expenses			
Total operating expenses			
Total operating expenses			
Equity in earnings of associated companies			

Operating income
Equity in earnings of associated companies
Equity in earnings of associated companies
Operating (loss) income
Operating (loss) income
Operating (loss) income
Non-operating (expense) income:
Non-operating (expense) income:
Non-operating (expense) income:
Interest expense
Interest expense
Interest expense
Pension and OPEB related benefit and other, net
Pension and OPEB related benefit and other, net
Pension and OPEB related benefit and other, net
Curtailment/Settlement gains
Curtailment/Settlement gains
Curtailment/Settlement gains
Total non-operating expense, net
Total non-operating expense, net
Total non-operating expense, net
(Loss) income before income taxes
Income tax (benefit) expense
(Loss) income before income taxes
(Loss) income before income taxes
Income tax expense
Income tax expense
Income tax expense
Net (loss) income
Net (loss) income
Net (loss) income
Net income attributable to non-controlling interests
Net income attributable to non-controlling interests
Net income attributable to non-controlling interests
(Loss) income attributable to Lee Enterprises, Incorporated
(Loss) income attributable to Lee Enterprises, Incorporated
(Loss) income attributable to Lee Enterprises, Incorporated
Other comprehensive loss, net of income taxes
Comprehensive (loss) income attributable to Lee Enterprises, Incorporated
Comprehensive (loss) income attributable to Lee Enterprises, Incorporated
Other comprehensive loss, net of income taxes
Other comprehensive loss, net of income taxes
Comprehensive loss attributable to Lee Enterprises, Incorporated
Comprehensive loss attributable to Lee Enterprises, Incorporated
Comprehensive loss attributable to Lee Enterprises, Incorporated

(Loss) earnings per common share:
(Loss) earnings per common share:
(Loss) earnings per common share:
Basic:
Basic:
Basic:
Diluted:
Diluted:
Diluted:

The accompanying Notes are an integral part of the Consolidated Financial Statements.

CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY DEFICIT
(Unaudited)

	(Thousands of Dollars)	(Thousands of Dollars)	Accumulated Deficit	Common Stock	Additional paid-in capital	Comprehensive Income	Total	(Thousands of Dollars)	Accumulated Deficit	Common Stock	Additional paid-in capital	Comprehensive Income	Controlling Interests	Non-Controlling Interests: Total
September 25, 2023														
September 25, 2023														
September 25, 2023														
September 30, 2024														
September 30, 2024														
September 30, 2024														
Shares redeemed														
Income attributable to Lee Enterprises, Incorporated														
Loss attributable to Lee Enterprises, Incorporated														
Stock compensation														
Other comprehensive loss														
Deferred income taxes, net														
December 24, 2023														

Distributions to
minority
owners

December 29,
2024

Loss attributable to Lee Enterprises,					
Incorporated	(12,179)	—	—	—	(12,179)
Stock compensation	—	—	501	—	501
Other comprehensive loss	—	—	—	(192)	(192)
Deferred income taxes, net	—	—	—	44	44
March 24, 2024	(277,987)	61	261,451	24,381	7,906

Shares issued	—	1	—	—	1
Loss attributable to Lee Enterprises,					
Incorporated	(4,266)	—	—	—	(4,266)
Stock compensation	—	—	474	—	474
Other comprehensive loss	—	—	—	(191)	(191)
Deferred income taxes, net	—	—	—	44	44
June 23, 2024	(282,253)	62	261,925	24,234	3,968

(Thousands of Dollars)	Accumulated Deficit	Common Stock	Additional paid-in capital	Accumulated Other Comprehensive Income	Total
September 26, 2022	(261,229)	60	259,521	16,653	15,005
Shares redeemed	—	—	(383)	—	(383)
Income attributable to Lee Enterprises,					
Incorporated	1,099	—	—	—	1,099
Stock compensation	—	—	349	—	349
Other comprehensive loss	—	—	—	(200)	(200)
Deferred income taxes, net	—	—	—	60	60
December 25, 2022	(260,130)	60	259,487	16,513	15,930
Shares redeemed	—	—	(97)	—	(97)
Loss attributable to Lee Enterprises,					
Incorporated	(5,885)	—	—	—	(5,885)
Stock compensation	—	—	574	—	574
Other comprehensive loss	—	—	—	(200)	(200)
Deferred income taxes, net	—	—	—	60	60
March 26, 2023	(266,015)	60	259,964	16,373	10,382
Shares issued					

(Thousands of Dollars)	Accumulated Deficit	Common Stock	Additional paid-in capital	Comprehensive Income	Accumulated Other	Non-Controlling Interests: Total
September 25, 2023						
September 25, 2023						
September 25, 2023						
Shares redeemed						
Income attributable to Lee Enterprises, Incorporated						
Stock compensation						
Other comprehensive loss						
Deferred income taxes, net						
June 25, 2023						
Distributions to minority owners						
December 24, 2023						

The accompanying Notes are an integral part of the Consolidated Financial Statements.

LEE ENTERPRISES, INCORPORATED
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Uaudited)

(Thousands of Dollars)		Nine months ended				Three months ended
		June 23, 2024	June 25, 2023	(Thousands of Dollars)	December 29, 2024	December 24, 2023
Cash provided by (required for) operating activities:						
Cash provided by (required for) operating activities:						
Cash provided by (required for) operating activities:						
Net loss						
Net loss						
Net loss						
Adjustments to reconcile net loss to net cash provided by (required for) operating activities:						
Net (loss) income						
Net (loss) income						
Net (loss) income						
Adjustments to reconcile net loss to net cash (required for) provided by operating activities:						
Depreciation and amortization						
Depreciation and amortization						
Depreciation and amortization						
Bad debt expense						
Curtailment/Settlement gain						
Stock compensation expense						

Stock compensation expense	
Stock compensation expense	
Assets loss (gain) on sales, impairments and other, net	
Assets gain on sales, impairments and other, net	
Earnings, net of distributions, deemed returns on investment of TNI and MNI	
Gain on sale of investment	
Deferred income taxes	
Return of letters of credit collateral	
Deferred income taxes	
Deferred income taxes	
Other, net	
Other, net	
Other, net	
Changes in operating assets and liabilities:	
Increase in receivables	
Increase in receivables	
Increase in receivables	
Decrease (increase) in inventories and other	
Decrease in accounts payable and other accrued liabilities	
Increase in inventories and other	
(Decrease) increase in accounts payable and other accrued liabilities	
Decrease in pension and other postretirement and postemployment benefit obligations	
Change in income taxes payable	
Other	
Net cash provided by (required for) operating activities	
Net cash (required for) provided by operating activities	
Cash provided by investing activities:	
Purchases of property and equipment	
Purchases of property and equipment	
Purchases of property and equipment	
Proceeds from sales of assets	
Other, net	
Net cash provided by investing activities	
Cash required for financing activities:	
Principal payments on long-term debt	
Principal payments on long-term debt	
Principal payments on long-term debt	
Common stock transactions, net	
Net cash required for financing activities	
Net (decrease) increase in cash and cash equivalents	
Cash and cash equivalents:	
Beginning of period	
Beginning of period	

Beginning of period
End of period

The accompanying Notes are an integral part of the Consolidated Financial Statements.

LEE ENTERPRISES, INCORPORATED
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Uaudited)

1 BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accompanying unaudited, interim, Consolidated Financial Statements included herein have been prepared pursuant to the rules and regulations of the Securities and Exchange Commission for quarterly reports. In the opinion of management, these financial statements contain all adjustments (consisting of only normal recurring items) necessary to present fairly the financial position of Lee Enterprises, Incorporated and its subsidiaries (the "Company") as of **June 23, 2024** **December 29, 2024**, and our results of operations and cash flows for the periods presented. The Consolidated Financial Statements should be read in conjunction with the Consolidated Financial Statements and Notes thereto included in the Company's **2023** **2024** Annual Report on Form 10-K.

The Company's fiscal year ends on the last Sunday in September. Fiscal year **2024** **2025** ends **September 29, 2024** **September 28, 2025**, and fiscal year **2023** **2024** ended **September 24, 2023** **September 29, 2024**. Fiscal year **2024** **2025** includes **53** **52** weeks of operations and **2023** **2024** included **52** **53** weeks of operations. Because of seasonal and other factors, the results of operations for the three and nine months ended **June 23, 2024** **December 29, 2024**, are not necessarily indicative of the results to be expected for the full year.

The Consolidated Financial Statements include our accounts and those of our wholly owned subsidiaries, as well as our 82.5% interest in INN Partners, L.C. ("BLOX Digital" formerly "TownNews").

Our 50% interest in TNI Partners ("TNI") and our 50% interest in Madison Newspapers, Inc. ("MNI") are accounted for using the equity method and are reported at cost, plus our share of undistributed earnings since acquisition less, for TNI, amortization of intangible assets.

In 2024, certain prior period amounts within the consolidated financial statements have been adjusted to conform with current period presentation. These matters did not change operating revenues, net income (loss), accumulated deficit, and earnings per share in all periods presented.

