



Noble Capital Markets 14th Annual Investor/Equity Conference

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Disclaimer

The statements contained in this presentation include certain forward-looking statements that are based largely on the current expectations of tronc, Inc. and reflect various estimates and assumptions by us. Forward-looking statements are subject to certain risks, trends and uncertainties that could cause actual results and achievements to differ materially from those expressed in such forward-looking statements. Such risks, trends and uncertainties, which in some instances are beyond our control, are described under the heading “Risk Factors” in tronc’s filings with the Securities and Exchange Commission (SEC), which are available on the SEC’s website or at investor.tronc.com, and include, without limitation:

- ❑ changes in advertising demand, circulation levels and audience shares;
- ❑ competition and other economic conditions;
- ❑ our ability to develop and grow our online businesses;
- ❑ changes in newsprint price;
- ❑ our ability to maintain effective internal control over financial reporting;
- ❑ concentration of stock ownership among our principal stockholders whose interests may differ from those of other stockholders; and
- ❑ other events beyond our control that may result in unexpected adverse operating results.

The words “may,” “believe,” “anticipate,” “expect,” “project,” “intend,” “plan,” “projections,” “will,” “continue,” “business outlook,” “outlook,” “estimate” and similar expressions generally identify forward-looking statements. Whether or not any such forward-looking statements are in fact achieved will depend on future events, some of which are beyond our control. You are cautioned not to place undue reliance on such forward-looking statements, which are being made as of the date of this presentation. We undertake no obligation to update any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.



Transforming Legacy Brands to become a *Modern Media Company*

Company Overview

tronc (tribune online content) is a media company rooted in award-winning journalism with brands that create and distribute content across the company's media portfolio, offering integrated marketing, media, and business services to consumers and advertisers, including digital solutions and advertising opportunities.

CORPORATE INFORMATION

- ❑ NASDAQ: TRNC
- ❑ Headquartered in Chicago, IL
- ❑ Newsrooms in ten markets including the top three Designated Market Areas¹ (DMA). Titles include:
 - *Chicago Tribune*
 - *Los Angeles Times*
 - *New York Daily News*
 - *The Baltimore Sun*
 - *Orlando Sentinel*
 - *South Florida's Sun-Sentinel*
 - *Virginia's Daily Press*
 - *Allentown - The Morning Call*
 - *Hartford Courant*
 - *The San Diego Union-Tribune*

AWARD WINNING JOURNALISM

- ❑ 105 Pulitzer Prizes

¹ Based on Nielsen's DMA rankings

REPORTING SEGMENTS



troncM

- ❑ Comprised of the Company's media groups excluding their digital revenues and related digital expenses, except digital subscription revenues when bundled with a print subscription.



troncX

- ❑ Includes the Company's digital revenues and related digital expenses from local tronc websites, third party websites, mobile applications, digital only subscriptions, TCA and forsalebyowner.com.

FINANCIAL OVERVIEW (trailing 12 months at the end of Q3'17)

- ❑ Revenue - \$1.51 billion
- ❑ GAAP net income - \$25.3 million
- ❑ Non-GAAP adjusted EBITDA - \$180.2 million

* Please refer to the definition of Adjusted EBITDA and the reconciliation of GAAP to Non-GAAP in the appendix



Strong Market Position in Large and Diverse Regions

(10 markets, including the top 3 DMAs^{*6})

Los Angeles Times

#2 DMA

Average Circulation – 718k
Unique Visitors – 33.1M

Chicago Tribune³

#3 DMA

Average Circulation – 763k
Unique Visitors – 19.1M

DAILY NEWS

#1 DMA

Average Circulation – 303k
Unique Visitors – 26.7M

Hartford Courant

#30 DMA

Average Circulation – 124k
Unique Visitors – 1.3M

THE MORNING CALL^{*5}

#4 (#55) DMA

Average Circulation – 98k
Unique Visitors – 1.1M

THE BALTIMORE SUN^{*4}

#26 DMA

Average Circulation – 237k
Unique Visitors – 4.2M

Daily Press

#42 DMA

Average Circulation – 78k
Unique Visitors – 0.6M

The San Diego Union-Tribune

#28 DMA

Average Circulation – 207k
Unique Visitors – 3.7M

Orlando Sentinel

#18 DMA

Average Circulation – 154k
Unique Visitors – 4.7M

SunSentinel

#16 DMA

Average Circulation – 161k
Unique Visitors – 3.7M

tronc
Q3'17 Average Circulation – 2.8M^{*1}
Q3'17 Unique Visitors – 81.3M^{*2}

Notes
^{*1} Average Circulation: Q3, 2017 AAM Sunday
^{*2} Unique Visitors: comScore Q3, 2017 Quarterly Average Unique Visitors (unduplicated)
^{*3} Chicago Tribune paid print circulation also includes Chicago Suburban
^{*4} The Baltimore Sun paid print circulation also includes Capital Gazette and Carroll County Times
^{*5} The Morning Call focuses on the Lehigh Valley region within the 4th largest DMA (Philadelphia)
^{*6} Based on Nielsen's DMA rankings



Investment Thesis

- Strong local brands
- National expansion in select verticals
- Investment in talent, distribution and content
- Leverage balance sheet to grow
- Aggressively manage operations for efficiency
- Investing to accelerate our transformation
- Working to create a framework for long-term value creation that accelerates digital and extends print

The Path Forward - tronc



Delivering trusted and **compelling experiences...**



to **local audiences** in **targeted** and **personalized** ways...



