

TRIBUNE MEDIA CO  
Form SC 13D  
October 19, 2018

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

Tribune Media Company  
(Name of Issuer)

Class A Common Stock  
(Title of Class of Securities)

(CUSIP Number)

896047503

David Goldman  
GAMCO Investors, Inc.  
One Corporate Center  
Rye, New York 10580-1435  
(914) 921-5000

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

October 10, 2018

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

CUSIP No. 896047503

1 Names of reporting persons  
 I.R.S. identification nos. of  
 above persons (entities only)  
 Gabelli Funds, LLC  
 I.D. No.

13-4044523

2 Check the appropriate box if  
 a member of a group (SEE  
 INSTRUCTIONS) (a)

(b)

3 Sec use only

4 Source of funds (SEE  
 INSTRUCTIONS)  
 00-Funds of investment  
 advisory clients

5 Check box if disclosure of  
 legal proceedings is required  
 pursuant to items 2 (d) or 2  
 (e)

6 Citizenship or place of  
 organization  
 New York

Number Of :7 Sole voting power

Shares : 1,346,512 (Item 5)

Beneficially :8 Shared voting power

Owned : None

By Each :9 Sole dispositive power

Reporting : 1,346,512 (Item 5)

Person :10 Shared dispositive power

With : None

11 Aggregate amount  
 beneficially owned by each

reporting person

- 12 1,346,512 (Item 5)  
Check box if the aggregate  
amount in row (11) excludes  
certain shares  
(SEE INSTRUCTIONS)
- 13 Percent of class represented  
by amount in row (11)
- 14 1.54%  
Type of reporting person  
(SEE INSTRUCTIONS)  
IA, CO

2

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CUSIP No. 896047503

1 Names of reporting persons  
I.R.S. identification nos. of  
above persons (entities only)

GAMCO Asset  
Management Inc. I.D. No.  
13-4044521

2 Check the appropriate box if  
a member of a group (SEE  
INSTRUCTIONS) (a)

(b)

3 Sec use only

4 Source of funds (SEE  
INSTRUCTIONS)

00-Funds of investment  
advisory clients

5 Check box if disclosure of  
legal proceedings is required  
pursuant to items 2 (d) or 2  
(e)

6 Citizenship or place of  
organization  
New York

Number Of :<sup>7</sup> Sole voting power

Shares : 2,650,074 (Item 5)

Beneficially :<sup>8</sup> Shared voting power

Owned : None

By Each :<sup>9</sup> Sole dispositive power

Reporting : 2,816,774 (Item 5)

Person :<sup>10</sup> Shared dispositive power

With : None

11 Aggregate amount  
beneficially owned by each  
reporting person

12 2,816,774 (Item 5)  
Check box if the aggregate  
amount in row (11) excludes  
certain shares  
(SEE INSTRUCTIONS)

13 Percent of class represented  
by amount in row (11)

14 3.21%  
Type of reporting person  
(SEE INSTRUCTIONS)  
IA, CO

3

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CUSIP No. 896047503

Names of reporting persons  
 I.R.S. identification nos. of  
 above persons (entities only)  
 1 Gabelli & Company  
 Investment Advisers, Inc.  
 I.D. No.  
 13-3379374  
 Check the appropriate box if  
 a member of a group (SEE  
 INSTRUCTIONS) (a)

2  
 (b)

3 Sec use only

4 Source of funds (SEE  
 INSTRUCTIONS)  
 00 – Client funds

5 Check box if disclosure of  
 legal proceedings is required  
 pursuant to items 2 (d) or 2  
 (e)

6 Citizenship or place of  
 organization  
 Delaware

Number Of :7 Sole voting power

Shares : 553,888 (Item 5)

Beneficially :8 Shared voting power

Owned : None

By Each :9 Sole dispositive power

Reporting : 553,888 (Item 5)

Person :10 Shared dispositive power

With : None

11 Aggregate amount  
 beneficially owned by each  
 reporting person

12 553,888 (Item 5)  
Check box if the aggregate  
amount in row (11) excludes  
certain shares  
(SEE INSTRUCTIONS)

13 Percent of class represented  
by amount in row (11)

14 0.63%  
Type of reporting person  
(SEE INSTRUCTIONS)  
HC, CO, IA

4

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CUSIP No. 896047503

1 Names of reporting persons  
 I.R.S. identification nos. of  
 above persons (entities only)  
 MJG Associates, Inc.  
 I.D. No.