2 REVENUE

The following table presents our revenue disaggregated by source:

		Three months Ended		Three months Ended		Nine months Ended
		Three months Ended		Three months Ended		
<i>(Thousands of Dollars)</i>						
<i>(Thousands of Dollars)</i>						
<i>(Thousands of Dollars)</i>						
		June 23, 2024	June 25, 2023	June 23, 2024	June 25, 2023	
		(Thousands of Dollars)				
Operating revenue:						
Operating revenue:						
Operating revenue:						
Print advertising revenue						
Print advertising revenue						
Print advertising revenue						
Digital advertising and marketing services revenue						
Digital advertising and marketing services revenue						
Digital advertising and marketing services revenue						

Advertising and marketing services revenue
Advertising and marketing services revenue
Advertising and marketing services revenue
Print subscription revenue
Print subscription revenue
Print subscription revenue
Digital subscription revenue
Digital subscription revenue
Digital subscription revenue
Subscription revenue
Subscription revenue
Subscription revenue
Print other revenue
Print other revenue
Print other revenue
Digital other revenue
Digital other revenue
Digital other revenue
Other revenue
Other revenue
Other revenue
Total operating revenue
Total operating revenue
Total operating revenue

Recognition principles: Revenue is recognized when a performance obligation is satisfied by the transfer of control of the contracted goods or services to our customers, in an amount that reflects the consideration we expect to receive in exchange for those goods or services.

Contract Liabilities: The Company's primary source of contract liabilities is unearned revenue from subscriptions paid in advance of the service provided. The Company expects to recognize the revenue related to unsatisfied performance obligations over the next twelve months in accordance with the terms

of the subscriptions and other contracts with customers. Revenue recognized in the three and nine months ended **June 23, 2024** **December 29, 2024**, that was included in the contract liability as of **September 24, 2023** **September 29, 2024**, was \$2.8 million and \$37.3 million, respectively. Revenue recognized in the three and nine months ended **June 25, 2023**, that was included in the contract liability as of **September 25, 2022**, was \$4.3 million and \$45.5 million, respectively. **\$19.4 million.**

Accounts receivable, excluding allowance for credit losses was **\$67.0 million** **\$65.4 million** and **\$74.4 million** **\$67.2 million** as of **June 23, December 29, 2024**, and **September 24, 2023** **September 29, 2024**, respectively. Allowance for credit losses was **\$5.8 million** **\$5.9 million** and **\$5.3 million** **\$6.5 million** as of **June 23, December 29, 2024**, and **September 24, 2023** **September 29, 2024**, respectively.

Valuation and qualifying account information related to the allowance for credit losses related to continuing operations is as follows:

(Thousands of Dollars)	(Thousands of Dollars)	June 23, 2024	September 24, 2023	(Thousands of Dollars)	December 29, 2024	September 29, 2024
Balance, beginning of year						
Balance, beginning of year						
Balance, beginning of year						

Additions charged to expense

Deductions from reserves

Balance, end of year

Sales commissions are expensed as incurred as the associated contractual periods are one year or less. These costs are recorded within compensation. Most of our contracts have original expected lengths of one year or less and revenue is earned at a rate and amount that corresponds directly with the value to the customer.

3 INVESTMENTS IN ASSOCIATED COMPANIES

TNI Partners

In Tucson, Arizona, TNI, acting as agent for our subsidiary, Star Publishing Company ("Star Publishing"), and Gannett Co., Inc.'s subsidiary Citizen Publishing Company ("Citizen"), is responsible for printing, delivery, advertising, and subscription activities of the *Arizona Daily Star* as well as the related digital platforms and specialty publications. TNI collects all receipts and income and pays substantially all operating expenses incident to the partnership's operations and publication of the newspaper and other media.

Income or loss of TNI (before income taxes) is allocated equally to Star Publishing and Citizen.

Summarized results of TNI are as follows:

		Three months ended		Three months ended		Nine months ended
		Three months ended		Three months ended		
(Thousands of Dollars)						
(Thousands of Dollars)						
(Thousands of Dollars)	(Thousands of Dollars)					
		June 23, 2024	June 25, 2023	June 23, 2024	June 25, 2023	
Operating revenue						
Operating revenue						
Operating revenue						
Operating expenses						
Operating expenses						
Operating expenses						
Operating income						
Operating income						
Operating income						
Net income						
Net income						
Net income						
Equity in earnings of TNI						
Equity in earnings of TNI						
Equity in earnings of TNI						

TNI makes periodic distributions of its earnings and for the three months ended June 23, 2024 December 29, 2024, and June 25, 2023 December 24, 2023, we received \$0.6 million \$0.5 million and \$0.4 \$1.2 million in distributions, respectively. In the nine months ended June 23, 2024 and June 25, 2023, we received \$2.7 million and \$2.8 million in distributions, respectively.

Madison Newspapers, Inc.

We have a 50% ownership interest in MNI, which publishes daily and Sunday newspapers, and other publications in Madison, Wisconsin, and other Wisconsin locations, and operates their related digital platforms. Net income or loss of MNI (after income taxes) is allocated equally to us and The Capital Times Company ("TCT"). MNI conducts its business under the trade name Capital Newspapers.

Summarized results of MNI are as follows:

	Three months ended	Three months ended	Three months ended	Nine months ended	
	Three months ended	Three months ended	Three months ended	Three months ended	
<i>(Thousands of Dollars)</i>					
<i>(Thousands of Dollars)</i>					
<i>(Thousands of Dollars)</i>	<i>(Thousands of Dollars)</i>	June 23, 2024	June 25, 2023	June 23, 2024	June 25, 2023
Operating revenue					
Operating revenue					
Operating revenue					
Operating expenses, excluding restructuring costs, depreciation and amortization					
Operating expenses, excluding restructuring costs, depreciation and amortization					
Restructuring costs					
Restructuring costs					
Restructuring costs					
Depreciation and amortization					
Depreciation and amortization					
Depreciation and amortization					
Operating income					
Operating income					
Operating income					
Net income					
Net income					
Net income					
Equity in earnings of MNI					
Equity in earnings of MNI					
Equity in earnings of MNI					

MNI makes periodic distributions of its earnings and in the three months ended June 23, 2024 December 29, 2024 and June 25, 2023 December 24, 2023, we received \$0.4 million \$0.9 million and \$0.2 \$0.4 million in distributions, respectively. In the nine months ended June 23, 2024 and June 25, 2023, we received distributions of \$1.0 million and \$0.5 million, respectively.

4 GOODWILL AND OTHER INTANGIBLE ASSETS

Goodwill and identified intangible assets consist of the following:

	June 23, 2024 (Thousands of Dollars)	September 24, 2024 (Thousands of Dollars)	December 29, 2023 (Thousands of Dollars)	September 29, 2024 (Thousands of Dollars)

Goodwill, beginning of period	
Goodwill, beginning of period	
Goodwill, beginning of period	
Allocated to sold operations	
Goodwill, end of period	
Non-amortized intangible assets:	
Mastheads	
Mastheads	
Mastheads	
Amortizable intangible assets:	
Customer and newspaper subscriber lists	
Customer and newspaper subscriber lists	
Customer and newspaper subscriber lists	
Less accumulated amortization	
	62,804
	55,683
Total intangibles, net	

The weighted average amortization period for amortizable assets is approximately eleven years.

During the nine months ended June 23, 2024 December 29, 2024, the Company sold certain non-core operations. Goodwill was allocated to these operations, which totaled \$1.3 million.

The Company reviews property, plant and equipment, goodwill and non-amortized intangible assets, which include only newspaper mastheads, for impairment annually on the first day of the fourth quarter, or more frequently if events or changes in circumstances indicate that an asset may be impaired in accordance with Accounting Standards Codification ("ASC") 350, Intangibles - Goodwill and Other and ASC 360, Property, Plant and Equipment. All of the Company's goodwill is attributed to the single reporting unit. There was no impairment related to goodwill in 2023. Impairment losses related to mastheads totaled \$7.7 million were recorded in the fourth quarter of 2023.

During the second quarter of 2024, the Company identified the continuing decline of revenues as a triggering event. Consequently, non-cash charges of \$7.6 million were recorded to reduce the carrying value of mastheads, which are non-amortized intangible assets. No impairment related to goodwill or property, plant and equipment was identified during this period. The fair value of these mastheads were determined using the relief from royalty method and includes Level 3 inputs, which are fair values estimated using significant unobservable inputs. The key assumptions used in the fair value estimates under the relief from royalty method are revenue and market growth, royalty rates for newspaper mastheads, estimated tax rates, and appropriate risk-adjusted weighted cost of capital. The royalty rates utilized range from 0% to 1.0% \$4.2 million. The weighted average cost of capital utilized is 12.5%. Such charges are recorded in assets (gain) loss on sales, impairments and other, net in the Consolidated Statements of (loss) Income and Comprehensive (loss) Income.

During the third quarter of 2024, the Company disposed \$42.9 million of gross cost and accumulated amortization related to fully amortized customer and newspaper subscriber lists.

