Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2018

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A This return/report is for:
- [ ] a multiemployer plan
- [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)
- [X] a single-employer plan
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report
- [ ] the final return/report
- [ ] an amended return/report
- [ ] a short plan year return/report (less than 12 months)

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558
- [ ] automatic extension
- [ ] the DFVC program
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
TRIBUNE COMPANY 401(K) SAVINGS PLAN

1b Three-digit plan number (PN) ▶ 003

1c Effective date of plan 04/01/1985

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)
TRIBUNE MEDIA COMPANY

515 NORTH STATE STREET
SUITE 2400
CHICAGO, IL 60654

2b Employer Identification Number (EIN)
36-1880355

2c Plan Sponsor's telephone number
312-222-8613

2d Business code (see instructions)
551112

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	09/03/2019	JACK RODDEN
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address ☐ Same as Plan Sponsor

TRIBUNE COMPANY EMPLOYEE BENEFITS COMMITTEE

515 NORTH STATE STREET
SUITE 2400
CHICAGO, IL 60654

3b Administrator's EIN: 36-2878721

3c Administrator's telephone number: 312-222-8613

4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report:
a Sponsor's name
c Plan Name

4b EIN

4d PN

5 Total number of participants at the beginning of the plan year	**5**	8422
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1) Total number of active participants at the beginning of the plan year	**6a(1)**	1371
a(2) Total number of active participants at the end of the plan year	**6a(2)**	1206
b Retired or separated participants receiving benefits	**6b**	0
c Other retired or separated participants entitled to future benefits	**6c**	6146
d Subtotal. Add lines **6a(2)**, **6b**, and **6c**	**6d**	7352
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	97
f Total. Add lines **6d** and **6e**.	**6f**	7449
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	7302
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	1
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:

2E 2J 2F 2G 2K 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1)	☒	**R** (Retirement Plan Information)
(2)	☐	**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)	☐	**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1)	☒		**H** (Financial Information)
(2)	☐		**I** (Financial Information – Small Plan)
(3)	☐	0	**A** (Insurance Information)
(4)	☐		**C** (Service Provider Information)
(5)	☒		**D** (DFE/Participating Plan Information)
(6)	☐		**G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ..... ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ..... ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2018 Form M-1 annual report. If the plan was not required to file the 2018 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2018

This Form is Open to Public Inspection.

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan
TRIBUNE COMPANY 401(K) SAVINGS PLAN

B Three-digit plan number (PN) ▶ 003

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
TRIBUNE MEDIA COMPANY

D Employer Identification Number (EIN)
36-1880355

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: TCO MASTER RETIREMENT SAVINGS TRUST

b Name of sponsor of entity listed in (a): TRIBUNE MEDIA COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
36-1880355-207	M	748721389

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2018

This Form is Open to Public Inspection

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan
TRIBUNE COMPANY 401(K) SAVINGS PLAN

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
TRIBUNE MEDIA COMPANY

D Employer Identification Number (EIN)
36-1880355

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reported on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	3351309	2709474
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	955993631	748721389
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	959344940	751430863
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h	93476	81474
i	Acquisition indebtedness	1i		
j	Other liabilities	1j	3089460	4566415
k	Total liabilities (add all amounts in lines 1g through1j)	1k	3182936	4647889
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	956162004	746782974

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)		
	(B) Participants	2a(1)(B)		
	(C) Others (including rollovers)	2a(1)(C)	663	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		663
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	105922	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		105922
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		0
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)		
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		-36761170
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		-36654585
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	167132932	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		167132932
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		0
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		167132932
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		-203787517
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		5591513

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: PRICEWATERHOUSECOOPERS LLP (2) EIN: 13-4008324

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		20000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? ☐ Yes ☒ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)
TRIBUNE COMPANY CASH BALANCE PENSION PLAN	36-1880355	007

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ..... ☐ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year_____. (See instructions.)

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2018

This Form is Open to Public Inspection.

