

**LEE ENTERPRISES, INCORPORATED**  
**EXECUTIVE COMMITTEE CHARTER**

**Purpose**

The Executive Committee (the “Committee”) is appointed by the Board of Directors (the “Board”) pursuant to Section 4 of Article III of the Amended and Restated By-Laws of the Corporation to discharge the Board’s responsibilities when the Board is not in session, and to assume such other assignments as may from time to time be delegated by the Board to the Committee for final disposition.

**Committee Membership**

The Committee shall consist of no fewer than four (4) members, including the Corporation’s lead director, Chairman (the “Chairman”, who shall serve as chair of the Committee) and Chief Executive Officer (the “CEO”). At least two members of the Committee shall meet the independence requirements of the New York Stock Exchange (the “NYSE”). The independent members of the Committee shall be appointed by the Board on the recommendation of the Nominating and Corporate Governance Committee. Committee members may be replaced by the Board.

**Committee Authority and Responsibilities**

1. The Committee shall have the power and authority to consider, review and advise the Chairman, the CEO and the Board from time to time regarding fundamental financial issues, including but not limited to such material finance and capital market matters as (i) a material acquisition or disposition of assets or business; (ii) the material terms, conditions and covenants of proposed credit facilities; and (iii) the terms and conditions of any material capital offering or issuance of Company securities, as may be presented to the Committee by the Chairman or any two members of the Committee, or upon the request of the Board.

2. The Committee shall also have and may exercise all powers and authority of the Board in the management of the business and affairs of the Corporation, and may authorize the seal of the Corporation to be affixed to all papers which may require it, except as otherwise provided in paragraph 5 below.

3. Meetings of the Committee shall be called from time to time at the direction and upon the request of the Chairman or any two members of the Committee. Notice of such meetings shall in each instance be verbal, telegraphic, facsimile, or other written notice to be served on or sent or mailed to each committee member not less than twenty-four (24) hours before the meeting; provided, that meetings may be held at any time without notice if all members of the Committee are present, or if at any time before or after the meeting those not present waive notice of the meeting in writing.

4. Any action required or permitted to be taken by the Committee may be taken without a meeting, if all members of the Committee consent thereto in writing and the writing or writings are filed with the minutes of the proceedings of the Committee.

5. Notwithstanding the provisions of paragraph 2 above, the Committee shall not have the power or authority:

- (a) To take any action prohibited by Section 141(c)(2) of the General Corporation Law of the State of Delaware;
- (b) To declare dividends;
- (c) To authorize the issuance of or options to purchase shares of any class of stock of the Corporation;
- (d) To authorize, determine, approve or change the compensation of the Chairman, President, or any Vice President of the Corporation;
- (e) To authorize the sale or exchange of all or substantially all of the assets of any division of the Corporation;
- (f) To authorize the purchase, in whole or in part, of any newspaper, broadcasting station or other business, or an interest in any other corporation;
- (g) To authorize the sale, exchange or other disposition of the shares of any subsidiary of the Corporation in which the Corporation holds a 20% or greater interest; or
- (h) To exercise any powers or authority which the Board has expressly delegated to any other duly appointed committee of the Board.

6. The Committee shall report all of its actions to the Board.

7. The Committee shall review and reassess the adequacy of this Charter annually and recommend any proposed changes to the Board for approval. The Committee shall annually review its own performance.

Approved by the Lee Enterprises Board of Directors on September 19, 2019.