5 DEBT

The Company has debt consisting of a single 25-year term loan with BH Finance LLC, with an aggregate principal balance of \$452.7 million \$445.9 million at a 9% annual fixed rate and maturing on March 16, 2045 (referred to herein as "Credit Agreement" and "Term Loan"). On June 23, 2024 December 29, 2024, the fair value was \$382.2 \$383.3 million, representing a Level 2 fair value measurement, which are fair values estimated using significant other observable inputs for similar instruments.

During the three and nine months ended June 23, 2024 December 29, 2024, we made \$0.9 million and \$3.0 million of no principal debt payments, respectively, as a result of non-core asset sales, payments. Future payments are contingent on the Company's ability to generate future excess cash flow, as defined in the Credit

Agreement. As of **June 23, 2024** **December 29, 2024**, \$2.6 million was recognized as current maturities of long-term debt in the Consolidated Balance Sheets due to non-core asset monetization.

6 PENSION, POSTRETIREEMENT AND POSTEMPLOYMENT DEFINED BENEFIT PLANS

We have one defined benefit pension plan that covers certain employees, including plans established under collective bargaining agreements. Additionally, we provide retiree medical and life insurance benefits under postretirement plans at several of our operating locations. Through **June 23, 2024** **December 29, 2024**, our liability and related expense for benefits under the plans are recorded over the service period of employees based upon annual actuarial calculations.

During the nine months ended June 23, 2024, the Company offered a voluntary lump sum payment of future benefits to terminated vested participants in the defined benefit pension plan. The offer was accepted by 522 participants, representing a \$22.6 million settlement of related pension plan liability. The Company recognized a non-cash settlement gain of \$2.4 million, which is reflected within "Curtailment/Settlement gains" on the Consolidated Statements of Income (Loss) and Comprehensive Income (Loss). Pension plan assets and liabilities were reduced by \$22.6 million.

During the nine months ended June 23, 2024, the Company completed the outsourcing of certain printing operations, which ceased postretirement medical benefits for a group of employees. The Company recognized a non-cash curtailment gain of \$1.2 million which is reflected within "Curtailment/Settlement gains" on the Consolidated Statements of Income (Loss) and Comprehensive Income (Loss).

The net periodic pension and postretirement cost (benefit) components for our plans are as follows:

PENSION PLANS	PENSION PLANS	Three months ended	Nine months ended		
(Thousands of Dollars)	(Thousands of Dollars)	June 23, 2024	June 25, 2023	June 23, 2024	June 25, 2023
Service cost for benefits earned during the period					
Service cost for benefits earned during the period					
Service cost for benefits earned during the period					
Interest cost on projected benefit obligation					
Interest cost on projected benefit obligation					
Interest cost on projected benefit obligation					
Expected return on plan assets					
Expected return on plan assets					
Expected return on plan assets					
Amortization of net (gain) loss					
Amortization of net (gain) loss					
Amortization of net (gain) loss					
Amortization of prior service benefit					
Amortization of prior service benefit					
Amortization of prior service benefit					
Settlement gain					
Settlement gain					
Settlement gain					
Net periodic pension (benefit) cost					
Net periodic pension (benefit) cost					
Net periodic pension (benefit) cost					
POSTRETIREEMENT MEDICAL PLANS	POSTRETIREEMENT MEDICAL PLANS	Three months ended	Nine months ended		

POSTRETIREMENT MEDICAL PLANS		June 23, 2024	June 25, 2023	June 23, 2024	June 25, 2023
(Thousands of Dollars)		(Thousands of Dollars)			
(Thousands of Dollars)	(Thousands of Dollars)				
Service cost for benefits earned during the period					
Service cost for benefits earned during the period					
Service cost for benefits earned during the period					
Interest cost on projected benefit obligation					
Interest cost on projected benefit obligation					
Interest cost on projected benefit obligation					
Expected return on plan assets					
Expected return on plan assets					
Expected return on plan assets					
Amortization of net gain					
Amortization of net gain					
Amortization of net gain					
Amortization of prior service benefit					
Amortization of prior service benefit					
Amortization of prior service benefit					
Curtailment gain					
Curtailment gain					
Curtailment gain					
Net periodic postretirement benefit					
Net periodic postretirement benefit					
Net periodic postretirement benefit					

In the **nine** three months ended **June 23, 2024** December 29, 2024 and **June 25, 2023** December 24, 2023, we made no contributions to our pension plans. We have no required contributions to our pension plans for **2024**, 2025.

Multiemployer Pension Plans

In prior periods, the Company effectuated withdrawals from several multiemployer plans. As of **June 23, 2024** December 29, 2024 and **September 24, 2023** September 29, 2024, we had **\$24.0 million** **\$23.3 million** and **\$25.1 million** **\$23.6 million** of accrued withdrawal liabilities. The liabilities reflect the estimated value of payments to the fund, payable over 20-years.

7 INCOME TAXES

We recorded an income tax **benefit** **expense** of **\$0.8 million** **\$3.2 million** related to loss before taxes of **\$4.5 million** **\$13.0 million** for the three months ended **June 23, 2024**, and an income tax **benefit** of **\$3.4 million** related to loss before income taxes of **\$17.5 million** for the **nine** months ended **June 23, 2024** December 29, 2024. We recorded an income tax **expense** of **\$0.4 million** **\$0.2 million** related to income before taxes of **\$2.5 million** **\$1.5 million** for the three months ended **June 25, 2023**, and an **December 24, 2023**. The effective income tax **benefit** of **\$1.2 million** related to a loss before income taxes of **\$2.6 million** rate for the **nine** three months ended **June 25, 2023** December 29, 2024, was 25.0%. The effective income tax rate for the three and nine months ended **June 23, 2024** December 24, 2023, was 18.7% and 19.6%, respectively. The effective income tax rate for the three and nine months ended **June 25, 2023**, were 15.6% and 46.8%, respectively. 16.7%.

The primary differences between these rates and the U.S. federal statutory rate of 21% are because of state taxes, non-deductible expenses, changes in valuation allowance, and adjustments to reserves for uncertain tax positions, including any related interest.

We file a consolidated federal tax return, as well as combined and separate tax returns in approximately 30 state and local jurisdictions. We do not currently have any federal or material state income tax examinations in progress. Our income tax returns have generally been audited or closed to audit through 2016.

8 (LOSS) EARNINGS PER COMMON SHARE

The following table sets forth the computation of basic and diluted (loss) earnings per common share:

	Three months ended	Three months ended	Three months ended	Nine months ended
(Thousands of Dollars and Shares, Except Per Share Data)		Three months ended		
(Thousands of Dollars and Shares, Except Per Share Data)		Three months ended		
(Thousands of Dollars and Shares, Except Per Share Data)	(Thousands of Dollars and Shares, Except Per Share Data)		June 23, 2024	June 25, 2023
(Loss) income attributable to Lee Enterprises, Incorporated:			June 25, 2024	June 23, 2023
(Loss) income attributable to Lee Enterprises, Incorporated:			2023	2024
(Loss) income attributable to Lee Enterprises, Incorporated:			2023	2024
Weighted average common shares				
Weighted average common shares				
Weighted average common shares				
Less weighted average restricted Common Stock				
Less weighted average restricted Common Stock				
Less weighted average restricted Common Stock				
Basic average common shares				
Basic average common shares				
Basic average common shares				
Dilutive restricted Common Stock				
Dilutive restricted Common Stock				
Dilutive restricted Common Stock				
Diluted average common shares				
Diluted average common shares				
(Loss) earnings per common share:				
(Loss) earnings per common share:	(Loss) earnings per common share:			
Basic				
Basic				
Basic				
Diluted				
Diluted				
Diluted				

For the three months ended June 23, 2024 December 29, 2024 and December 24, 2023 we had no and 128,019 weighted average shares, were respectively, not considered in the computation of diluted earnings per common share because the Company recorded net losses. For the three months ended June 25, 2023, 136,853 shares were not considered in calculating diluted (losses) earnings per common share because their inclusion would result in an anti-dilutive effect on per share amounts. For the nine months ended June 23, 2024 and June 25, 2023, 22,520 and no shares, respectively, were considered in the computation of diluted (losses) earnings per common share because the Company recorded net losses.

Rights Agreement

On March 28, 2024, our Board of Directors adopted a stockholder rights plan (the "Rights Agreement"). Pursuant to the Rights Agreement, on March 28, 2024, our Board of Directors declared a dividend of one preferred share purchase right (a "Right"), payable on April 8, 2024, for each share of our Common Stock outstanding to the stockholders of record on that date. Each Right entitles the registered holder to purchase from the Company one one-thousandth of a share of Series C Participating Convertible Preferred Stock, without par value (the "Preferred Shares"), of the Company at a price of \$90.00 per one one-thousandth of a Preferred Share represented by a Right, subject to adjustment.

