As filed with the Securities and Exchange Commission on November 18, 2026

Registration No. 333-

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

FORM S-8

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

LEE ENTERPRISES, INCORPORATED
(Exact name of Registrant as specified in its charter)

Delaware	**42-0823980**
(State or other jurisdiction of incorporation or organization)	**(I.R.S. Employer Identification No.)**

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

2020 LONG-TERM INCENTIVE PLAN
(Full title of the plan)

Joshua P. Rinehults
Vice President, Chief Financial Officer and Treasurer
4600 East 53rd Street
Davenport, Iowa 52807
Telephone: (563) 383-2100
(Name, Address, Including Zip Code, and Telephone Number, Including Area Code, of Agent For Service)

Copy to:
Timothy B. Gulbranson
Lane & Waterman LLP
220 N. Main Street, Suite 600
Davenport, Iowa 52801

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

Large accelerated filer	☐	Accelerated filer	☐
Non-accelerated filer	☒	Smaller reporting company	☒
		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 7(a)(2)(B) of the Securities Act. ☐

CALCULATION OF REGISTRATION FEE

Title of Securities To Be Registered	Amount To Be Registered (1)	Proposed Maximum Offering Price Per Share (2)	Proposed Maximum Aggregate Offering Price (2)	Amount Of Registration Fee (2)
		$	$	$
Common Stock, $0.01 par value per share	1,700,000	$6.61	$11,237,000.00	$977.62

Notes:

(1) Pursuant to Rule 416(a) under the Securities Act of 1933, as amended (the "***Securities Act***"), this Registration Statement shall also cover any additional shares of the Registrant's Common Stock that become issuable in respect of the securities identified in the above table by reason of any stock dividend, stock split, recapitalization or other similar transaction effected without the Registrant's receipt of consideration that increases the number of the outstanding shares of the Registrant's Common Stock. ***"Common Stoc***k" means the Common Stock, $0.01 par value per share, of the Company, or such other securities of the Company as may be designated from time to time in substitution thereof

(2) Calculated solely for the purposes of this offering under Rules 457(c) of the Securities Act on the basis of the average of the high and low prices of the Registrant's Common Stock $6.61 as reported on November 17, 2026 for The Nasdaq Global Select Market

EXPLANATORY NOTE

On April 6, 2026, the shareholders of Lee Enterprises, Incorporated (the "Registrant") approved the Second Amendment to the Company's 2020 Long-Term Incentive Plan (the "2020 Plan"), to reserve an additional 1,700,000 shares of the Company's Common Stock, $0.01 par value per share (the "Common Stock") available for grant or issuance under the 2020 Plan.

The Registrant hereby files this Registration Statement on Form S-8 (the "Registration Statement") to register the additional 1,700,000 shares of Common Stock authorized for issuance under the Company's 2020 Long-Term Incentive Plan (the "2020 Plan"). This Common Stock is in addition to an aggregate of 865,946 shares of Common Stock previously registered on the Company's Form S-8 relating to the 2020 Plan filed on April 7, 2020 (Commission File No. 333-237605) and amended on March 3, 2025 (Commission File No. 333-285722) (the "Prior Registration Statements").

This Registration Statement relates to securities of the same class as that to which the Prior Registration Statements relates and is submitted in accordance with General Instruction E of Form S-8 regarding Registration of Additional Securities. Pursuant to Instruction E of Form S-8, the contents of the Prior Registration Statements are incorporated herein by reference and made a part of this Registration Statement, except as amended.

Part II

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 8. Exhibits.

Exhibits marked with an asterisk (*) are incorporated by reference to documents previously filed by the Company with the Commission, as indicated. All other documents listed are filed with this Registration Statement on Form S-8.

