

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported): March 10, 2023

LEE ENTERPRISES, INCORPORATED

(Exact name of Registrant as specified in its charter)

Delaware
(State of Incorporation)

1-6227
(Commission File Number)

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

4600 E. 53rd Street, Davenport, Iowa 52807
(Address of Principal Executive Offices)

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

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

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the Registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the Registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01 Other Events

As previously disclosed, Lee Enterprises, Incorporated (the "Company") received two letters from the Listing Qualifications Department of the Nasdaq Stock Market LLC ("Nasdaq") notifying the Company it was not in compliance with the timely filing requirements for continued listing under Nasdaq Listing Rule 5250(c)(1), the first of which was sent on December 28, 2022, because the Company had not timely filed its Annual Report on Form 10-K for the fiscal year ending September 25, 2023 (the "Form-10K") with the Securities and Exchange Commission ("SEC"), and the second letter sent on February 8, 2023, because the Company had not timely filed its Quarterly Report on Form 10-Q for the period ending December 25, 2023, with the SEC.

On March 3, 2022, the Company received written notice from Nasdaq ("Nasdaq Notification Letter") informing the Company that it has regained compliance with Nasdaq Listing Rule 5250(c)(1) upon the filing of the Company's Form 10-K on February 27, 2023, and the filing of the Company's Form 10-Q on March 2, 2023, and that the matter was now closed.

On March 10, 2023, the Company issued a press release disclosing the Company's receipt of the Nasdaq Notification Letter"). A copy of the press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d)Exhibits

| | |
|------|---|
| 99.1 | Press release issued by Lee Enterprises, Incorporated on March 10, 2023 |
| 104 | Cover Page Interactive Data File (embedded within the Inline XBRL document) |

SIGNATURES

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

LEE ENTERPRISES, INCORPORATED

Date: March 10, 2023

By: /s/ Timothy R. Millage

Timothy R. Millage

Vice President, Chief Financial Officer and Treasurer

Lee Enterprises in compliance with Nasdaq listing standards

DAVENPORT, Iowa — March 10, 2023 — On March 3, 2023, Lee Enterprises, Incorporated (NASDAQ: LEE), a digital-first subscription platform providing high quality, trusted, local news, information and a major platform for advertising in 77 markets, received a letter from the Listing Qualifications Department of The Nasdaq Stock Market LLC (“Nasdaq”), indicating the Company is in compliance with listing standards.

This letter closes the listing standard delinquency matter opened by Nasdaq on December 28, 2022, as the Company filed its 2022 Annual Report on Form 10-K on February 27, 2023, and its first quarter 2023 Quarterly Report on Form 10-Q on March 2, 2023. The Company is now in compliance with Nasdaq Listing Rule 5250(c)(1), which requires the timely filing of periodic reports with the Securities and Exchange Commission.

About Lee

Lee Enterprises is a major subscription and advertising platform and a leading provider of local news and information, with daily newspapers, rapidly growing digital products and over 350 weekly and specialty publications serving 77 markets in 26 states. Year to date, Lee's newspapers have average daily circulation of 1.0 million, and our legacy websites, including acquisitions, reach more than 38 million digital unique visitors. Lee's markets include St. Louis, MO; Buffalo, NY; Omaha, NE; Richmond, VA; Lincoln, NE; Madison, WI; Davenport, IA; and Tucson, AZ. Lee Common Stock is traded on NASDAQ under the symbol LEE. For more information about Lee, please visit www.lee.net.

Contact IR@lee.net (563) 383-2100