The Rights will initially trade with our Common Stock and will generally become exercisable only if any person or group, other than certain exempt persons, acquires beneficial ownership of 15% or more of our Common Stock outstanding. In the event the Rights become exercisable, each holder of a Right, other than the triggering person(s), will be entitled to purchase additional shares of our Common Stock at a 50% discount or the Company may exchange each Right held by such holders for one share of our Common Stock. The Rights Agreement will continue in effect until March 27, 2025, or unless earlier redeemed or terminated by the Company, as provided in the Rights Agreement. The Rights have no voting or dividend privileges, and, unless and until they become exercisable, have no dilutive effect on the earnings of the Company.

The Rights Agreement applies equally to all current and future stockholders and is not intended to deter offers or preclude our Board of Directors from considering acquisition proposals that are fair and otherwise in the best interest of our stockholders. However, the overall effect of the Rights Agreement may render it more difficult or discourage a merger, tender offer, or other business combination involving us that is not supported by our Board of Directors.

9 COMMITMENTS AND CONTINGENT LIABILITIES

Legal Proceedings

We are involved in a variety of legal actions that arise in the normal course of business. Insurance coverage mitigates potential loss for certain of these matters. While we are unable to predict the ultimate outcome of these legal actions except for the case described below, which amounts are recognized in "Prepays and Other" and "Compensation and other accrued liabilities" on the Consolidated Balance Sheets, it is our opinion that the disposition of these matters will not have a material adverse effect on our Consolidated Financial Statements, taken as a whole.

The Company was named as a defendant by a group of Plaintiffs acting on behalf of a proposed class of digital subscribers in a lawsuit in 2022. The lawsuit alleged that the Company violated the Video Privacy Protection Act ("VPPA") by using pixels to track subscribers' video viewing activity on Company websites and sharing it with Meta without consent.

The Company has agreed to a preliminary settlement with the Plaintiffs for \$9.5 million, subject to required court approval. The entire settlement amount will be paid by the Company's insurance carriers.

The settlement liability and insurance receivable are recorded within "Compensation and other accrued liabilities" and "Prepays and other" on the Consolidated Balance Sheets as of December 29, 2024 and September 29, 2024, respectively.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

The following discussion includes comments and analysis relating to our results of operations and financial condition as of and for the three months ended June 23, 2024 December 29, 2024. This discussion should be read in conjunction with the Consolidated Financial Statements and related Notes thereto, included herein, and our 2023 2024 Annual Report on Form 10-K.

EXECUTIVE OVERVIEW

Lee Enterprises, Incorporated, together with its subsidiaries, is a digital-first subscription business providing local markets with valuable, high quality, trusted, intensely local news, information, advertising and marketing services. We inform consumers in 73 72 mid-sized local communities in 26 25 states with a rapidly

growing digital subscription platform including **748,000** 774,000 digital subscribers. Our core strategy aims to grow audiences and engagement through creating, collecting, and distributing trusted local news and information, continuous improvements to subscriber experience, and offering a full suite of omni-channel advertising and marketing to more than 25,000 local advertisers.

Our product portfolio includes digital subscription platforms, daily, weekly and monthly newspapers and niche products, all delivering original local news and information as well as national and international news. Our products offer digital and print editions, and our content and advertising is available in real time through our websites and mobile apps. We operate in predominately mid-sized communities with products ranging from large daily newspapers and associated digital products, such as the *St. Louis Post-Dispatch* and *The Buffalo News*, to non-daily newspapers with news websites and digital platforms serving smaller communities.

We have made investments in talent and technology to improve user experience, content, data visualization and marketing to align with the shift in spending habits by both consumers and advertisers toward digital products.

We aim to grow our business through three main categories: subscriptions to our product offerings, advertising and marketing solutions to local advertisers, and digital services to a diverse set of customers. Execution of this strategy is expected to transform Lee into a growing and sustainable local media organization.

- Our digital subscription platforms are the fastest growing digital subscription platforms in local media.
- Amplified **Digital®** Agency ("Amplified"), our digital marketing services agency, offers a full suite of digital marketing solutions to local advertisers.
- BLOX Digital (formerly known as TownNews), our software as a service (SaaS) content platform, is one of the largest web-hosting and content management SaaS providers in North America. BLOX Digital represents a powerful opportunity to drive additional digital revenue by providing state-of-the-art web hosting and content management services to more than 2,000 customers who rely on BLOX Digital for their web, over-the-top display, mobile, video and social media products.

We generate revenue primarily through advertising and marketing services, subscriptions to our digital and print products, and digital services, primarily through our majority-owned subsidiary, BLOX Digital.

STRATEGY

We are a major subscription and advertising platform, a trusted local news provider and innovative, digitally-focused marketing solutions company. Our focus is on the local market - including local news and information, local advertising and marketing services to top local accounts, and digital services to local content curators. To align with the core strength of our Company, our operating strategy is locally focused around three pillars:

- Grow digital audiences by transforming the way we present local news and information.
- Expand our digital subscription base and revenue through audience growth and continued conversion of our massive digital audiences.
- Diversify and expand offerings for advertisers through our vast array of rapidly growing digital products, our large digitally adept sales force, and Amplified, our full-service digital agency.

RESULTS OF OPERATIONS

Three Months Ended **June 23, 2024** **December 29, 2024**

Operating results are summarized below.

(Thousands of Dollars, Except Per Common Share Data)	(Thousands of Dollars, Except Per Common Share Data)	June 23, 2024	June 25, 2023	(Thousands of Dollars, Except Per Common Share Data)	Percent Change	December 29, 2024	December 24, 2023	Percent Change
Operating revenue:								
Operating revenue:								
Operating revenue:								
Print advertising revenue								

Print advertising revenue												
Print advertising revenue	18,941	29,216	29,216	(35.2)	(35.2)%	19,861	24,435	24,435	(18.7)	(18.7)	%	
Digital advertising revenue	Digital advertising revenue	49,903	49,904	49,904	—	— %	Digital advertising revenue	46,729	46,452	46,452	0.6	0.6 %
Advertising and marketing services revenue	Advertising and marketing services revenue	68,844	79,120	79,120	(13.0)	(13.0)%	Advertising and marketing services revenue	66,590	70,887	70,887	(6.1)	(6.1)%
Print subscription revenue	Print subscription revenue	47,605	61,842	61,842	(23.0)	(23.0)%	Print subscription revenue	43,432	51,872	51,872	(16.3)	(16.3)%
Digital subscription revenue	Digital subscription revenue	20,701	15,715	15,715	31.7	31.7 %	Digital subscription revenue	21,565	19,467	19,467	10.8	10.8 %
Subscription revenue	Subscription revenue	68,306	77,557	77,557	(11.9)	(11.9)%	Subscription revenue	64,997	71,339	71,339	(8.9)	(8.9)%
Print other revenue	Print other revenue	8,278	9,773	9,773	(15.3)	(15.3)%	Print other revenue	7,888	8,492	8,492	(7.1)	(7.1)%
Digital other revenue	Digital other revenue	5,150	4,860	4,860	6.0	6.0 %	Digital other revenue	5,087	4,960	4,960	2.6	2.6 %
Other revenue	Other revenue	13,428	14,633	14,633	(8.2)	(8.2)%	Other revenue	12,975	13,452	13,452	(3.5)	(3.5)%
Total operating revenue	Total operating revenue	150,578	171,310	171,310	(12.1)	(12.1)%	Total operating revenue	144,562	155,678	155,678	(7.1)	(7.1)%
Operating expenses:												
Compensation	Compensation	59,278	63,582	63,582	(6.8)	(6.8)%	Compensation	60,254	59,676	59,676	1.0	1.0 %
Newsprint and ink	Newsprint and ink	4,096	6,346	6,346	(35.5)	(35.5)%	Newsprint and ink	3,616	4,843	4,843	(25.3)	(25.3)%
Other operating expenses	Other operating expenses	74,177	80,010	80,010	(7.3)	(7.3)%	Other operating expenses	74,680	74,776	74,776	(0.1)	(0.1)%
Depreciation and amortization	Depreciation and amortization	6,850	7,478	7,478	(8.4)	(8.4)%	Depreciation and amortization	6,265	7,295	7,295	(14.1)	(14.1)%
Assets gain on sales, impairments and other	Assets gain on sales, impairments and other	(1,421)	(900)	(900)	57.9	57.9 %	Assets gain on sales, impairments and other	(929)	(1,469)	(1,469)	(36.8)	(36.8)%
Restructuring costs and other	Restructuring costs and other	3,795	3,780	3,780	0.4	0.4 %	Restructuring costs and other	5,150	4,265	4,265	20.8	20.8 %
Total operating expenses	Total operating expenses	146,775	160,296	160,296	(8.4)	(8.4)%	Total operating expenses	149,036	149,386	149,386	(0.2)	(0.2)%
Equity in earnings of associated companies	Equity in earnings of associated companies	1,122	1,194	1,194	(6.0)	(6.0)%	Equity in earnings of associated companies	1,122	1,541	1,541	(27.2)	(27.2)%
Operating income		4,925		12,208		(59.7)%						
Operating (loss) income		(3,352)		7,833		(142.8)%						
Non-operating income (expense):												