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan
TRIBUNE COMPANY 401(K) SAVINGS PLAN

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
TRIBUNE MEDIA COMPANY

D Employer Identification Number (EIN)
36-1880355

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 23-2186884

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 **a** Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 **a** Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

ACCOUNTANT'S OPINION AND FINANCIAL STATEMENTS

Schedule H, Line 3

PLAN NAME: TRIBUNE COMPANY 401(K) SAVINGS PLAN

EIN: 36-1880355

PLAN NUMBER: 003

Tribune Media Company -- Tribune Company 401(k) Savings Plan, Financial Statements, 12/31/2018.

Tribune Company 401(k) Savings Plan

Financial Statements and Supplemental Schedule
December 31, 2018 and 2017

Tribune Company 401(k) Savings Plan
Index
December 31, 2018 and 2017

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Note: All other schedules of additional financial information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, as amended ("ERISA") have been omitted because they are not applicable.

Report of Independent Auditors

To the Administrator of
Tribune Company 401(k) Savings Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Tribune Company 401(k) Savings Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2018 and 2017, and the related statement of changes in net assets available for benefits for the year ended December 31, 2018, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on the financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 10, which was certified by Vanguard Fiduciary Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2018 and 2017 and for the year ended December 31, 2018, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on the financial statements.

Other Matter

The supplemental Schedule of Assets (Held at End of Year) as of December 31, 2018 are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on this supplemental schedule.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Chicago, Illinois
August 2, 2019

Tribune Company 401(k) Savings Plan
Statements of Net Assets Available for Benefits
As of December 31, 2018 and 2017

	2018	2017
Assets		
Investments, at fair value		
Plan interest in Tribune Company Master Retirement Savings Trust	$ 748,721,389	$ 955,993,631
Notes receivable from participants	2,709,474	3,351,309
Total assets	751,430,863	959,344,940
Liabilities		
Accrued administrative expenses	81,474	93,476
Payable to the Tribune Company Cash Balance Pension Plan	4,566,415	3,089,460
Total liabilities	4,647,889	3,182,936
Net assets available for benefits	$ 746,782,974	$ 956,162,004

The accompanying notes are an integral part of the financial statements.

Tribune Company 401(k) Savings Plan
Statement of Changes in Net Assets Available for Benefits
For the Year Ended December 31, 2018

Additions		
Additions to net assets attributed to:		
Interest on notes receivable from participants	$	105,922
Contributions		
Rollovers from participants		663
Total contributions		663
Total additions		106,585
Deductions		
Deductions from net assets attributed to:		
Investment loss		
Plan interest in net investment loss of the Tribune Company Master Retirement Savings Trust		36,290,478
Benefits paid to participants or their beneficiaries		167,132,932
Administrative fees		470,692
Transfer of assets		5,591,513
Total deductions		209,485,615
Net decrease in net assets available for benefits		(209,379,030)
Net assets available for benefits		
Beginning of year		956,162,004
End of year	$	746,782,974

The accompanying notes are an integral part of the financial statements.

1. Plan Description

The following brief description of the Tribune Company 401(k) Savings Plan (the "Plan") is provided for general information purposes. Plan participants should refer to the revised Plan document with amendments for more complete information. As discussed below, on June 12, 2014, the Plan was frozen and participants were no longer able to contribute to the Plan while allowing for certain rollovers. On July 16, 2014, Tribune Company amended and restated its certificate of incorporation and changed its name to Tribune Media Company (the "Company").

General
The Plan is a defined contribution plan that covers eligible salaried and hourly employees of the Company and participating subsidiaries. Separate benefit accounts are maintained for each participant.

Prior to the Freeze Date (as defined below), full-time employees (and part-time employees after one year of service) of the Company and participating subsidiaries were generally eligible to participate if they were at least 21 years of age, except for employees covered by collective bargaining agreements which do not provide for their participation in the Plan.