Leveraging our combined reach and delivering IP across all screens...



that **leading brands** will want to spend against and **users will want to pay for...**



in markets where tronc **is advantaged**

This direction sets our priorities...

Prioritize



Delivering compelling experiences

- Industry-leading content in core verticals
- Interactive experiences
- Personalized and connected experience
- Voice and Video



To local audiences in targeted ways

- Broadcast-level reach and frequency
- Data: Customer relationship management
- Social platform distribution
- Investment in platforms to optimize experience



Across all screens

- Invest in mobile experiences
- Content everywhere and portability across all screens
- One or more privileged mobile relationships
- Personalized experiences



That leading brands and users will want to pay for

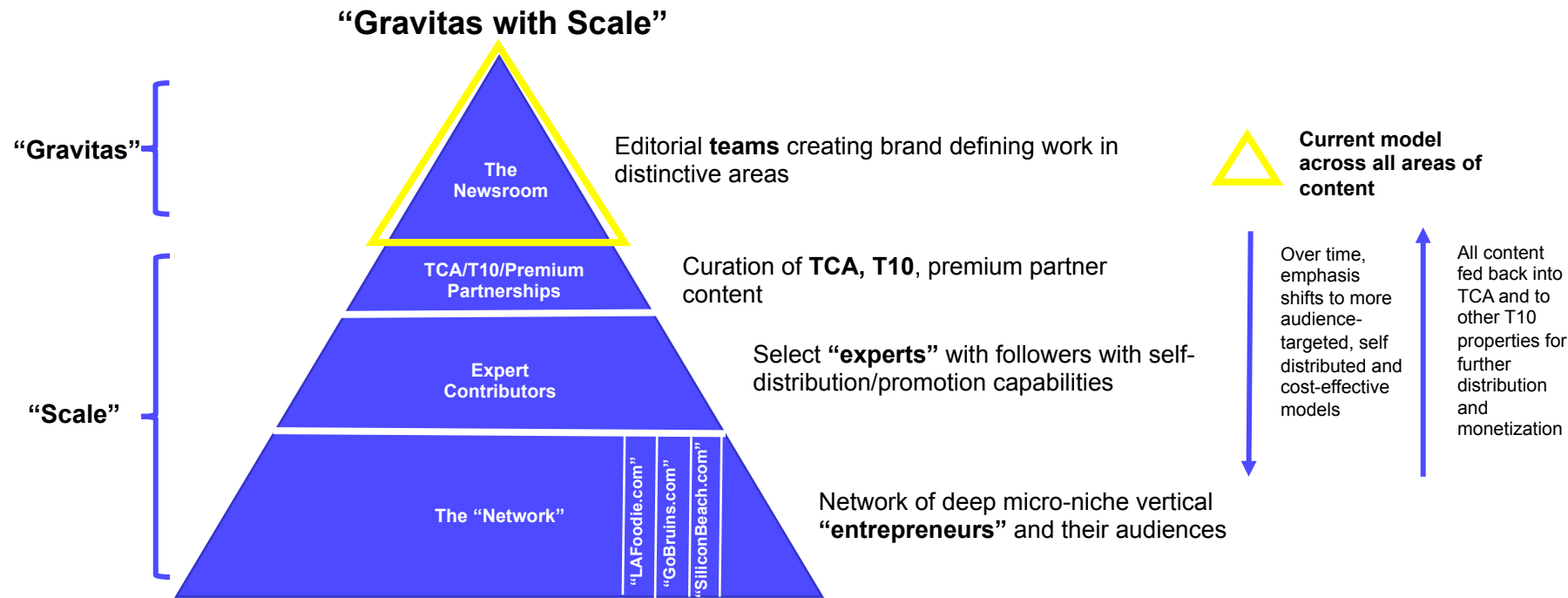
- Sponsorships of proprietary events and content
- Affluent audience-targeting
- Content marketing, lead generation and ecommerce
- Subscription revenue



In markets where tronc is advantaged

- Focus on the 10 o/o markets
- Accelerated investments in opportunistic ways
- Partnerships with key distribution partners/platforms