06-1304269

2 Check the appropriate box if  
 a member of a group (SEE  
 INSTRUCTIONS) (a)

(b)

3 Sec use only

4 Source of funds (SEE  
 INSTRUCTIONS)  
 00-Client Funds

5 Check box if disclosure of  
 legal proceedings is required  
 pursuant to items 2 (d) or 2  
 (e)

6 Citizenship or place of  
 organization  
 Connecticut

Number Of :7 Sole voting power

Shares : 46,300 (Item 5)

Beneficially :8 Shared voting power

Owned : None

By Each :9 Sole dispositive power

Reporting : 46,300 (Item 5)

Person :10 Shared dispositive power

With : None

11 Aggregate amount  
 beneficially owned by each  
 reporting person



12 46,300 (Item 5)  
Check box if the aggregate  
amount in row (11) excludes  
certain shares  
(SEE INSTRUCTIONS)

13 Percent of class represented  
by amount in row (11)

14 0.05%  
Type of reporting person  
(SEE INSTRUCTIONS)  
CO

5

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CUSIP No. 896047503

1 Names of reporting persons  
 I.R.S. identification nos. of  
 above persons (entities only)  
 Gabelli Foundation,  
 Inc. I.D. No.  
 94-2975159  
 Check the appropriate box if  
 a member of a group (SEE  
 INSTRUCTIONS) (a)

2  
 (b)

3 Sec use only

4 Source of funds (SEE  
 INSTRUCTIONS)  
 WC

5 Check box if disclosure of  
 legal proceedings is required  
 pursuant to items 2 (d) or 2  
 (e)

6 Citizenship or place of  
 organization  
 NV

Number Of :7 Sole voting power

Shares : 3,000 (Item 5)

Beneficially :8 Shared voting power

Owned : None

By Each :9 Sole dispositive power

Reporting : 3,000 (Item 5)

Person :10 Shared dispositive power

With : None

11 Aggregate amount  
 beneficially owned by each  
 reporting person

12 3,000 (Item 5)  
Check box if the aggregate  
amount in row (11) excludes  
certain shares

13 (SEE INSTRUCTIONS)  
Percent of class represented  
by amount in row (11)

14 0.00%  
Type of reporting person  
(SEE INSTRUCTIONS)  
00-Private Foundation

6

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CUSIP No. 896047503

Names of reporting persons  
I.R.S. identification nos. of  
above persons (entities only)

1 GGCP, Inc.

I.D. No.

13-3056041

Check the appropriate box if  
a member of a group (SEE  
INSTRUCTIONS) (a)

2

(b)

3

Sec use only

4

Source of funds (SEE  
INSTRUCTIONS)  
None

5

Check box if disclosure of  
legal proceedings is required  
pursuant to items 2 (d) or 2  
(e)

6

Citizenship or place of  
organization  
Wyoming

Number Of :7 Sole voting power

Shares : None (Item 5)

Beneficially :8 Shared voting power

Owned : None

By Each :9 Sole dispositive power

Reporting : None (Item 5)

Person :10 Shared dispositive power

With : None

11 Aggregate amount  
beneficially owned by each  
reporting person

None (Item 5)

12 Check box if the aggregate  
amount in row (11) excludes  
certain shares  
(SEE INSTRUCTIONS) X

13 Percent of class represented  
by amount in row (11)

0.00%

14 Type of reporting person  
(SEE INSTRUCTIONS)  
HC, CO

7

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CUSIP No. 896047503

Names of reporting persons  
I.R.S. identification nos. of  
above persons (entities only)