On January 31, 2017, the Company completed the sale of substantially all the Digital and Data business operations (the "Gracenote Sale"), which included Gracenote Inc., Gracenote Canada, Inc., Gracenote Netherlands Holdings B.V., Tribune Digital Ventures LLC and Tribune International Holdco, LLC (the "Gracenote Companies"). Accordingly, the sale of the Gracenote Companies resulted in a separation from service for those participants, who were already fully vested in their Company matching and profit sharing contributions on January 31, 2017. Gracenote Companies participants may choose to leave his or her account balance in the Plan, roll the account into an IRA or take a distribution from the Plan, according to the rules of the Plan.

On May 8, 2017, the Company entered into an Agreement and Plan of Merger (the "Sinclair Merger Agreement") with Sinclair Broadcast Group, Inc. ("Sinclair"), providing for the acquisition by Sinclair of all of the outstanding shares of the Company's Class A common stock and Class B common stock by means of a merger of a wholly owned subsidiary of Sinclair with and into Tribune Media Company (the "Sinclair Merger"), with the Company surviving the Sinclair Merger as a wholly owned subsidiary of Sinclair. On August 9, 2018, the Company provided notification to Sinclair that it had terminated the Sinclair Merger Agreement, effective immediately, on the basis of Sinclair's willful and material breaches of its obligations under the Sinclair Merger Agreement. There was no impact on the Plan.

On November 30, 2018, the Company entered into an Agreement and Plan of Merger (the "Nexstar Merger Agreement") with Nexstar Media Group, Inc. ("Nexstar") and Titan Merger Sub, Inc. (the "Nexstar Merger Sub") providing for the acquisition by Nexstar of all of the outstanding shares of the Company's Class A common stock and Class B common stock by means of a merger of Nexstar Merger Sub with and into Tribune Media Company, with the Company surviving the merger as a wholly-owned subsidiary of Nexstar (the "Nexstar Merger"). The Company is currently evaluating the impact of the pending Nexstar Merger on the Plan.

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

Plan Freeze
On December 9, 2013, the Company filed a registration statement on Form 10 with the U.S. Securities and Exchange Commission for the purpose of effecting the separation of its principal publishing operations (the "Publishing Spin-Off") into an independent company, Tribune Publishing Company ("Tribune Publishing") (formerly tronc, Inc.). The Publishing Spin-Off was consummated on August 4, 2014. In connection with the Publishing Spin-Off, the Company froze the Plan on June 12, 2014 (the "Freeze Date"), and, effective June 13, 2014, established new, separate plans for each of the Company and Tribune Publishing (the "New Plans"), including eligible employees of the Plan. After the Freeze Date, Plan participants were no longer able to make additional contributions to the Plan, although the Plan continues to accept repayment of Plan loans. Under the terms of the New Plans, account balances distributed from the Plan are not being transferred, and may not be rolled over, to either of the New Plans.

Because sponsorship of the Plan remains with the Company after the Publishing Spin-Off, the Publishing Spin-Off resulted in a separation from service of Tribune Publishing participants for Plan purposes. Accordingly, the Publishing Spin-Off resulted in partial termination of the Plan with respect to the Tribune Publishing participants, who became fully vested. Each Tribune Publishing participant had to choose to leave his or her account balance in the Plan, roll the account into an Individual Retirement Account ("IRA") or take a distribution from the Plan, according to the rules of the Plan. By contrast, participants who are employees of the Company are not treated as having separated from service with the Company and may not take a distribution or roll the account into an IRA as a result of the Publishing Spin-Off.

Chapter 11 Reorganization
On December 8, 2008, Tribune Company and 110 of its direct and indirect wholly-owned subsidiaries (collectively, the "Debtors"), filed voluntary petitions for relief under chapter 11 of title 11 ("Chapter 11") of the United States Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"). On December 31, 2012, a plan of reorganization for the Debtors became effective and the Debtors emerged from Chapter 11. Pursuant to the Debtors' plan of reorganization, the Plan has been assumed by the applicable reorganized Debtor.

Plan Administration
The Plan is administered by the Tribune Media Company Employee Benefits Committee (the "Committee"), which consists of Company employees who are appointed by the Board of Directors of the Company or by the Chairman of such Committee. Vanguard Fiduciary Trust Company is the Plan's trustee (the "Trustee").The Trustee is responsible for the custody of the Plan's assets and the investment management of some of the Plan's assets.