Transforming the core: Content creation



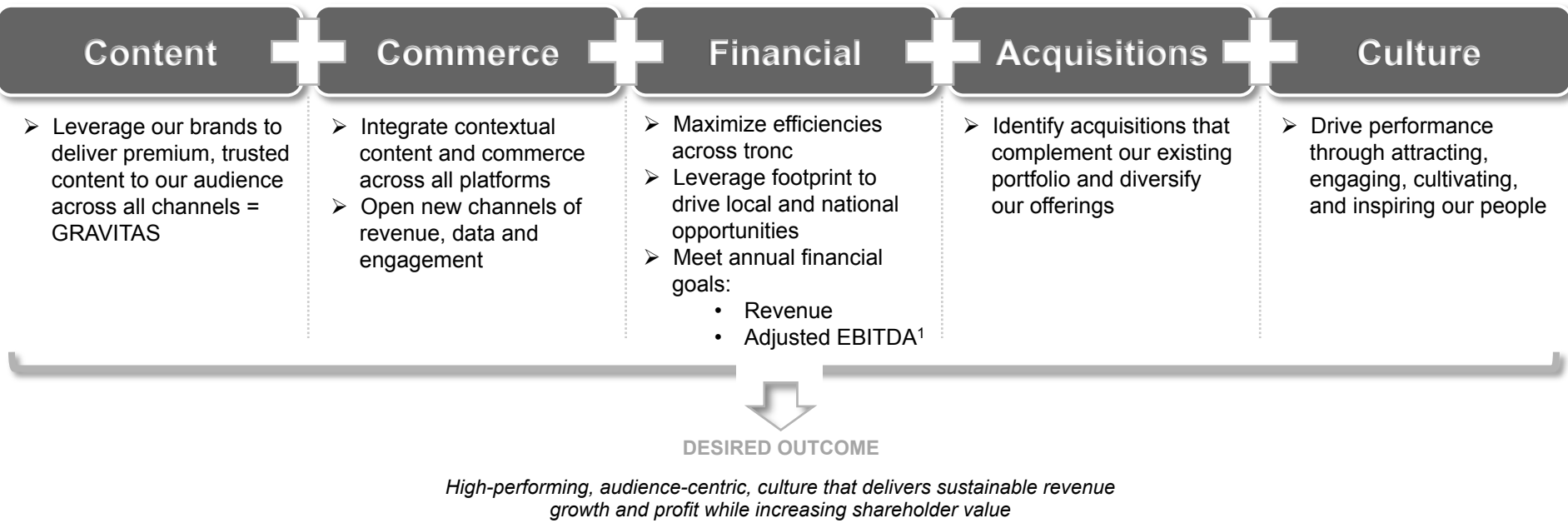
Transforming the core: Redefine “News”

Redefine of content from “news/editorial” to multi-media as a 360 degree experience



- The combination of **multi-media** – text, video, graphics/visuals, tweets, events/experiential and more - and the **delivery experience** across platforms - a **360 degree** experience for consumers and advertisers
- Long term **planning** cycle, in addition to minute to minute news cycles
- **Consumer** as the central focus

Transforming tronc from legacy brands with a digital division, to a Modern Media Company combining GRAVITAS and SCALE across all platforms



¹Adjusted EBITDA is a non-GAAP measure. Please refer to the definition of Adjusted EBITDA and the reconciliation of GAAP to Non-GAAP in the appendix



Goal: Superior tactical execution

Aim to create value through focus and superior, consistent day to day tactical execution.

a. Revenue Growth

- i. Go to market strategy and **direct sales strategy** and execution
- ii. **Programmatic revenue** strategy and implementation

b. Consumer Experiences

- i. Superior **consumer-centric** product experiences
- ii. Focus on **mobile**
- iii. Innovative and integrated subscription/**membership offerings**

c. Strategic Partnerships and Expansion

- i. **Premium content**
- ii. **Distribution**

d. Data Capabilities and Integration

- i. **Consumer** experiences
- ii. **Advertising**
- iii. All aspects of **operations**



Commitment to strategic direction, new/additional capabilities/talent, and cultural shift to work as one integrated cross-functional team

FINANCIAL OVERVIEW

Key Highlights

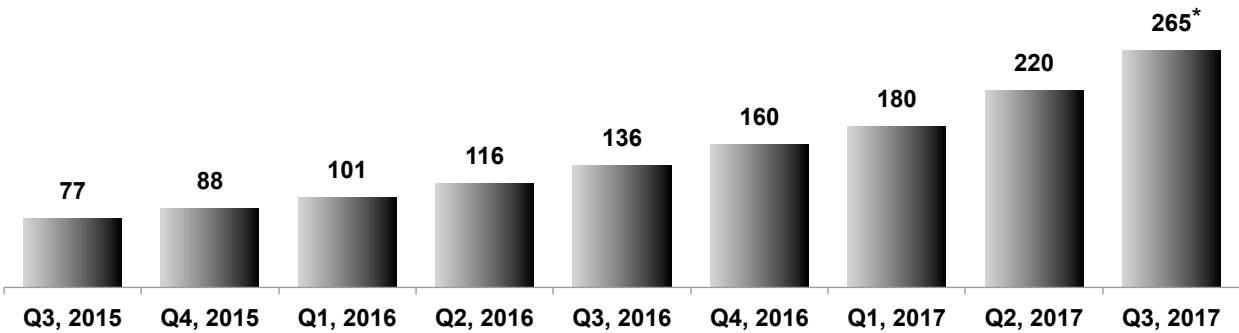
Focus Areas

- Market to our Audience
- Leverage our legacy distribution
- Build, buy and syndicate content