Interest expense													
Interest expense													
Interest expense	(10,082)	(10,235)	(10,235)	(1.5)	(1.5)%	(10,282)	(10,131)	(10,131)	1.5	1.5	%		
Pension and OPEB related benefit and other, net	Pension and OPEB related benefit and other, net	617	555	555	11.2	11.2 %	Pension and OPEB related benefit and other, net	653	186	186	251.1	251.1 %	
Curtailment/Settlement gains	—	3,593	NM										
Total non-operating expense, net	Total non-operating expense, net	(9,465)	(9,680)	(9,680)	(2.2)	(2.2)%	Total non-operating expense, net	(9,629)	(6,352)	(6,352)	51.6	51.6 %	
(Loss) income before income taxes	(4,540)	2,528	NM										
Income tax (benefit) expense	(849)	394	NM										
(Loss) before income taxes	(12,981)	1,481	NM										
Income tax expense	3,243	248	NM										
Net (loss) income	Net (loss) income	(3,691)	2,134	2,134	NM	NM	Net (loss) income	(16,224)	1,233	1,233	NM	NM	
(Loss) earnings per common share:													
(Loss) earnings per common share:													
(Loss) earnings per common share:													
Basic													
Basic													
Basic		(0.73)	0.26	0.26	NM	NM	(2.80)	0.12	0.12	NM	NM		
Diluted	Diluted	(0.73)	0.25	0.25	NM	NM	Diluted	(2.80)	0.12	0.12	NM	NM	

References to the "2025 Quarter" refer to the three months ended December 29, 2024. Similarly, references to the "2024 Quarter" refer to the three months ended June 23, 2024 December 24, 2023. Similarly, references to the "2023 Quarter" refer to the three months ended June 25, 2023.

Operating Revenue

Total operating revenue was \$150.6 million \$144.6 million in the 2024 2025 Quarter, down \$20.7 million \$11.1 million, or 12.1% 7.1%, compared to the 2023 2024 Quarter.

Advertising and marketing services revenue totaled \$68.8 million \$66.6 million in the 2024 2025 Quarter, down 13.0% 6.1% compared to the 2023 2024 Quarter. Print advertising revenues were \$18.9 million \$19.9 million in the 2024 2025 Quarter, down 35.2% 18.7% compared to the 2023 2024 Quarter due to continued secular declines in demand for print advertising and a reduced product portfolio through sales and elimination of products that do not meet profitability standards. Digital advertising and marketing services totaled \$49.9 million \$46.7 million in the 2024 2025 Quarter, flat up 0.6% compared to the 2023 2024 Quarter. Digital advertising and marketing services represented 72.5% 70.2% of the 2024 2025 Quarter total advertising and marketing services revenue, compared to 63.1% 65.5% in the same period last year.

Subscription revenue totaled \$68.3 million \$65.0 million in the 2024 2025 Quarter, down 11.9% 8.9% compared to the 2023 2024 Quarter. Decline in full access volume, consistent with historical and industry trends were partially offset by selective increases on our full access subscriptions, growth in digital-only subscribers and price increases on digital subscriptions. Digital-only subscribers grew 23% 5% since the 2023 2024 Quarter and now total 748,000, 774,000. Digital-only subscription revenue grew 31.7% 10.8% compared to the 2023 2024 Quarter.

Other revenue, which primarily consists of commercial printing revenue and digital services from BLOX Digital, decreased \$1.2 million \$0.5 million, or 8.2% 3.5%, in the 2024 2025 Quarter compared to the 2023 2024 Quarter. Digital services revenue totaled \$5.2 million \$5.1 million in the 2024 2025 Quarter, a 6.0% 2.6%

increase compared to the **2023** **2024** Quarter. Commercial printing revenue totaled **\$4.4 million** **\$4.1 million** in the **2024** **2025** Quarter, a **13.7%** **9.8%** decrease compared to the **2023** **2024** Quarter, primarily driven by reduction in print volumes from our partners.

Total digital revenue including digital advertising revenue, digital subscription revenue and digital services revenue totaled **\$75.8 million** **\$73.4 million** in the **2024** **2025** Quarter, an increase of **7.5%** **3.5%** over the **2023** **2024** Quarter, and represented **50.3%** **50.8%** of our total operating revenue in the **2024** **2025** Quarter.

Equity in earnings of TNI and MNI decreased **\$0.1 million** **\$0.4 million** in the **2024** **2025** Quarter.

Operating Expenses

Total operating expenses were **\$146.8 million** **\$149.0 million** in the **2024** **2025** Quarter, a **8.4%** **0.2%** decrease compared to the **2023** **2024** Quarter. Cash Costs, a non-GAAP financial measure used to summarize certain operating expense (see reconciliation of Non-GAAP financial measures below), were down **8.3%** **0.5%** in the **2024** **2025** Quarter.

Compensation expense **decreased** **\$4.3 million** **increased** **\$0.6 million** in the **2024** **2025** Quarter, or **6.8%** **1.0%**, compared to the **2023** **2024** Quarter **from** **reductions in full time employees ("FTEs") due to continued business transformation efforts, partially offset by** investments in digital talent.

Newsprint and ink costs decreased **\$2.3 million** **\$1.2 million** in the **2024** **2025** Quarter, or **35.5%** **25.3%**, compared to the **2023** **2024** Quarter. The decrease is attributable to declines in newsprint volumes.

Other operating expenses decreased **\$5.8 million** **\$0.1 million** in the **2024** **2025** Quarter, or **7.3%** **0.1%**, compared to the **2023** **2024** Quarter. Other operating expenses include all operating costs not considered to be compensation, newsprint, depreciation and amortization, or restructuring costs and assets loss on sales, impairments, and other, net. The largest components are costs associated with printing and distribution of our printed products, digital cost of goods sold and facility expenses. The decrease is primarily attributable to lower delivery and other print-related costs due to lower volumes of our print edition.

Restructuring costs and other **was flat** **increased** **\$0.9 million** compared to the **2023** **2024** Quarter. Restructuring costs and other include severance costs, litigation expenses, and restructuring expenses.

Depreciation and amortization expense decreased **\$0.6 million** **\$1.0 million**, or **8.4%** **14.1%**, in the **2024** **2025** Quarter. The decrease in both is attributable to assets becoming fully depreciated or amortized.

Assets gain on sales, impairments and other, was a net gain of **\$1.4 million** **\$0.9 million** in the **2024** **2025** Quarter compared to a net gain of **\$0.9 million** **\$1.5 million** in the **2023** **2024** Quarter. Assets gain on sales, impairments and other in the **2024** **2025** Quarter were primarily due to the result of the disposition of non-core assets, including real estate.

The factors noted above resulted in an operating **income** **loss** of **\$4.9 million** **\$3.4 million** in the **2024** **2025** Quarter compared to operating income of **\$12.2 million** **\$7.8 million** in the **2023** **2024** Quarter.

Non-operating Income and Expense

Non-operating income and expense decreased by **\$0.2 million**, or **2.2%**. The decrease is primarily driven by a decrease in **Interest expense** of **increased** **\$0.2 million**, or **1.5%**, to **\$10.1 million** **\$10.3 million** in the **2024** **2025** Quarter, compared to the same Quarter last year. The decrease was due to a lower outstanding balance on our **Term Loan**. Our weighted average cost of debt was **9%** at the end of the **2024** **2025** Quarter and **2023** **Quarter**.

Income Tax (Benefit) Expense

We recorded an income tax benefit of **\$0.8 million**, or **18.7%** of pretax loss in the **2024** Quarter. In the **2023** **Quarter**, we recognized an income tax expense of **\$0.4 million**, or **15.6%** of pretax income.

Net income (loss) and Earnings (Loss) Per Share

Net loss was **\$3.7 million** and diluted loss per share were **\$0.73** for the **2024** Quarter compared to net income of **\$2.1 million** and diluted earnings per share of **\$0.25** for the **2023** Quarter. The change reflects the various items discussed above.

Nine Months Ended June 23, 2024

Operating results are summarized below.

(Thousands of Dollars, Except Per Common Share Data)	June 23, 2024	June 25, 2023	Percent Change
Operating revenue:			
Print advertising revenue	62,118	102,503	(39.4)%
Digital advertising revenue	141,747	143,903	(1.5)%
Advertising and marketing services revenue	203,865	246,406	(17.3)%
Print subscription revenue	148,443	193,799	(23.4)%
Digital subscription revenue	60,429	42,039	43.7 %
Subscription revenue	208,872	235,838	(11.4)%
Print other revenue	24,839	30,542	(18.7)%
Digital other revenue	15,230	14,343	6.2 %
Other revenue	40,069	44,885	(10.7)%
Total operating revenue	452,806	527,129	(14.1)%
Operating expenses:			
Compensation	175,757	207,859	(15.4)%
Newsprint and ink	13,101	20,244	(35.3)%
Other operating expenses	221,247	249,353	(11.3)%
Depreciation and amortization	21,438	23,097	(7.2)%
Assets loss (gain) on sales, impairments and other	4,727	(4,255)	NM
Restructuring costs and other	12,199	8,120	50.2 %
Total operating expenses	448,469	504,418	(11.1)%
Equity in earnings of associated companies	3,869	3,534	9.5 %
Operating income	8,206	26,245	(68.7)%
Non-operating income (expense):			
Interest expense	(30,427)	(31,144)	(2.3)%
Pension and OPEB related benefit and other, net	1,096	2,255	(51.4)%
Curtailment/Settlement gains	3,593	—	NM
Total non-operating expense, net	(25,738)	(28,889)	(10.9)%
Loss before income taxes	(17,532)	(2,644)	NM
Income tax benefit	(3,438)	(1,237)	NM
Net loss	(14,094)	(1,407)	NM
Loss per common share:			
Basic	(2.68)	(0.56)	NM
Diluted	(2.68)	(0.56)	NM

References to the "2024 Period" refer to the nine months ended June 23, 2024. Similarly, references to the "2023 Period" refer to the nine months ended June 25, 2023.