Contributions
Prior to the Freeze Date, participants could elect to make before-tax contributions of up to 100% of their compensation (as defined in the Plan) subject to Plan and Internal Revenue Service ("IRS") limits. Participants directed the investment of their contributions and continue to direct the investment of their current balances into various investment options offered by the Plan.

Effective January 1, 2004, the Plan was amended to allow the Company to make a retirement contribution to the Plan each payroll period in an amount equal to 4% of an eligible participant's compensation for that payroll period. The Plan also allowed the Company to make an annual profit sharing contribution at the discretion of the Company's board of directors each year. As of December 31, 2007, the Plan was again amended to cease the Company contribution and profit sharing contribution to the Plan except for a specific group of employees.

Effective January 1, 2010, the Plan was amended to include a matching contribution by the Company of up to 4% of an employee's eligible pay. The first 2% of employee contributions are matched dollar-for-dollar, and the next 4% of employee contributions are matched $0.50 for each dollar contributed by the employee. The Plan was also amended to provide for an annual discretionary profit sharing allocation. If a profit sharing allocation was made, all eligible employees received it, regardless of whether or not they contributed to the Plan. Company contributions ceased at the Freeze Date.

Effective January 1, 2010, the Plan was amended to become a "safe harbor" plan, namely a "qualified automatic contribution arrangement" ("QACA") within the meaning of section 401(k)(13) of the IRC. As a safe harbor plan, employee and employer matching contributions to the Plan are deemed to be nondiscriminatory, and are no longer subject to nondiscrimination testing. Under the Plan's QACA feature, eligible employees who do not make an affirmation election to participate or not to participate, were automatically enrolled in the Plan at 3% of their compensation with 1% annual increases up to 6% (effective January 1, 2012, up to 10%) beginning in the second year after the year in which they are automatically enrolled.

Prior to the Freeze Date, participants could elect to have all or a percentage (in 1% increments) of their contributions and their share of the Company's contributions, if applicable, invested in or transferred among one or more of the investment funds. Company and employee contributions were automatically allocated to the series of Vanguard Target Retirement Funds (selected based on the participant's expected retirement age), unless the eligible participant elected to have them allocated otherwise. Participants could change how contributions were invested at any time, and these changes were effective the next pay period. Participants may make interfund transfers on a daily basis.

Participants' Accounts
Each participant's account is credited with the participant's contribution and Company matching contributions (through the Freeze Date) and allocations of (a) Company profit sharing contributions, if applicable (through the Freeze Date) and (b) Plan earnings and losses. Participant accounts are charged with an allocation of administrative expenses that are paid by the Plan. Allocations are based on participant elections or account balances, as defined in the Plan document. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting
Participants are, at all times, 100% vested in their own contributions. All participants generally become fully vested in the Company's matching contributions and profit sharing contributions after two years of service. Different vesting schedules apply for other employer contributions. Full vesting is provided in certain instances regardless of a participant's period of service.

Forfeited Accounts
Forfeitures of terminated unvested account balances are used to reduce future employer contributions or pay administrative expenses at the Committee's discretion. Unallocated forfeiture balances as of December 31, 2018 and 2017 were $112,698 and $138,043, respectively. The Company used $116,929 of forfeitures during 2018 to pay administrative expenses and plans to use future forfeitures in the same way.

Payment of Benefits
Participants who have attained age 59½ or who are totally and permanently disabled may, in most instances, elect to withdraw their vested account balances through notice to the Company at any time.

Participants may make withdrawals of any part or all of the balance in their before-tax contribution accounts (excluding certain earnings), prior to termination, in order for the participant to meet an immediate and significant financial need for which a withdrawal would be permitted by IRS regulations.

Distributions of account balances are generally made to participants in a lump-sum cash payment.