1 GAMCO Investors, Inc.

I.D. No. 13-4007862  
Check the appropriate box if  
a member of a group (SEE  
INSTRUCTIONS) (a)

(b)

3 Sec use only

4 Source of funds (SEE  
INSTRUCTIONS)  
None

5 Check box if disclosure of  
legal proceedings is required  
pursuant to items 2 (d) or 2  
(e)

6 Citizenship or place of  
organization  
Delaware

Number Of :7 Sole voting power

Shares : None (Item 5)

Beneficially :8 Shared voting power

Owned : None

By Each :9 Sole dispositive power

Reporting : None (Item 5)

Person :10 Shared dispositive power

With : None

11 Aggregate amount  
beneficially owned by each  
reporting person

None (Item 5)

12 Check box if the aggregate  
amount in row (11) excludes  
certain shares  
(SEE INSTRUCTIONS) X

13 Percent of class represented  
by amount in row (11)

0.00%

14 Type of reporting person  
(SEE INSTRUCTIONS)  
HC, CO

8

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CUSIP No. 896047503

Names of reporting persons  
I.R.S. identification nos. of  
above persons (entities only)

1 Associated Capital  
Group, Inc.

I.D. No. 47-3965991

Check the appropriate box if  
a member of a group (SEE  
INSTRUCTIONS) (a)

(b)

3 Sec use only

4 Source of funds (SEE  
INSTRUCTIONS)  
WC

5 Check box if disclosure of  
legal proceedings is required  
pursuant to items 2 (d) or 2  
(e)

6 Citizenship or place of  
organization  
Delaware

Number Of :<sup>7</sup> Sole voting power

Shares : 12,215 (Item 5)

Beneficially :<sup>8</sup> Shared voting power

Owned : None

By Each :<sup>9</sup> Sole dispositive power

Reporting : 12,215 (Item 5)

Person :<sup>10</sup> Shared dispositive power

With : None

11 Aggregate amount  
beneficially owned by each  
reporting person



12,215 (Item 5)

12 Check box if the aggregate  
amount in row (11) excludes  
certain shares  
(SEE INSTRUCTIONS) X

13 Percent of class represented  
by amount in row (11)

0.01%

14 Type of reporting person  
(SEE INSTRUCTIONS)  
HC, CO

9

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CUSIP No. 896047503

1 Names of reporting persons  
I.R.S. identification nos. of  
above persons (entities only)

Mario J. Gabelli

2 Check the appropriate box if  
a member of a group (SEE  
INSTRUCTIONS) (a)

(b)

3 Sec use only

4 Source of funds (SEE  
INSTRUCTIONS)  
Private Funds

5 Check box if disclosure of  
legal proceedings is required  
pursuant to items 2 (d) or 2  
(e)

6 Citizenship or place of  
organization  
USA

Number Of :<sup>7</sup> Sole voting power

Shares : 14,400 (Item 5)

Beneficially :<sup>8</sup> Shared voting power

Owned : None

By Each :<sup>9</sup> Sole dispositive power

Reporting : 14,400 (Item 5)

Person :<sup>10</sup> Shared dispositive power

With : None

11 Aggregate amount  
beneficially owned by each  
reporting person

14,400 (Item 5)

12 Check box if the aggregate  
amount in row (11) excludes  
certain shares

(SEE INSTRUCTIONS) X

13 Percent of class represented  
by amount in row (11)

0.01%

14 Type of reporting person  
(SEE INSTRUCTIONS)

IN

10

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Item 1. Security and Issuer

The class of equity securities to which this statement on Schedule 13D relates is the Common Stock of Tribune Media Company (the "Issuer"), a Delaware corporation with principal offices located at 515 North State Street, Chicago, Illinois 60654.

Item 2. Identity and Background

This statement is being filed by Mario J. Gabelli ("Mario Gabelli") and various entities which he directly or indirectly controls or for which he acts as chief investment officer. These entities, except for LICT Corporation ("LICT"), CIBL, Inc. ("CIBL") and ICTC Group, Inc. ("ICTC"), engage in various aspects of the securities business, primarily as investment adviser to various institutional and individual clients, including registered investment companies and pension plans, and as general partner or the equivalent of various private investment partnerships or private funds. Certain of these entities may also make investments for their own accounts.