Operating Revenue

Total operating revenue was \$452.8 million in the 2024 Period, down \$74.3 million, or 14.1%, compared to the 2023 Period.

Advertising and marketing services revenue totaled \$203.9 million in the 2024 Period, down 17.3% compared to the 2023 Period. Print advertising revenues were \$62.1 million in the 2024 Period, down 39.4% compared to the 2023 Period due to continued secular declines in demand for print advertising and a reduced product portfolio through sales and elimination of products that do not meet profitability standards. Digital advertising and marketing services totaled \$141.7 million in the 2024 Period, down 1.5% compared to the 2023 Period. Digital advertising and marketing services represented 69.5% of the 2024 Period total advertising and marketing services revenue, compared to 58.4% during the 2023 Period.

Subscription revenue totaled \$208.9 million in the 2024 Period, down 11.4% compared to the 2023 Period. Decline in full access volume, consistent with historical and industry trends were partially offset by selective increases on our full access subscriptions, growth in digital-only subscribers and price increases on digital subscriptions. Digital-only subscribers grew 23% since the 2023 Period and now total 748,000. Digital-only subscription revenue grew 43.7% compared to the 2023 Period.

Other revenue, which primarily consists of commercial printing revenue and digital services from BLOX Digital, decreased \$4.8 million, or 10.7%, in the 2024 Period compared to the 2023 Period. Digital services revenue totaled \$15.2 million in the 2024 Period, a 6.2% increase compared to the 2023 Period. Commercial printing revenue totaled \$13.1 million in the 2024 Period, a 14.8% decrease compared to the 2023 Period, primarily driven by reduction in print volumes from our partners.

Total digital revenue including digital advertising revenue, digital subscription revenue and digital services revenue totaled \$217.4 million in the 2024 Period, an increase of 8.5% over the 2023 Period, and represented 48.0% of our total operating revenue in the 2024 Period.

Equity in earnings of TNI and MNI increased \$0.3 million in the 2024 Period.

Operating Expenses

Total operating expenses were \$448.5 million in the 2024 Period, a 11.1% decrease compared to the 2023 Period. Cash Costs, a non-GAAP financial measure used to summarize certain operating expense (see reconciliation of Non-GAAP financial measures below), were down 14.1% in the 2024 Period.

Compensation expense decreased \$32.1 million in the 2024 Period, or 15.4%, compared to the 2023 Period from reductions in full time employees ("FTEs") due to continued business transformation efforts, partially offset by investments in digital talent.

Newsprint and ink costs decreased \$7.1 million in the 2024 Period, or 35.3%, compared to the 2023 Period. The decrease is attributable to declines in newsprint volumes.

Other operating expenses decreased \$28.1 million in the 2024 Period, or 11.3%, compared to the 2023 Period. Other operating expenses include all operating costs not considered to be compensation, newsprint, depreciation and amortization, or restructuring costs and assets loss (gain) on sales, impairments, and other, net. The largest components are costs associated with printing and distribution of our printed products, digital cost of goods sold and facility expenses. The decrease is attributable to lower delivery and other print-related costs due to lower volumes of our print edition, partially increases in investments to fund our digital growth strategy partially offset by investments to fund our digital growth strategy.

Restructuring costs and other increased \$4.1 million in the 2024 Period, or 50.2%, compared to the 2023 Period, respectively. The increase is primarily driven from closing down outsourced production facilities, ongoing business transformation efforts, and severance. Restructuring costs and other include severance costs, litigation expenses, restructuring expenses, and advisor expenses.

Depreciation and amortization expense decreased \$1.7 million in the 2024 Period, or 7.2%, compared to the 2023 Period. The decrease in both is attributable to assets becoming fully depreciated or amortized.

Assets loss (gain) on sales, impairments and other, was a net loss of \$4.7 million in the 2024 Period compared to a net gain of \$4.3 million in the 2023 Period. Assets loss (gain) on sales, impairments and other in the 2024 Period were primarily due to non-cash charges of \$7.6 million that were recorded to reduce the carrying value of mastheads, which are non-amortized intangible assets. The 2023 Period were the result of the disposition of non-core assets, including real estate.

The factors noted above resulted in an operating income of \$8.2 million in the 2024 Period compared to operating income of \$26.2 million in the 2023 Period.

Non-operating Income and Expense

Interest expense decreased \$0.7 million, or 2.3%, to \$30.4 million in the 2024 Period, compared to the same period last year. The decrease was due to a lower outstanding balance on our Term Loan. Our weighted average cost of debt was 9.0% at the end of the 2024 Period and 2023 Period.

Other non-operating income and expense consists of benefits associated with our pension and other postretirement plans, plans and the fair value adjustment of our Warrants. We recorded \$4.7 million of \$0.7 million periodic pension and other postretirement benefits in the 2024 Period 2025 Quarter compared to \$0.9 million \$3.9 million in the 2023 Period 2024 Quarter. The increase decrease was attributable due to the Company a result of recognizing a non-cash curtailment gain of \$1.2 million in the 2024 Period Quarter as a result of outsourcing certain postemployment defined benefit plan functions. Additionally, during the 2024

Period, Quarter, the Company completed a voluntary lump sum payment of future benefits to terminated vested participants. The offer was accepted by 522 participants representing a \$22.6 million pension \$22.6 million in plan liability, liabilities. As a result of the offer, a non-cash settlement gain of \$2.4 million was recorded in Curtailment/Settlement gain on the Consolidated Statements of Income and Comprehensive Income. Both assets and liabilities of the plan were reduced by \$22.6 million \$22.6 million.

Income Tax Benefit (Benefit) Expense

We recorded an income tax benefit expense of \$3.4 million \$3.2 million, or 19.6% (25.0)% of pretax loss in the 2024 Period, 2025 Quarter. In the 2023 Period, 2024 Quarter, we recognized an income tax benefit expense of \$1.2 million \$0.2 million, or 46.8% 16.7% of pretax loss, income.

Net loss income (loss) and Loss Earnings (Loss) Per Share

Net loss was \$14.1 million \$16.2 million and diluted loss per share were \$2.68 \$2.80 for the 2025 Quarter compared to net income of \$1.2 million and diluted earnings per share of \$0.12 for the 2024 Period compared to net loss of \$1.4 million and diluted loss per share of \$0.56 for the 2023 Period, Quarter. The change reflects the various items discussed above.

NON-GAAP FINANCIAL MEASURES

We use non-GAAP financial performance measures to supplement the financial information presented on a GAAP basis. These non-GAAP financial measures should not be considered in isolation or as a substitute for the relevant GAAP measures and should be read in conjunction with information presented on a GAAP basis.

In this report, we present Adjusted EBITDA and Cash Costs which are non-GAAP financial performance measures that exclude from our reported GAAP results the impact of certain items consisting primarily of restructuring charges and non-cash charges. We believe such expenses, charges and gains are not indicative of normal, ongoing operations, and their inclusion in results makes for more difficult comparisons between years and with peer group companies. In the future, however, we are likely to incur expenses, charges and gains similar to the items for which the applicable GAAP financial measures have been adjusted and to report non-GAAP financial measures excluding such items. Accordingly, exclusion of those or similar items in our non-GAAP presentations should not be interpreted as implying the items are non-recurring, infrequent, or unusual.

We define our non-GAAP measures, which may not be comparable to similarly titled measures reported by other companies, as follows:

Adjusted EBITDA is a non-GAAP financial performance measure that enhances financial statement users' overall understanding of the operating performance of the Company. The measure isolates unusual, infrequent, or non-cash transactions from the operating performance of the business. This allows users to easily compare operating performance among various fiscal periods and how management measures the performance of the business. This measure also provides users with a benchmark that can be used when forecasting future operating performance of the Company that excludes unusual, nonrecurring or one-time transactions. Adjusted

EBITDA is also a component of the calculation used by stockholders and analysts to determine the value of our business when using the market approach, which applies a market multiple to financial metrics. It is also a measure used to calculate the leverage ratio of the Company, which is a key financial ratio monitored and used by the Company and its investors. Adjusted EBITDA is defined as net income (loss), plus non-operating expenses, income tax expense, depreciation and amortization, assets loss (gain) on sales, impairments and

other, restructuring costs and other, stock compensation and our 50% share of EBITDA from TNI and MNI, minus equity in earnings of TNI and MNI.