Notes Receivable from Participants
The Plan permits participants to borrow from their accounts. The minimum amount that can be borrowed is set by the Committee at their discretion. The maximum amount is equal to the lesser of (a) $50,000 less the highest outstanding loan balance during the most recent 12 month period or (b) 50% of their vested account balance. Loan transactions are treated as a transfer to (from) the investment fund from (to) the participant's outstanding loan balance. Loan terms range from one to five years. Participants are eligible for a second loan, including a loan related to the purchase of a principal residence. Principal residence loan terms range from 5 to 30 years. The loans are secured by the balance in the participant's account. The interest rate for a loan is the prime rate on the last business day of the month prior to loan inception and is fixed for the life of the loan. Principal and interest are paid ratably through payroll deductions. The interest rates on notes receivable from participants outstanding at December 31, 2018 and 2017 ranged from 3.25% to 10.00%.

In connection with the Publishing Spin-Off and the Gracenote Sale, participants who had outstanding loans could not continue to make loan payments through payroll deductions after the Publishing Spin-Off and the Gracenote Sale, respectively. Participants had to arrange repayment directly with the Trustee within 60 days of each respective transaction. If participants did not arrange repayment of his or her loan with the Trustee within 60 days, the loans defaulted and the outstanding balance was treated as a distribution and subject to regular income tax and a corresponding penalty (if applicable). No future loans are permitted for these participants, but participants may take a lump sum distribution of the full account balance from the Plan anytime on or after the date of each respective transaction, or roll the account into an IRA, subject to terms and conditions of the Plan and applicable taxes and penalties.

Plan Amendment or Termination
The Company has the right under the Plan to discontinue its contributions at any time and to amend or terminate the Plan, subject to the provisions of ERISA. In the event of Plan termination, participants would be 100% vested in their employer contributions and distributions will be made in accordance with the provisions of ERISA.

2. Significant Accounting Policies

Basis of Accounting
The financial statements of the Plan are presented on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

Use of Estimates
The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from these estimates.

Investment Valuation and Income Recognition
The Plan's investments in the Tribune Company Master Retirement Savings Trust (the "Master Trust") are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements.

The fair value of the Plan's interest in the Master Trust is based on the specific interest that each plan has in the underlying investments of the master trust.

Net appreciation or depreciation in the fair value of investments includes realized gains and losses on investments sold and unrealized gains and losses on investments held at the end of the year.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Notes Receivable from Participants
Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the plan document.

Payment of Benefits
Distributions are recorded when paid. There were no benefit claims that have been processed and approved for payment prior to December 31, 2018, but not yet distributed as of that date.

Administrative Expenses
Substantially all of the administrative and recordkeeping expenses incurred in connection with the Plan are paid by the Plan and allocated per capita to each participant. The amount is reflected on each participant's quarterly statement. Administrative expenses paid to Vanguard for trustee and record keeping services were $365,516 in 2018. Investment related expenses are included in Plan interest in net investment income of the Master Trust.

New Accounting Pronouncements
In February 2017, the FASB issued ASU No. 2017-06, "Employee Benefit Plan Master Trust Reporting". ASU 2017-06 clarifies the presentation requirements of a plan's interest in a master trust and requires more detailed disclosures of the plan's interest in the master trust. The amendments in ASU 2017-06 are effective for fiscal years beginning after December 15, 2018, with early adoption permitted. Application of these amendments require retrospective application for all periods presented. The Plan is currently evaluating the impact of adopting ASU 2017-06 on its financial statements.

3. Transfers of Assets

Certain Plan participants who were formerly employees of The Times Mirror Company, the Los Angeles Times, Matthew Bender & Company, Inc., Achieve Global, Inc., The Morning Call, Inc., Newsday and Times Mirror Magazines, Inc. have accounts in the Plan that hold investments attributable to The Times Mirror Employee Stock Ownership Plan (the "Times Mirror ESOP").