The foregoing persons in the aggregate often own beneficially more than 5% of a class of equity securities of a particular issuer. Although several of the foregoing persons are treated as institutional investors for purposes of reporting their beneficial ownership on the short-form Schedule 13G, the holdings of those who do not qualify as institutional investors may exceed the 1% threshold presented for filing on Schedule 13G or implementation of their investment philosophy may from time to time require action which could be viewed as not completely passive. In order to avoid any question as to whether their beneficial ownership is being reported on the proper form and in order to provide greater investment flexibility and administrative uniformity, these persons have decided to file their beneficial ownership reports on the more detailed Schedule 13D form rather than on the short-form Schedule 13G and thereby to provide more expansive disclosure than may be necessary.

(a), (b) and (c) - This statement is being filed by one or more of the following persons: GGCP, Inc. ("GGCP"), GGCP Holdings LLC ("GGCP Holdings"), GAMCO Investors, Inc. ("GBL"), Associated Capital Group, Inc. ("AC"), Gabelli Funds, LLC ("Gabelli Funds"), GAMCO Asset Management Inc. ("GAMCO"), Teton Advisors, Inc. ("Teton Advisors"), Gabelli & Company Investment Advisers, Inc. ("GCIA"), G.research, LLC ("G.research"), MJG Associates, Inc. ("MJG Associates"), Gabelli Foundation, Inc. ("Foundation"), Mario Gabelli, LICT, CIBL and ICTC. Those of the foregoing persons signing this Schedule 13D are hereinafter referred to as the "Reporting Persons". GGCP makes investments for its own account and is the manager and a member of GGCP Holdings which is the controlling shareholder of GBL and AC. GBL, a public company listed on the New York Stock Exchange, is the parent company for a variety of companies engaged in the securities business, including certain of those named below. AC, a public company listed on the New York Stock Exchange, is the parent company for a variety of companies engaged in the securities business, including certain of those listed below.

GAMCO, a wholly-owned subsidiary of GBL, is an investment adviser registered under the Investment Advisers Act of 1940, as amended ("Advisers Act"). GAMCO is an investment manager providing discretionary managed account services for employee benefit plans, private investors, endowments, foundations and others.

GCIA, a wholly owned subsidiary of AC, is an investment adviser registered under the Advisers Act and serves as a general partner or investment manager to limited partnerships and offshore investment companies and other accounts. As a part of its business, GCIA may purchase or sell securities for its own account. GCIA is a general partner or investment manager of a number of funds or partnerships, including Gabelli Associates Fund, L.P., Gabelli Associates Fund II, L.P., Gabelli Associates Limited, Gabelli Associates Limited II E, ALCE Partners, L.P., Gabelli Capital Structure Arbitrage Fund LP, Gabelli Capital Structure Arbitrage Fund Limited, Gabelli Intermediate Credit Fund L.P., GAMA Select Energy + L.P., GAMCO Medical Opportunities L.P., and Gabelli Multimedia Partners, L.P. G.research, a wholly owned subsidiary of GCIA, is a broker-dealer registered under the Securities Exchange Act of 1934, as amended ("1934 Act"), which as a part of its business regularly purchases and sells securities for its own account.

Gabelli Funds, a wholly owned subsidiary of GBL, is a limited liability company. Gabelli Funds is an investment adviser registered under the Advisers Act which provides advisory services for The Gabelli Equity Trust Inc., The Gabelli Asset Fund, The GAMCO Growth Fund, The Gabelli Convertible and Income Securities Fund Inc., The Gabelli Value 25 Fund Inc., The Gabelli Small Cap Growth Fund, The Gabelli Equity Income Fund, The Gabelli ABC Fund, The GAMCO Global Content & Connectivity Fund, The Gabelli Gold Fund, Inc., The Gabelli Multimedia