Exhibit Number	Description
*3.1	Amended and Restated Certificate of Incorporation of Lee Enterprises, Incorporated, effective as of January 30, 2012 (Exhibit 3.1 to Quarterly Report on Form 8-K filed on February 3, 2012)
*3.2	Second Amended and Restated By-Laws of Lee Enterprises, Incorporated effective as of June 26, 2019 (Exhibit 3.1 to Form 8-K filed June 27, 2019)
5.1	Opinion of Lane & Waterman LLP
23.1	Consent of Lane & Waterman LLP (included in Exhibit 5.1)
23.2	Consent of BDO USA, P.C., Independent Registered Public Accounting Firm
24.1	Power of Attorney (included with signature page)
*99.1	2020 Long-Term Incentive Plan of Lee Enterprises, Incorporated (Effective February 19, 2020) (incorporated by reference to Exhibit 4.2 of Form S-8 as filed on April 8, 2020)
99.2	First Amendment to 2020 Long-Term Incentive Plan of Lee Enterprises, Incorporated (Effective February 27, 2025)
99.3	Second Amendment to 2020 Long-Term Incentive Plan of Lee Enterprises, Incorporated (Effective April 6, 2026)
107.1	Calculation of Filing Fee Table

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Davenport and State of Iowa on November 18, 2026.

LEE ENTERPRISES, INCORPORATED

By: /s/ Nathan E. Bekke
Nathan E. Bekke

President and Chief Executive Officer

(Principal Executive Officer)

LEE ENTERPRISES, INCORPORATED

By: /s/ Joshua P. Rinehults
Joshua P. Rinehults

Vice President, Chief Financial Officer and Treasurer

(Principal Financial and Accounting Officer)

POWER OF ATTORNEY

KNOW ALL MEN AND WOMEN BY THESE PRESENTS that the undersigned directors of Lee Enterprises, Incorporated, a Delaware corporation (the "Company"), hereby severally constitute and appoint each of Nathan E. Bekke and Joshua P. Rinehults, and each of them, to be our true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for him and in his name, place and stead, in any and all capacities, to sign (1) this Registration Statement on Form S-8 of the Company, and any and all amendments (including post-effective amendments) thereto, and any and all instruments and documents filed as part of or in connection with the said Registration Statement or any amendment(s) thereto, registering, in each case, for offer and sale the securities of the Company specified in such Registration Statement and (2) any and all documents relating to such securities to be filed by the Company with the Securities and Exchange Commission and/or any national securities exchange under the Securities Exchange Act of 1934, as amended, and any and all amendments or supplements to such documents; granting unto such attorneys-in-fact and agents full power and authority to do and perform each and every act and thing requisite and necessary to be done, as fully for all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that such attorneys-in-fact and agents, or his or her substitute or substitutes, shall lawfully do or cause to be done by virtue hereof.

Signature	
/s/ Steven C. Fletcher Steven C. Fletcher	Director
/s/ David H. Hoffmann David H. Hoffmann	Director
/s/ Gregory D. Hoffmann Gregory D. Hoffmann	Director
/s/ Ronald J. Kruszewski Ronald J. Kruszewski	Director
/s/ Shaun E. McAlmont Shaun E. McAlmont	Director
/s/ Madeline E. McIntosh Madeline E. McIntosh	Director

Calculation of Filing Fee Tables

S-8
(Form Type)

LEE ENTERPRISES, INCORPORATED
(Exact Name of Registrant as Specified in its Charter)

Table 1: Newly Registered Securities

Security Type	Security Class Title	Fee Calculation Rule	Amount Registered (1)	Proposed Maximum Offering Price Per Unity (2)	Maximum Aggregate Offering Price (2)	Fee Rate	Amount of Registration Fee
Equity	Common Stock, par value $0.01 per share	Rule 457(c) and Rule 457(h)	1,700,000 shares	$6.61	$11,237,000	.000087	$977.62
				Total Offering Amounts	$11,237,000		$977.62
				Total Fees Previously Paid			-
				Total Fee Offsets			-
				Net Fee Due			$977.62

(1) Pursuant to Rule 416(a) under the Securities Act of 1933, as amended (the “Securities Act”), this Registration Statement shall also cover any additional shares of the Registrant’s Common Stock that become issuable in respect of the securities identified in the above table by reason of any stock dividend, stock split, recapitalization or other similar transaction effected without the Registrant’s receipt of consideration that increases the number of the outstanding shares of the Registrant’s Common Stock. “Common Stock” means the Common Stock, $0.01 par value per share, of the Company, or such other securities of the Company as may be designated from time to time in substitution thereof