Cash Costs represent a non-GAAP financial performance measure of operating expenses which are measured on an accrual basis and settled in cash. This measure is useful to investors in understanding the components of the Company's cash-settled operating costs. Generally, the Company provides forward-looking guidance of Cash Costs, which can be used by financial statement users to assess the Company's ability to manage and control its operating cost structure. Cash Costs are defined as compensation, newsprint and ink and other operating expenses. Depreciation and amortization, assets loss (gain) on sales, impairments and other, other non-cash operating expenses and other expenses are excluded. Cash Costs also exclude restructuring costs and other, which are typically settled in cash.

Adjusted EBITDA and Cash Costs are reconciled to net income (loss) and operating expenses, below, the closest comparable numbers under GAAP.

RECONCILIATION OF NON-GAAP FINANCIAL MEASURES (UNAUDITED)

The table below reconciles the non-GAAP financial performance measure of Adjusted EBITDA to net income, the most directly comparable GAAP measure:

	Three months ended	Three months ended	Three months ended	Nine months ended	
	Three months ended	Three months ended			
(Thousands of Dollars)					
(Thousands of Dollars)					
(Thousands of Dollars)	(Thousands of Dollars)	June 23, 2024	June 25, 2023	June 23, 2024	June 25, 2023
Net (loss) income					
Net (loss) income					
Net (loss) income					
Adjusted to exclude					
Income tax (benefit) expense					
Income tax (benefit) expense					
Income tax (benefit) expense					
Adjusted to exclude					
Adjusted to exclude					
Income tax expense					
Income tax expense					
Income tax expense					
Non-operating expenses, net					
Non-operating expenses, net					
Non-operating expenses, net					
Equity in earnings of TNI and MNI					
Equity in earnings of TNI and MNI					
Equity in earnings of TNI and MNI					
Depreciation and amortization					
Depreciation and amortization					
Depreciation and amortization					
Restructuring costs and other					
Assets (gain) loss on sales, impairments and other, net					
Restructuring costs and other					
Restructuring costs and other					
Assets gain on sales, impairments and other, net					
Assets gain on sales, impairments and other, net					
Assets gain on sales, impairments and other, net					
Stock compensation					
Stock compensation					
Stock compensation					
Add:					
Add:					
Add:					
Ownership share of TNI and MNI EBITDA (50%)					
Ownership share of TNI and MNI EBITDA (50%)					
Ownership share of TNI and MNI EBITDA (50%)					
Adjusted EBITDA					
Adjusted EBITDA					

Adjusted EBITDA

The table below reconciles the non-GAAP financial performance measure of Cash Costs to Operating expenses, the most directly comparable GAAP measure:

	Three months ended	Three months ended	Three months ended	Nine months ended
	Three months ended	Three months ended		
(Thousands of Dollars)				
(Thousands of Dollars)	(Thousands of Dollars)	June 23, 2024	June 25, 2023	June 23, 2024
Operating expenses				
Operating expenses				
Operating expenses				
Adjustments				
Adjustments				
Adjustments				
Depreciation and amortization				
Depreciation and amortization				
Depreciation and amortization				
Assets (gain) loss on sales, impairments and other, net				
Assets (gain) loss on sales, impairments and other, net				
Assets (gain) loss on sales, impairments and other, net				
Restructuring costs and other				
Restructuring costs and other				
Restructuring costs and other				
Cash Costs				
Cash Costs				
Cash Costs				

LIQUIDITY AND CAPITAL RESOURCES

Our operations have historically generated **strong positive** cash flow and are expected to provide sufficient liquidity, together with cash on hand, to meet our requirements, primarily operating expenses, interest expense and capital expenditures for at least the next twelve months. A summary of our cash flows is included in the narrative below.

Operating Activities

Cash required by operating activities totaled \$7.3 million in 2025 Period compared to cash provided by operating activities totaled \$1.4 million of \$0.1 million in 2024 Period, compared to cash required by operating activities a decrease of \$1.7 million in 2023 Period, an increase of \$3.1 \$7.4 million. The increase decrease was driven by an increase in working capital of \$5.7 million, primarily related to favorable change in accounts receivable partially offset by a decrease in operating results of \$2.6 million \$13.6 million (defined as net loss adjusted for non-working capital items), partially offset by an increase in working capital of \$6.2 million, primarily related to favorable change in accounts receivable.

Investing Activities

Cash provided by investing activities totaled \$0.5 million \$3.9 million in the 2024 2025 Period compared to cash provided by investing activities of \$5.3 million \$2.1 million in the 2023 2024 Period. 2025 Period and 2024 Period included \$5.4 million and 2023 Period included \$7.1 million and \$7.2 million \$3.1 million, respectively, in proceeds from the sale of assets as the Company divested non-core real estate.

We anticipate that funds necessary for capital expenditures, which are expected to total approximately \$10.0 million in 2024, 2025, and other requirements, will be available from internally generated funds.

Financing Activities

Cash No cash was required for financing activities totaled \$3.0 million in the 2024 2025 Period compared to \$2.8 million \$1.4 million in 2023 2024 Period. Debt reduction accounted for nearly all the usage of funds in both periods, the prior period.

Additional Information on Liquidity

Our liquidity, consisting of cash on the balance sheet, totaled \$13.4 million \$6.1 million on June 23, 2024 December 29, 2024. This liquidity amount excludes any future cash flows from operations. We expect all interest and principal payments due in the next twelve months will be satisfied by existing cash and our cash flows, which will allow us to maintain an adequate level of liquidity.

CHANGES IN LAWS AND REGULATIONS

Wage Laws

The United States and various state and local governments are considering increasing their respective minimum wage rates. Most of our employees are paid more than the current United States or state minimum wage rates. However, until changes to such rates are enacted, the impact of the changes cannot be determined.

Item 3. Controls and Procedures

EVALUATION OF DISCLOSURE CONTROLS AND PROCEDURES

As of September 24, 2023 and June 23, 2024, under Under the supervision and with the participation of our senior management, including our Chief Executive Officer and Chief Financial Officer, we conducted an evaluation of the effectiveness of the design and operation of our disclosure controls and procedures, as defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act. Based on that evaluation the Company has concluded that, because the material weakness in the Company's internal control that existed Act, as of September 24, 2023 and have not been remediated by the end of the period covered by this report, Quarterly Report on Form 10-Q (the "Evaluation Date"). Based on this evaluation, our Chief Executive Officer and Chief Financial Officer concluded that as of the Evaluation Date, our disclosure controls and procedures were not effective.

The material weakness identified by the Company is described below:

- Management did not design and implement controls to assess the reliability of certain internally generated information, or evaluate information received from certain third-party service providers, that are relevant to certain revenue recognized in the Company's Consolidated Financial Statements.

Remediation Plans and Actions

Management is committed to remediating the material weakness that has been identified and maintaining an effective system of disclosure controls and procedures. During fiscal 2023 and 2024, management executed certain actions steps to remediate the material weakness, including: CHANGES IN INTERNAL CONTROL OVER FINANCIAL REPORTING

- Established a project team to review, evaluate and remediate the material weakness There have been no changes in internal controls over financial reporting.
- Invested in new technology and human capital in the development of new internal controls.
- Expanded Corporate Compliance function to lead management's efforts related to effective control design, documentation and implementation, as well as remediate ineffective controls.
- Implemented a new revenue IT system through collaboration among finance, accounting, sales, and IT with the focus on centralizing our products fulfillment process.
- Coordinated the flow of data with many of our third-party fulfillment vendors to improve processes surrounding customer acceptance and evidence of fulfillment.
- Retained Deloitte & Touche LLP to validate the design of these new controls prior to being reviewed by our independent registered public accounting firm.
- Implemented six additional internal controls focused on addressing the material weakness in internal controls over financial reporting. The new controls were implemented in the third quarter and will be tested by the Company's independent registered accounting firm beginning in the fourth quarter.

Management will continue to execute the remediation steps outlined above until the material weakness is remediated. The material weakness will not be considered remediated until the remediated and/or newly implemented internal controls operate for a sufficient period of time and management has concluded, through testing, that these internal controls are operating effectively. We expect the material weakness to be remediated by the end of the fiscal year 2024. We

continue to strengthen our internal control over financial reporting and that occurred during the 13 weeks ended December 29, 2024 that have materially affected, or are committed reasonably likely to ensuring that such controls are designed and operating effectively. materially affect, our internal control over financial reporting.

PART II OTHER INFORMATION

Item 1. Legal Proceedings

We are involved in a variety of legal actions that arise in the normal course of business. Insurance coverage mitigates potential loss for certain of these matters. While we are unable to predict the ultimate outcome of these legal actions, it is our opinion that the disposition of these matters will not have a material adverse effect on our Consolidated Financial Statements, taken as a whole.

Item 1A Risk Factors

Except as otherwise described herein, there have been no material changes in the risk factors previously disclosed in "Part I, Item 1A. Risk Factors" of our **2023** **2024** Form 10-K.