Trust Inc., The Gabelli Global Rising Income & Dividend Fund, The Gabelli Capital Asset Fund, The GAMCO International Growth Fund, Inc., The GAMCO Global Growth Fund, The Gabelli Utility Trust, The Gabelli Utilities Fund, The Gabelli Dividend Growth Fund, The Gabelli Focus Five Fund, The Comstock Capital Value Fund, The Gabelli Dividend and Income Trust, The Gabelli Global Utility & Income Trust, The GAMCO Global Gold, Natural Resources, & Income Trust, The GAMCO Natural Resources Gold & Income Trust, The GDL Fund, Gabelli Enterprise Mergers & Acquisitions Fund, The Gabelli ESG Fund, Inc., The Gabelli International Small Cap Fund, The Gabelli Healthcare & Wellness<sup>Rx</sup> Trust, The Gabelli Global Small and Mid Cap Value Trust, Gabelli Value Plus+ Trust, Gabelli Merger Plus+ Trust Plc, The Gabelli Global Financial Services Fund, The Gabelli Global Mini Mites Fund, The Gabelli Go Anywhere Trust, The Gabelli U.S. Treasury Money Market Fund, Bancroft Fund Ltd. and Ellsworth Growth & Income Fund Ltd. (collectively, the "Funds"), which are registered investment companies. Gabelli Funds is also the investment adviser to the Gabelli Media Mogul NextShares<sup>TM</sup>, the Gabelli Food of All Nations NextShares<sup>TM</sup>, the RBI NextShares<sup>TM</sup>, and the Gabelli Pet Parents' Fund NextShares<sup>TM</sup>, and The GAMCO International SICAV (sub-funds GAMCO Merger Arbitrage and GAMCO All Cap Value), a UCITS III vehicle. Teton Advisors, an investment adviser registered under the Advisers Act, provides discretionary advisory services to The TETON Westwood Mighty Mites<sup>sm</sup> Fund, The TETON Westwood Income Fund, The TETON Westwood SmallCap Equity Fund, TETON Westwood Intermediate Bond Fund, and The TETON Westwood Mid-Cap Equity Fund.

MJG Associates provides advisory services to private investment partnerships and offshore funds. Mario Gabelli is the sole shareholder, director and employee of MJG Associates. MJG Associates is the Investment Manager of Gabelli International Limited and Gabelli Fund, LDC. Mario J. Gabelli is the general partner of Gabelli Performance Partnership, LP.

The Foundation is a private foundation. Mario Gabelli is the Chairman, a Trustee and the Investment Manager of the Foundation. Elisa M. Wilson is the President of the Foundation.

LICT is a holding company with operating subsidiaries engaged primarily in the rural telephone industry. LICT actively pursues new business ventures and acquisitions. LICT makes investments in marketable securities to preserve capital and maintain liquidity for financing their business activities and acquisitions and are not engaged in the business of investing, or trading in securities. Mario J. Gabelli is the Chief Executive Officer, a director, and substantial shareholder of LICT.

ICTC is a holding company with subsidiaries in voice, broadband and other telecommunications services, primarily in the rural telephone industry. ICTC makes investments in marketable securities to preserve capital and maintain liquidity for financing their business activities and acquisitions and are not engaged in the business of investing, or trading in securities. Mario J. Gabelli is a director, and substantial shareholder of ICTC.

CIBL is a holding company with interests in telecommunications operations, primarily in the rural telephone industry. CIBL actively pursues new business ventures and acquisitions. CIBL makes investments in marketable securities to preserve capital and maintain liquidity for financing their business activities and acquisitions and are not engaged in the business of investing, or trading in securities. Mario J. Gabelli is a director, and substantial shareholder of CIBL. Mario Gabelli is the controlling stockholder, Chief Executive Officer and a director of GGCP and Chairman and Chief Executive Officer of GBL. He is the Executive Chairman of AC. Mario Gabelli is also a member of GGCP Holdings. Mario Gabelli is the controlling shareholder of Teton.