Other Highlights

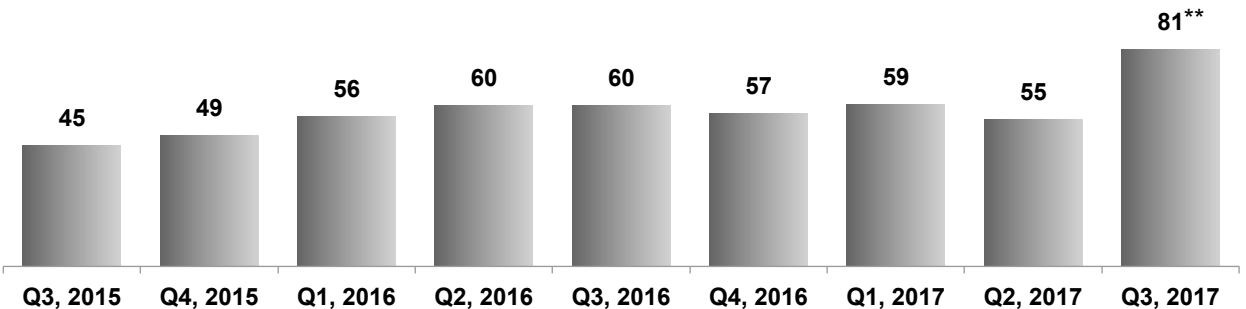
- Video creation
- Launch of data intelligence tool
- Solidify the sales infrastructure
- Technology infrastructure enhancements
- Back office enhancements

DIGITAL ONLY SUBSCRIBERS (000's)¹



* Does not includes the impact from the New York Daily News

UNIQUE VISITORS (in millions)²

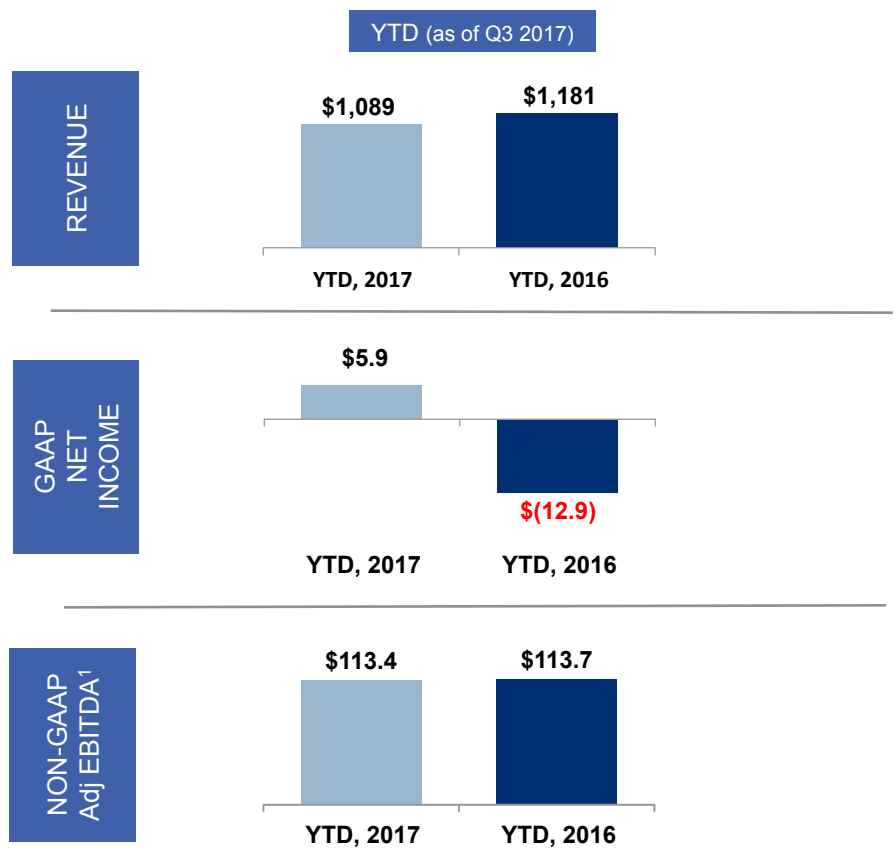


** Includes the New York Daily News

¹Digital Only Subscribers: Balance as of Quarter End

²Unique Visitors: comScore Quarterly Average (unduplicated)