(2) Calculated solely for the purposes of this offering under Rules 457(c) of the Securities Act on the basis of the average of the high and low prices of the Registrant’s Common Stock $6.61 as reported on November 17, 2026 for The Nasdaq Global Select Market

Exhibit 5.1

LANE & WATERMAN LLP
ATTORNEYS AT LAW SINCE 1854

220 North Main Street Suite 600

Davenport, IA 52801

563.324.3246

www.L-Wlaw.com

November 18, 2026

Lee Enterprises, Incorporated
4600 E. 53rd Street
Davenport, IA 52807

RE: *Lee Enterprises, Incorporated Registration Statement on Form S-8*

Ladies and Gentlemen:

We have examined the Registration Statement on Form S-8 (the "Registration Statement"), of Lee Enterprises, Incorporated, a Delaware corporation (the "Company"), filed with the Securities and Exchange Commission (the "Commission") pursuant to the Securities Act of 1933, as amended (the "Securities Act"), in connection with the offering by the Company of up to 1,700,000 shares of the Company's Common Stock, par value $0.01 per share (the "Shares"), available for issuance under the Lee Enterprises, Incorporated 2020 Long-Term Incentive Plan (Previously the Amended and Restated 1990 Long-Term Incentive Plan, the "Plan").

In arriving at the opinions expressed below, we have examined originals, or copies certified or otherwise identified to our satisfaction as being true and complete copies of the originals, of the Plan and such other documents, corporate records, certificates of officers of the Company and of public officials and other instruments as we have deemed necessary or advisable to enable us to render the opinions set forth below. In our examination, we have assumed without independent investigation the genuineness of all signatures, the legal capacity and competency of all natural persons, the authenticity of all documents submitted to us as originals and the conformity to original documents of all documents submitted to us as copies. We have also assumed that there are no agreements or understandings between or among the Company and any participants in the Plan that would expand, modify or otherwise affect the terms of the Plan or the respective rights or obligations of the participants thereunder.

Based upon the foregoing, and subject to the assumptions, exceptions, qualifications and limitations set forth herein, we are of the opinion that the Shares, when issued and sold in accordance with the terms set forth in the Plan and against payment therefor, and when the Registration Statement has become effective under the Securities Act, will be validly issued, fully paid and non-assessable.

We render no opinion herein as to matters involving the laws of any jurisdiction other than the Delaware General Corporation Law (the "DGCL"). This opinion is limited to the effect of the current state of the DGCL and to the facts as they currently exist. We assume no obligation to revise or supplement this opinion in the event of future changes in such laws or the interpretations thereof or such facts.

We consent to the filing of this opinion as an exhibit to the Registration Statement, and we further consent to the use of our name regarding "legal matters" in the Registration Statement and the prospectus that forms a part thereof. In giving these consents, we do not thereby admit that we are within the category of persons whose consent is required under Section 7 of the Securities Act or the Rules and Regulations of the Commission.

Very truly yours,

LANE & WATERMAN LLP
By */s/Timothy B. Gulbranson*
Timothy B. Gulbranson
TBG/mlc
Enclosure

Exhibit 23.1

Consent of Lane & Waterman LLP

See Exhibit 5.1

Exhibit 23.2

Consent of Independent Registered Public Accounting Firm

The Board of Directors
Lee Enterprises, Incorporated:

We hereby consent to the incorporation by reference in this Registration Statement of our report dated November 26, 2025, relating to the consolidated financial statements of Lee Enterprises, Incorporated (the Company) appearing in the Company's Annual Report on Form 10-K for the year ended September 28, 2025.

/s/ BDO USA, P.C.
Chicago, Illinois

November 18, 2026

BDO USA, P.C., a Virginia professional corporation, is the U.S. member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of independent member firms.

BDO is the brand name for the BDO network and for each of the BDO Member Firms.