Benefits under the Times Mirror ESOP are coordinated with participants' defined-pension benefits held in the Tribune Company Cash Balance Pension Plan ("Cash Balance Pension Plan"). Under this arrangement, a participant receives a pension benefit equal to the greater of his or her applicable pension benefit amount or the annuity equivalent of the participant's Times Mirror ESOP account balance. At retirement, if a participant does not affirmatively elect to receive his Times Mirror ESOP account balance as a lump sum distribution, the participant's Times Mirror ESOP account balance will automatically be transferred to the Cash Balance Pension Plan in accordance with procedures established by the Plan administrator. Transfers of assets represent Times Mirror ESOP account balances that were transferred from the Plan to the Cash Balance Pension Plan of which $3,836,765 was transferred in 2018 and $4,566,415 was transferred in 2019 but related to account balances as of December 31, 2018.

4. Interests in Tribune Company Master Retirement Savings Trust

A portion of the Plan's assets are invested in the Master Trust, which was established for the investment of assets of the Plan and several other Tribune Company sponsored retirement plans. Each participating retirement plan owns units of the Master Trust. The assets of the Master Trust are held by the Trustee. At both December 31, 2018 and 2017, the Plan's interest in the net assets of the Master Trust was approximately 92%. Investment loss and administrative expenses related to the Master Trust are allocated to the individual plans based upon balances invested by each plan. The following table presents the fair values of investments and investment loss for the Master Trust at December 31, 2018 and 2017, respectively, and for the year ended December 31, 2018.

	2018	2017
Investments at fair value		
Registered investment companies	$ 765,342,071	$ 972,006,456
Commingled investment trust	46,832,914	68,257,862
	$ 812,174,985	$ 1,040,264,318

	2018
Investment loss	
Net depreciation in fair value of registered investment companies	$ (60,154,306)
Net depreciation in fair value of commingled investment trust	(9,175,865)
Interest and dividends	30,248,508
Total investment loss	$ (39,081,663)

5. Fair Value Measurements

ASC Topic 820 "Fair Value Measurements and Disclosures" ("ASC 820") establishes a framework for measuring fair value and expands disclosures about fair value measurements. ASC 820 defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC 820 also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value.

The standard describes three levels of inputs that may be used to measure fair value:

Level 1 – Quoted prices in active markets for identical assets or liabilities.

Level 2 – Observable inputs other than level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 – Unobservable inputs that are supported by little or no market activity that are significant to the fair value of the assets or liabilities.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for investments measured at fair value.

Registered Investment Companies
Registered investment companies consist of investments in mutual funds. Mutual funds are valued based on exchange listed prices, for exchange traded registered investment companies, or the Net Asset Value ("NAV") for open-ended and continuously offered closed-end registered investment companies.

Commingled Investment Trust
The commingled investment trust consists of a pool of investments used by institutional investors to obtain equity market exposures by investing in funds which are intended to mirror market indices. It is valued on the basis of the relative interest of each participating investor in the fair value of the underlying assets in the respective commingled trust. The funds are valued using NAV as provided by the investment account manager as a practical expedient. The commingled investment trust included in the Master Trust is the Fidelity Diversified International Commingled Pool.

The table below reports by level, within the fair value hierarchy, the Master Trust investment assets at fair value as of December 31, 2018 and 2017. As required by ASC 820, the assets are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

	Assets at Fair Value as of December 31, 2018			
	Level 1	**Level 2**	**Level 3**	**Total**
Tribune Company Master Retirement Savings Trust				
Registered investment companies	$ 765,342,071	—	—	$ 765,342,071
Total Master Trust Investment Assets at Fair Value	$ 765,342,071	—	—	$ 765,342,071
Commingled investment trust measured at NAV as practical expedient[1]:				46,832,914
Total Tribune Company Master Retirement Savings Trust assets				$ 812,174,985

	Assets at Fair Value as of December 31, 2017			
	Level 1	Level 2	Level 3	Total
Tribune Company Master Retirement Savings Trust				
Registered investment companies	$ 972,006,456	—	—	$ 972,006,456
Total Master Trust Investment Assets at Fair Value	$ 972,006,456	—	—	$ 972,006,456
Commingled investment trust measured at NAV as practical expedient[1]:				68,257,862
Total Tribune Company Master Retirement Savings Trust assets				$ 1,040,264,318

[1] Commingled investment trusts that are measured at fair value using the NAV per share practical expedient have not been categorized in the fair value hierarchy. The fair value amounts presented are intended to permit reconciliation of fair value to the total value of plan assets.