Consolidated financials (\$'s in millions)



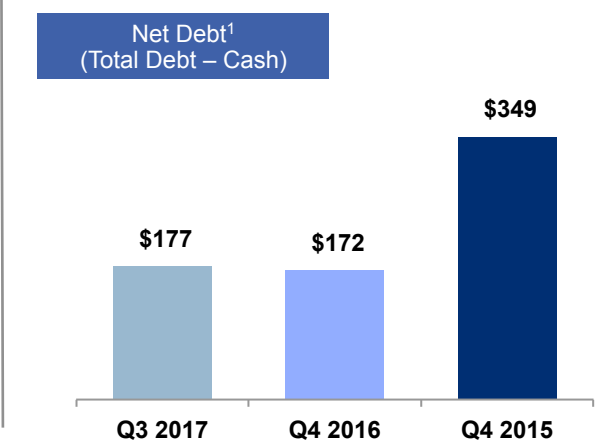
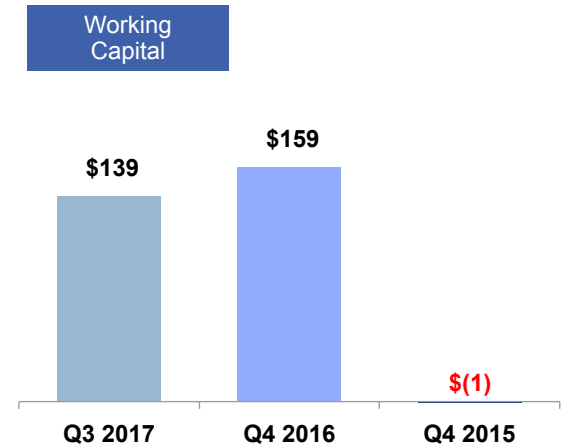
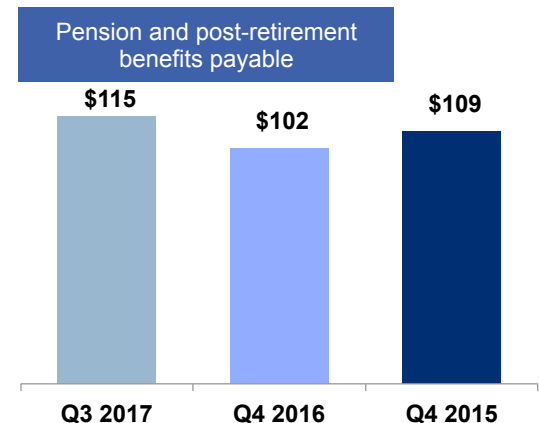
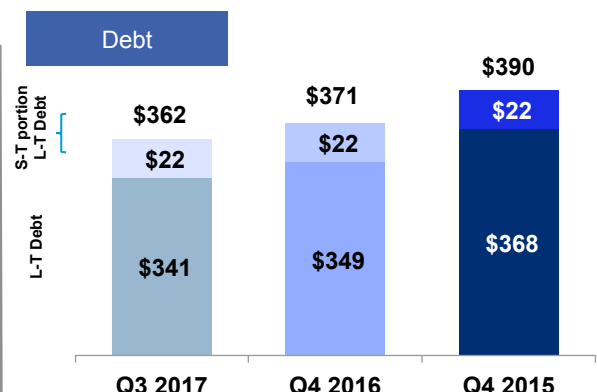
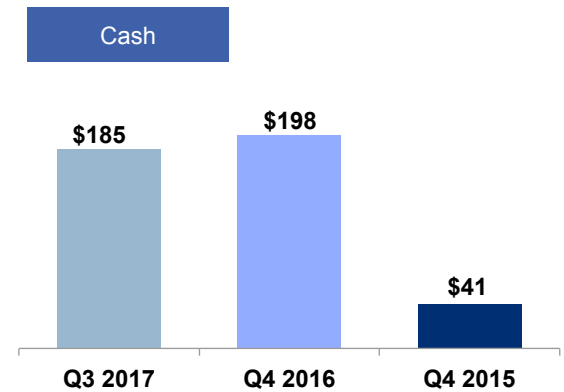
Highlights

- Total Consolidated Revenue was down 7.8% YTD 2017 vs. YTD 2016
- Adjusted EBITDA (AEBITDA)¹ was flat YTD 2017 vs. YTD 2016
- AEBITDA¹ margin improved 80 basis (BP) YTD 2017 vs. YTD 2016

¹Adjusted EBITDA (AEBITDA) and AEBITDA margin non-GAAP measures. Please refer to the definition of Adjusted EBITDA and the reconciliation of GAAP to Non-GAAP in the appendix