Item 5. Other Information

On February 3, 2025, the Company experienced a technology outage due to a cyber incident affecting certain business applications, resulting in an operational disruption. The Company is actively investigating the incident, implementing recovery measures, and assessing the potential impact on its operations, financial condition, and internal controls. As of the date of this filing, the Company has not identified any impact that is material; however, the evaluation remains ongoing.

Rights Agreement

On March 28, 2024, our Board of Directors adopted a stockholder rights plan (the "Rights Agreement"). Pursuant to the Rights Agreement, on March 28, 2024, our Board of Directors declared a dividend of one preferred share purchase right (a "Right"), payable on April 8, 2024, for each share of our Common Stock outstanding to the stockholders of record on that date. Each Right entitles the registered holder to purchase from the Company one one-thousandth of a share of Series C Participating Convertible Preferred Stock, without par value (the "Preferred Shares"), of the Company at a price of \$90.00 per one one-thousandth of a Preferred Share represented by a Right, subject to adjustment.

The Rights will initially trade with our Common Stock and will generally become exercisable only if any person or group, other than certain exempt persons, acquires beneficial ownership of 15% or more of our Common Stock outstanding. In the event the Rights become exercisable, each holder of a Right, other than the triggering person(s), will be entitled to purchase additional shares of our Common Stock at a 50% discount or the Company may exchange each Right held by such holders for one share of our Common Stock. The Rights Agreement will continue in effect until March 27, 2025, or unless earlier redeemed or terminated by the Company, as provided in the Rights Agreement. The Rights have no voting or dividend privileges, and, unless and until they become exercisable, have no dilutive effect on the earnings of the Company.

The Rights Agreement applies equally to all current and future stockholders and is not intended to deter offers or preclude our Board of Directors from considering acquisition proposals that are fair and otherwise in the best interest of our stockholders. However, the overall effect of the Rights Agreement may render it more difficult or discourage a merger, tender offer, or other business combination involving us that is not supported by our Board of Directors.

Item 6. Exhibits

Exhibits marked with an asterisk (*) are incorporated by reference to documents previously filed by us with the SEC, as indicated. Exhibits marked with a plus (+) are management contracts or compensatory plan contracts or arrangements filed pursuant to Item 601(b)(10)(iii)(A) of Regulation S-K. All other documents listed are filed with this Quarterly Report on Form 10-Q.

Number	Description	
31.1	Rule 13a-14(a) Certification of Chief Executive Officer	Attached
31.2	Rule 13a-14(a) Certification of Chief Financial Officer	Attached
32.1	Section 1350 Certification of Chief Executive Officer	Attached
32.2	Section 1350 Certification of Chief Financial Officer	Attached
101.INS	Inline XBRL Instance Document (the Instance Document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document)	Attached
101.SCH	Inline XBRL Taxonomy Extension Schema Document	Attached
101.CAL	Inline XBRL Taxonomy Extension Calculation Linkbase Document	Attached
101.DEF	Inline XBRL Taxonomy Extension Definition Linkbase Document	Attached
101.LAB	Inline XBRL Taxonomy Extension Label Linkbase Document	Attached
101.PRE	Inline XBRL Taxonomy Extension Presentation Linkbase Document	Attached
104	Cover Page Interactive Data File (formatted as Inline XBRL and embedded within the Inline XBRL document)	Attached

SIGNATURES

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

LEE ENTERPRISES, INCORPORATED

/s/ Timothy R. Millage

August 2, 2024 February 7, 2025

Timothy R. Millage

Vice President, Chief Financial Officer and Treasurer
(Principal Financial and Accounting Officer)

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Exhibit 31.1

CERTIFICATION

I, Kevin D. Mowbray, certify that:

- 1 I have reviewed this Quarterly report on Form 10-Q ("Quarterly Report") of Lee Enterprises, Incorporated ("Registrant");
- 2 Based on my knowledge, this Quarterly Report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this Quarterly Report;
- 3 Based on my knowledge, the Consolidated Financial Statements, and other financial information included in this Quarterly Report, fairly present in all material respects the financial condition, results of operations and cash flows of the Registrant as of, and for, the periods presented in this Quarterly Report;
- 4 The Registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the Registrant and have:

- a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the Registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this Quarterly Report is being prepared;
- b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
- c) evaluated the effectiveness of the Registrant's disclosure controls and procedures and presented in this Quarterly Report our conclusions about the effectiveness of the disclosure controls and procedures as of the end of the period covered by this Quarterly Report based on such evaluation; and
- d) disclosed in this Quarterly Report any change in the Registrant's internal control over financial reporting that occurred during the Registrant's most recent fiscal quarter (the Registrant's fourth fiscal quarter in the case of an Annual report) that has materially affected, or is reasonably likely to materially affect, the Registrant's internal control over financial reporting; and

5 The Registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the Registrant's auditors and the Audit Committee of Registrant's Board of Directors (or persons performing the equivalent functions):

- a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the Registrant's ability to record, process, summarize and report financial information; and
- b) any fraud, whether or not material, that involves management or other employees who have a significant role in the Registrant's internal control over financial reporting.

Date: **August 2, 2024** February 7, 2025

/s/ Kevin D. Mowbray

Kevin D. Mowbray

President and Chief Executive Officer

Exhibit 31.2

CERTIFICATION

I, Timothy R. Millage, certify that:

- 1 I have reviewed this Quarterly report on Form 10-Q ("Quarterly Report") of Lee Enterprises, Incorporated ("Registrant");
- 2 Based on my knowledge, this Quarterly Report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this Quarterly Report;
- 3 Based on my knowledge, the Consolidated Financial Statements, and other financial information included in this Quarterly Report, fairly present in all material respects the financial condition, results of operations and cash flows of the Registrant as of, and for, the periods presented in this Quarterly Report;
- 4 The Registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the Registrant and have:
 - a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the Registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this Quarterly Report is being prepared;
 - b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

- c) evaluated the effectiveness of the Registrant's disclosure controls and procedures and presented in this Quarterly Report our conclusions about the effectiveness of the disclosure controls and procedures as of the end of the period covered by this Quarterly Report based on such evaluation; and
- d) disclosed in this Quarterly Report any change in the Registrant's internal control over financial reporting that occurred during the Registrant's most recent fiscal quarter (the Registrant's fourth fiscal quarter in the case of an Annual report) that has materially affected, or is reasonably likely to materially affect, the Registrant's internal control over financial reporting; and

5 The Registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the Registrant's auditors and the Audit Committee of Registrant's Board of Directors (or persons performing the equivalent functions):

- a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the Registrant's ability to record, process, summarize and report financial information; and
- b) any fraud, whether or not material, that involves management or other employees who have a significant role in the Registrant's internal control over financial reporting.

Date: **August 2, 2024** **February 7, 2025**

/s/ Timothy R. Millage

Timothy R. Millage

Vice President, Chief Financial Officer and Treasurer

Exhibit 32.1

The following statement is being furnished to the Securities and Exchange Commission solely for purposes of Section 906 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. 1350), which carries with it certain criminal penalties in the event of a knowing or willful misrepresentation.

Securities and Exchange Commission
450 Fifth Street, NW
Washington, DC 20549

Re: Lee Enterprises, Incorporated

Ladies and Gentlemen:

In accordance with the requirements of Section 906 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. 1350), the undersigned hereby certifies that to his knowledge:

- (i) this Quarterly report on Form 10-Q for the period ended **June 23, 2024** **December 29, 2024** ("Quarterly Report"), fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m or 78o(d)); and
- (ii) the information contained in this Quarterly Report fairly presents, in all material respects, the financial condition and results of operations of Lee Enterprises, Incorporated for the periods presented in the Quarterly Report.

Date: **August 2, 2024** **February 7, 2025**

/s/ Kevin D. Mowbray

Kevin D. Mowbray

President and Chief Executive Officer

A signed original of this written statement required by Section 906 has been provided to Lee Enterprises, Incorporated and will be retained by Lee Enterprises, Incorporated and furnished to the Securities and Exchange Commission upon request.

The following statement is being furnished to the Securities and Exchange Commission solely for purposes of Section 906 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. 1350), which carries with it certain criminal penalties in the event of a knowing or willful misrepresentation.

Securities and Exchange Commission
450 Fifth Street, NW
Washington, DC 20549

Re: Lee Enterprises, Incorporated

Ladies and Gentlemen:

In accordance with the requirements of Section 906 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. 1350), the undersigned hereby certifies that to his knowledge:

- (i) this Quarterly report on Form 10-Q for the period ended **June 23, 2024** **December 29, 2024** ("Quarterly Report"), fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m or 78o(d)); and
- (ii) the information contained in this Quarterly Report fairly presents, in all material respects, the financial condition and results of operations of Lee Enterprises, Incorporated for the periods presented in the Quarterly Report.

Date: **August 2, 2024** **February 7, 2025**

/s/ Timothy R. Millage

Timothy R. Millage
Vice President, Chief Financial Officer and Treasurer

A signed original of this written statement required by Section 906 has been provided to Lee Enterprises, Incorporated and will be retained by Lee Enterprises, Incorporated and furnished to the Securities and Exchange Commission upon request.

DISCLAIMER

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