The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period. There were no transfers of assets between the levels in 2018 and 2017.

The following table summarizes the investment at fair value based on NAV per share as of December 31, 2018 and 2017:

December 31, 2018	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Commingled investment trust	$ 46,832,914	$0	Daily	None required

December 31, 2017	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Commingled investment trust	$ 68,257,862	$0	Daily	None required

6. Income Tax Status

The Internal Revenue Service has determined and informed the Company by letter dated March 31, 2017, which considered amendments executed through December 23, 2015, that the Plan is designed in accordance with applicable sections of the Internal Revenue Code (“IRC”). The Plan has been amended subsequent to December 23, 2015. However, the Plan’s ERISA counsel believes that the Plan is designed to comply with, and the Company believes the Plan is currently being operated in material compliance with, the applicable requirements of the IRC and is not aware of any course of action or series of events that have occurred that might adversely affect the Plan’s tax exempt status.

U.S. GAAP requires plan management to evaluate tax positions taken by the plan and recognize a tax liability if the plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan administrator has analyzed the tax positions taken by the Plan, and concluded that as of December 31, 2018 and 2017, there are no uncertain positions taken or expected to be taken that would require recognition of a liability

or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes the Plan is no longer subject to income tax examinations for years prior to 2015.

7. Related Party Transactions

As described in Note 1 and 2, certain Plan investments are managed by the Trustee and the Plan paid the Trustee for certain expenses related to plan operations, therefore, these Master Trust transactions qualify as party-in-interest transactions. Notes receivable from participants also qualify as party-in-interest transactions. See Note 4 and Schedule H, Line 4i: Schedule of Assets (Held at End of Year).

8. Risks and Uncertainties

The Plan provides for various investment options in several investment securities and instruments. Investment securities are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risks associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in risks and values will occur in the near term and that the effect of such changes would materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits and the statement of changes in net assets available for benefits.

9. Other Matters

The Plan has been named as a defendant in an action entitled *Deutsche Bank Trust Company v. Ohlson Enterprises, et al.* ("*Deutsche Bank*"). Although this action was originally filed in the Northern District of Illinois on June 2, 2011, the Plan was not named as a defendant until the plaintiff filed its Third Amended Complaint on March 6, 2012. The Plan was served on March 9, 2012. The litigation has been consolidated as part of the "multi-district litigation" in the U.S. District Court for the Southern District of New York. This action, initially based on state law constructive fraudulent conveyance claims, was brought by Tribune Company creditors against shareholders whose shares were redeemed in connection with the leveraged buyout of the Tribune Company in 2007.

The Plan has also been served with a copy of the Complaint in the action entitled The Official Committee of Unsecured Creditors of Tribune Company, on behalf of Tribune Company, et al v. Dennis J Fitzsimons, et al. ("FitzSimons"). Although this action was originally filed in the Bankruptcy Court for the District of Delaware on November 1, 2010, the Plan was not named (either directly or indirectly through its participation in the Master Trust, until the Master Trust was named in the Third Amended Complaint filed on January 11, 2012. The Master Trust was served on July 9, 2012, and the Plan was served on August 21, 2012. This action, based on federal bankruptcy law intentional fraudulent conveyance claims, has also been consolidated as part of the "multi-district litigation" in the U.S. District Court for the Southern District of New York.

Defendant's Motion to Dismiss certain state law claims in *Deutsche Bank* was granted by the District Court on September 23, 2013. On March 29, 2016, the United States Court of Appeals for the Second Circuit (the "Second Circuit"), in a unanimous opinion, affirmed the District Court's dismissal of the state law claims on alternative grounds. On April 12, 2016, the plaintiff asserting the state law claims filed a petition for rehearing of the Second Circuit's decision en banc. On July 22, 2016, the Second Circuit denied that petition. On September 9, 2016 the plaintiff filed a petition for