Balance sheet (\$'s in millions)

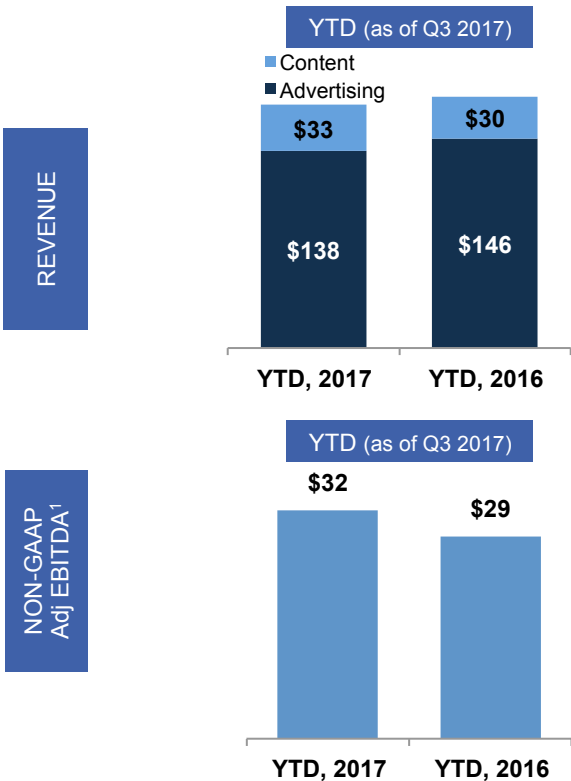
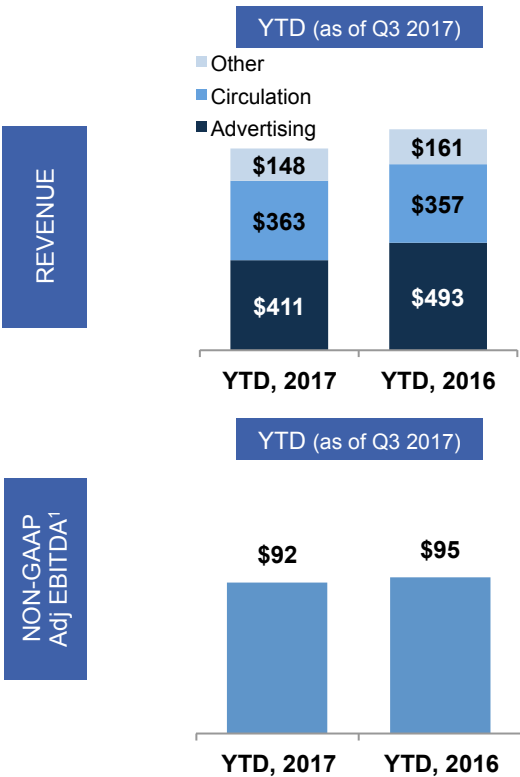


Highlights

Strengthened Balance Sheet

- Increased flexibility to execute key strategies
 - \$11M increase in Cash and a \$9M increase in Working Capital in Q3'17 vs. Q2'17
- Reduction in Net Debt [Debt – Cash]
 - \$11M in Q3'17 vs. Q2'17
- The increase in pension and post-retirement benefits payable mainly driven by the acquisition of the New York Daily News on September 3, 2017

Segment financials (\$'s in millions)



¹Adjusted EBITDA (AEBITDA) is a non-GAAP measure. Please refer to the definition of Adjusted EBITDA and the reconciliation of GAAP to Non-GAAP in the appendix



What to look for: 2018

- Investing in growth (verticals, commerce, distribution)
- Adjacent diversification
- Investment in partnerships
- Operating leverage
- Revenue diversification (subscription, commerce, syndication, distribution)
- Investment in technology to create leverage and efficiency

QUESTIONS AND ANSWERS

APPENDIX

Appendix non-GAAP

This presentation includes references to Adjusted EBITDA (also referred to as “Adj EBITDA” or “AEBITDA”), Adjusted EBITDA margin and Net Debt. These measures are not presented in accordance with generally accepted accounting principles in the United States (US GAAP), and tronc’s use of these terms may vary from that of others in the Company’s industry. These measures should not be considered as an alternative to net income (loss), income from operations, net income (loss) per diluted share, revenues or any other performance measures derived in accordance with US GAAP as measures of operating performance or liquidity.