FIRST AMENDMENT TO
LEE ENTERPRISES, INCORPORATED
2020 LONG-TERM INCENTIVE PLAN
(Effective February 27, 2025)

Lee Enterprises, Incorporated (the "Company") adopts this First Amendment (the "Amendment") to the Lee Enterprises, Incorporated 2020 Long-Term Incentive Plan (the "Plan").

WHEREAS, Section 1.11 of the Plan requires shareholder approval to increase the total number of shares reserved for issuance pursuant to the Plan; and

WHEREAS, the Company has determined it is appropriate to amend the Plan to increase the total number of shares of Common Stock reserved for issuance under the Plan.

NOW, THEREFORE, the following amendment is made and shall be effective as of February 27, 2025, provided the Amendment is approved by the requisite vote of the Company shareholders at the 2025 annual meeting of shareholders:

1. Section 1.5, paragraph (a) is hereby amended to read as follows:

    a. Subject to adjustment in accordance with Section 1.5(b) of the Plan, there shall be reserved for issuance pursuant to the Plan a total of 865,946 shares of Common Stock, together with the number of shares of Common Stock underlying any Award to cover outstanding Non-Qualified Stock Options and unvested Restricted Stock under the 1990 Plan as of December 31, 2019; provided, that the number of shares of Common Stock underlying any Award granted under the Plan that expires, terminates or is cancelled or forfeited under the terms of the Plan shall be continue to be available for issuance.

2. Affirmation. This Amendment is to be construed with the Plan as constituting one and the same document. Except as specifically modified by this Agreement, all remaining provisions, terms and conditions of the Plan shall remain in full force and effect.

3. Defined Terms. All terms not herein defined shall have the meaning ascribed to them in the Plan.

4. Ratification as Amended. Except as amended by this Amendment, the terms and conditions of the Plan are confirmed, approved, and ratified, and the Plan, as amended by this Amendment, shall continue in full force and effect.

SECOND AMENDMENT TO
LEE ENTERPRISES, INCORPORATED
2020 LONG-TERM INCENTIVE PLAN
(Effective April 6, 2026)

Lee Enterprises, Incorporated (the "Company") adopts this Second Amendment (the "Second Amendment") to the Lee Enterprises, Incorporated 2020 Long-Term Incentive Plan (the "Plan").

WHEREAS, Section 1.11 of the Plan requires stockholder approval to increase the total number of shares reserved for issuance pursuant to the Plan; and

WHEREAS, the Company has determined it is appropriate to amend the Plan to increase the total number of shares of Common Stock reserved for issuance under the Plan.

NOW, THEREFORE, the following amendment is made and shall be effective as of April 6, 2026, provided the Second Amendment is approved by the requisite vote of the Company stockholders at the 2026 annual meeting of stockholders:

1. Section 1.5, paragraph (a) is hereby amended to read as follows:

    a. Subject to adjustment in accordance with Section 1.5(b) of the Plan, there shall be reserved for issuance pursuant to the Plan a total of 2,565,946 shares of Common Stock, together with the number of shares of Common Stock underlying any Award to cover outstanding Non-Qualified Stock Options and unvested Restricted Stock under the 1990 Plan as of December 31, 2019; provided, that the number of shares of Common Stock underlying any Award granted under the Plan that expires, terminates or is cancelled or forfeited under the terms of the Plan shall continue to be available for issuance.

2. Affirmation. This Second Amendment is to be construed with the Plan as constituting one and the same document. Except as specifically modified by this Agreement, all remaining provisions, terms and conditions of the Plan shall remain in full force and effect.

3. Defined Terms. All terms not herein defined shall have the meaning ascribed to them in the Plan.

4. Ratification as Amended. Except as amended by this Second Amendment, the terms and conditions of the Plan are confirmed, approved, and ratified, and the Plan, as amended by this Second Amendment, shall continue in full force and effect.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHERE, the undersigned has duly executed and delivered this Second Amendment and has caused this Second Amendment to be duly executed and delivered on their behalf.

LEE ENTERPRISES, INCORPORATED

/s/ Joshua P. Rinehults

Joshua P. Rinehults
Vice President, Chief Financial Officer and Treasurer
(Principal Financial and Accounting Officer)