a writ of certiorari in the United States Supreme Court. On April 3, 2018, Supreme Court Justices Kennedy and Thomas issued a Statement indicating that consideration of the petition for certiorari in *Deutsche Bank* "will be deferred for an additional period of time" because of the possibility that "there might not be a quorum" of Justices available to consider those cases. The Statement also said that this deferral would allow the Second Circuit or the District Court to consider whether to recall the mandate, entertain a motion to vacate the earlier judgment, or provide any other available relief in light of the Supreme Court's decision in another case, *FTI Consulting, Inc. v. Merit Management Group* ("*Merit Mgmt.*"), 830 F.3d 690 (7th Cir. 2016). On April 10, 2018, the plaintiff in *Deutsche Bank* filed a motion requesting that the Second Circuit recall its mandate, vacate its affirmation of the District Court's dismissal of their claims, and remand *Deutsche Bank* to the District Court for further proceedings. On May 15, 2018, the Second Circuit issued an Order recalling its mandate "in anticipation of further panel review." The Second Circuit has not yet established a schedule for further proceedings.

Defendants also filed a global Motion to Dismiss all federal law claims against shareholder defendants (including the Master Trust) in *FitzSimons* on May 23, 2014. On January 6, 2017, the District Court granted the shareholder defendants' Global Motion to Dismiss (which includes claims against the Master Trust). On April 4, 2019, *FitzSimons* plaintiff filed a motion to amend his complaint to add constructive fraudulent conveyance claims against shareholder defendants (including the Master Trust). On April 23, 2019, the District Court denied that motion. On July 15, 2019, the *FitzSimons* plaintiff filed a notice of appeal to the Second Circuit for these *FitzSimons* District Court rulings.

The amount in respect of the transfers alleged by the lawsuits to have been made to the Master Trust and that would be allocable to the Plan is approximately $458,264,328.

The Plan intends to continue to respond vigorously to the claims and to pursue all available defenses, including defenses specific to the Plan's particular organizational structure and status as an ERISA-covered retirement plan. Separate legal counsel has been retained and is representing the Plan.

10. Information Certified by the Trustee

The Plan administrator has elected the method of annual reporting compliance by 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, the trustee has certified that the following data included in the financial statements, notes to the financial statements and supplemental schedule is complete and accurate:

- Plan interest in the Master Trust as shown in the Statements of Net Assets Available for Benefits.
- Notes receivable from participants as shown in the Statements of Net Assets Available for Benefits.
- Plan interest in net investment loss of the Master Trust as shown in the Statement of Changes in Net Assets Available for Benefits.
- Interest from notes receivable from participants, as shown in the Statement of Changes in Net Assets Available for Benefits.

- Investment and investment loss amounts, as shown in Notes 4 and 5, related to the Master Trust.

- Schedule H, Line 4i: Schedule of Assets (Held at End of Year), December 31, 2018.

The Plan's independent auditor did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedule.

11. Subsequent Events

The Plan has evaluated subsequent events through August 2, 2019, the date the financial statements were available to be issued.

SUPPLEMENTAL SCHEDULE

Tribune Company 401(k) Savings Plan
Schedule H, Line 4i: Schedule of Assets (Held at End of Year)
December 31, 2018

(a)	(b) Identity of Issuer, Borrower, Lessor or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Market Value
*	Tribune Company Master Retirement Savings Trust	Master Trust	**	$ 748,721,389
*	Notes receivable from participants	Loans to participants (maturities range from 1 to 30 years, interest rates range from 3.25% to 10%)	**	2,709,474
	Total assets (held at end of year)			$ 751,430,863

* Party-in-interest

** Cost is not required for participant directed assets

This schedule was prepared from information certified as complete and accurate by Vanguard Fiduciary Trust Company

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

Schedule H, Line 4i

PLAN NAME: TRIBUNE COMPANY 401(K) SAVINGS PLAN

EIN: 36-1880355

PLAN NUMBER: 003

The Schedule H, line 4i -- Schedule of Assets (Held At End of Year) is included in the attachment titled ACCOUNTANT'S OPINION AND FINANCIAL STATEMENTS.