Adjusted EBITDA (AEBITDA) and AEBITDA margin

The Company defines Adjusted EBITDA as net income before equity in earnings of unconsolidated affiliates, income taxes, loss on early debt extinguishment, interest expense, other (expense) income, realized gain (loss) on investments, reorganization items, depreciation and amortization, net income attributable to non-controlling interests, and other items that the Company does not consider in the evaluation of ongoing operating performance. These items include stock-based compensation expense, restructuring charges, transaction expenses, premium on stock buyback and certain other charges and gains that the Company does not believe reflects the underlying business performance (including spin-related costs). AEBITDA Margin is defined as Adjusted EBITDA divided by Revenue. Management believes that because Adjusted EBITDA excludes (i) certain non-cash expenses (such as depreciation, amortization, stock-based compensation, and gain/loss on equity investments) and (ii) expenses that are not reflective of the Company’s core operating results over time (such as restructuring costs, including the employee voluntary separation program and gain/losses on employee benefit plan terminations, litigation or dispute settlement charges or gains, premiums on stock buyback, and transaction-related costs), this measure provides investors with additional useful information to measure the Company’s financial performance, particularly with respect to changes in performance from period to period. The Company’s management uses Adjusted EBITDA (a) as a measure of operating performance; (b) for planning and forecasting in future periods; and (c) in communications with the Company’s Board of Directors concerning the Company’s financial performance. In addition, Adjusted EBITDA, or a similarly calculated measure, is used as the basis for certain financial maintenance covenants that the Company is subject to in connection with certain credit facilities. Since not all companies use identical calculations, the Company’s presentation of Adjusted EBITDA and AEBITDA Margin may not be comparable to other similarly titled measures of other companies and should not be used by investors as a substitute or alternative to net income or any measure of financial performance calculated and presented in accordance with GAAP. Instead, management believes Adjusted EBITDA and AEBITDA Margin should be used to supplement the Company’s financial measures derived in accordance with GAAP to provide a more complete understanding of the trends affecting the business.

Although Adjusted EBITDA is frequently used by investors and securities analysts in their evaluations of companies, Adjusted EBITDA has limitations as an analytical tool, and investors should not consider it in isolation or as a substitute for, or more meaningful than, amounts determined in accordance with GAAP. Some of the limitations to using non-GAAP measures as an analytical tool are: they do not reflect the Company’s interest income and expense, or the requirements necessary to service interest or principal payments on the Company’s debt; they do not reflect future requirements for capital expenditures or contractual commitments; and although depreciation and amortization charges are non-cash charges, the assets being depreciated and amortized will often have to be replaced in the future, and non-GAAP measures do not reflect any cash requirements for such replacements.

The Company does not provide a reconciliation of Adjusted EBITDA guidance due to the inherent difficulty in forecasting and quantifying certain amounts that are necessary for such reconciliation, including adjustments that could be made for restructuring and transaction costs, stock-based compensation amounts and other charges reflected in our reconciliation of historic numbers, the amount of which, based on historical experience, could be significant.

Net Debt

Net Debt is defined as Total Debt less Cash. The Company’s management believes that the presentation of Net Debt provides useful information to investors as management reviews Net Debt as part of its management of our overall liquidity, financial flexibility, capital structure and leverage.

Adjusted Total Operating Expenses

Adjusted total operating expenses consist of total operating expenses per the income statement, adjusted to exclude the impact of items listed in the Adjusted EBITDA non-GAAP reconciliation. Management believes that Adjusted total operating expenses is informative to investors as it enhances the investors’ overall understanding of the financial performance of the Company’s business as they analyze current results compared to prior periods.

Reconciliation of net Income (loss) to adjusted EBITDA (AEBITDA) and AEBITDA margin (\$'s in millions)

Reconciliation of Net Income (loss) to Adjusted EBITDA and AEBITDA Margin:

	Three months ended			Nine months ended		
	September 24, 2017	September 25, 2016	% Change	September 24, 2017	September 25, 2016	% Change
Net income (loss)	\$ 2.1	\$ (10.5)	*	\$ 5.9	\$ (12.9)	*
Income tax expense	2.6	4.4	-39.2%	9.6	3.3	*
Interest expense, net	6.5	6.7	-1.9%	19.4	20.1	-3.4%
Premium on stock buy- back	-	-	*	6.0	-	*
Loss (gain) on equity investments	(5.0)	0.2	*	(3.7)	0.5	*
Reorganization items, net	-	0.1	*	-	0.2	*
Income from operations	6.3	0.8	*	37.2	11.3	*
Depreciation and amortization	14.2	14.4	-1.5%	42.0	42.8	-1.9%
Restructuring and transaction costs ⁽¹⁾	12.0	17.0	-29.7%	26.5	40.1	-33.9%
Stock-based compensation	2.9	2.2	32.1%	7.3	6.0	21.3%
Employee voluntary separation program	-	2.2	*	0.4	13.5	-97.0%
Adjusted EBITDA	\$ 35.3	\$ 36.6	-3.6%	\$ 113.4	\$ 113.7	-0.3%
Revenue	\$ 353.1	\$ 378.2		\$ 1,089.0	\$ 1,181.0	
Net Income (Loss) Margin	0.6%	-2.8%		0.5%	-1.1%	
AEBITDA Margin	10.0%	9.7%		10.4%	9.6%	

* Represents positive or negative change in excess of 100%

(1) - Restructuring and transaction costs include costs related to tronc's internal restructuring, such as severance and IT outsourcing efforts, charges associated with the vacated space and costs related to completed and potential acquisitions.

Reconciliation of net Income (loss) to adjusted EBITDA (AEBITDA)

(\$'s in millions)

	Three months ended					LTM
	December 25, 2016	March 26, 2017	June 25, 2017	September 24, 2017		
Net Income (loss)	\$ 19.4	\$ -3.0	\$ 6.8	\$ 2.1	\$	25.3
Income tax expense	15.6	2.3	4.6	2.6		25.1
Interest expense, net	6.6	6.5	6.4	6.5		26.0
Premium on stock buy- back	-	6.0	-	-		6.0
Loss on equity investments, net	0.2	0.7	0.6	(5.0)		-3.5
Reorganization items, net	0.0	-	-	-		0.0
Income from operations	41.9	12.5	18.5	6.3		78.9
Depreciation and amortization	14.7	13.2	14.7	14.2		56.8
Restructuring and transaction costs ⁽¹⁾	5.8	6.3	8.2	12.0		32.3
Stock-based compensation	2.4	1.9	2.5	2.9		9.7
Employee voluntary separation program	2.0	0.2	0.1	-		2.3
Adjusted EBITDA	\$ 66.8	\$ 34.1	\$ 44.0	\$ 35.3	\$	180.2

(1) - Restructuring and transaction costs include costs related to tronc's internal restructuring, such as severance and IT outsourcing efforts, charges associated with the vacated space and costs related to completed and potential acquisitions.

Reconciliation of total operating expenses to adjusted total operating expenses

(\$'s in millions)

Reconciliation of Total Operating Expenses to Adjusted Total Operating Expenses:

	Three Months Ended September 24, 2017			Three Months Ended September 25, 2016		
	GAAP	Adjustments	Adjusted	GAAP	Adjustments	Adjusted
Compensation	\$ 135.0	\$ (11.1)	\$ 123.9	\$ 140.8	\$ (8.0)	\$ 132.7
Newsprint and ink	\$ 20.9	\$ -	\$ 20.9	\$ 25.1	\$ -	\$ 25.1
Outside services	\$ 111.1	\$ (3.5)	\$ 107.6	\$ 118.1	\$ (4.5)	\$ 113.5
Other	\$ 65.6	\$ (0.2)	\$ 65.3	\$ 79.1	\$ (8.8)	\$ 70.3
Depreciation and amortization	\$ 14.2	\$ (14.2)	\$ -	\$ 14.4	\$ (14.4)	\$ -
Total operating expenses	<u>\$ 346.8</u>	<u>\$ (29.0)</u>	<u>\$ 317.8</u>	<u>\$ 377.4</u>	<u>\$ (35.7)</u>	<u>\$ 341.7</u>

	Nine Months Ended September 24, 2017			Nine Months Ended September 25, 2016		
	GAAP	Adjustments	Adjusted	GAAP	Adjustments	Adjusted
Compensation	\$ 394.7	\$ (22.3)	\$ 372.4	\$ 453.4	\$ (36.2)	\$ 417.2
Newsprint and ink	\$ 67.3	\$ -	\$ 67.3	\$ 77.2	\$ -	\$ 77.2
Outside services	\$ 340.3	\$ (7.1)	\$ 333.2	\$ 368.7	\$ (13.8)	\$ 354.9
Other	\$ 207.5	\$ (4.8)	\$ 202.7	\$ 227.6	\$ (9.7)	\$ 217.9
Depreciation and amortization	\$ 42.0	\$ (42.0)	\$ -	\$ 42.8	\$ (42.8)	\$ -
Total operating expenses	<u>\$ 1,051.8</u>	<u>\$ (76.2)</u>	<u>\$ 975.6</u>	<u>\$ 1,169.7</u>	<u>\$ (102.5)</u>	<u>\$ 1,067.2</u>

Reconciliation of total debt to net debt

(\$'s in thousands)

Reconciliation of Total Debt to Net Debt:

	As of		
	September 24, 2017	December 25, 2016	December 27, 2015
Current portion of long-term debt	\$ 21,708	\$ 21,617	\$ 21,826
Long-term debt	340,501	349,128	367,847
Total debt	362,209	370,745	389,673
Less: Cash	185,152	198,349	40,832
Net debt	<u>\$ 177,057</u>	<u>\$ 172,396</u>	<u>\$ 348,841</u>

Net Debt

Net Debt is defined as Total Debt less Cash. The Company's management believes that the presentation of Net Debt provides useful information to investors as management reviews Net Debt as part of its management of our overall liquidity, financial flexibility, capital structure and leverage.



More information about tronc can be found at investor.tronc.com

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