The Reporting Persons do not admit that they constitute a group.

GAMCO is a New York corporation and GBL, AC, GCIA, and Teton Advisors are Delaware corporations, each having its principal business office at One Corporate Center, Rye, New York 10580. GGCP is a Wyoming corporation having its principal business office at 140 Greenwich Avenue, Greenwich, CT 06830. GGCP Holdings is a Delaware limited liability corporation having its principal business office at 140 Greenwich Avenue, Greenwich, CT 06830.

G.research is a Delaware limited liability company having its principal officers at One Corporate Center, Rye, New York 10580. Gabelli Funds is a New York limited liability company having its principal business office at One Corporate Center, Rye, New York 10580. MJG Associates is a Connecticut corporation having its principal business office at 140 Greenwich Avenue, Greenwich, CT 06830. The Foundation is a Nevada corporation having its principal offices at 165 West Liberty Street, Reno, Nevada 89501. LICT is a Delaware corporation having its principal place of business as 401 Theodore Fremd Avenue, Rye, New York 10580. CIBL, Inc. is a Delaware corporation having its principal place of business as 165 West Liberty Street, Suite 220, Reno, NV 89501. ICTC Group Inc. is a Delaware

corporation having its principal place of business as 556 Main Street, Nome, North Dakota 58062.

For information required by instruction C to Schedule 13D with respect to the executive officers and directors of the foregoing entities and other related persons (collectively, "Covered Persons"), reference is made to Schedule I annexed hereto and incorporated herein by reference.

(d) – Not applicable.

(e) – Not applicable.

(f) – Reference is made to Schedule I hereto.

**Item 3. Source and Amount of Funds or Other Consideration**

The Reporting Persons used an aggregate of approximately \$90,119,790 to purchase the Securities reported as beneficially owned in Item 5. GAMCO and Gabelli Funds used approximately \$13,091,807 and \$51,791,216, respectively, of funds that were provided through the accounts of certain of their investment advisory clients (and, in the case of some of such accounts at GAMCO, may be through borrowings from client margin accounts) in order to purchase the Securities for such clients. GCIA used approximately \$22,434,647 of client funds to purchase the Securities reported by it. Foundation use approximately \$124,929 of funds of a private entity to purchase the Securities reported by it. Mario Gabelli used approximately \$513,234 of private funds to purchase the Securities reported by him. MJG Associates used approximately \$1,661,904 of client funds to purchase the Securities reported by it. AC used approximately \$502,053 of working capital to purchase the Securities reported by it.

**Item 4. Purpose of Transaction**

Each of the Reporting Persons has purchased and holds the Securities reported by it for investment for one or more accounts over which it has shared, sole, or both investment and/or voting power, for its own account, or both.

The Reporting Persons are engaged in the business of securities analysis and investment. The Reporting Persons analyze the operations, capital structure and markets of companies in which they invest, including the Issuer, on a continuous basis through analysis of documentation and discussions with knowledgeable industry and market observers and with representatives of such companies (often at the invitation of management). As a result of these analytical activities one or more of the Reporting Persons may issue analysts reports, participate in interviews or hold discussions with third parties, with management or with Directors in which the Reporting Person may suggest or take a position with respect to potential changes in the operations, management or capital structure of such companies as a means of enhancing shareholder values. Such suggestions or positions may relate to one or more of the transactions specified in clauses (a) through (j) of Item 4 of Schedule 13D including, without limitation, such matters as disposing of one or more businesses, selling the company or acquiring another company or business, changing operating or marketing strategies, adopting or not adopting, certain types of anti-takeover measures and restructuring the company's capitalization or dividend policy.

Each of the Reporting Persons intends to adhere to the foregoing investment philosophy with respect to the Issuer. However, none of the Reporting Persons intends to seek control of the Issuer or participate in the management of the Issuer, and any Reporting Person that is registered as an investment company under the Company Act will participate in such a transaction only following receipt of an exemption from the SEC under Rule 17d-1 under the Company Act, if required, and in accordance with other applicable law. In pursuing this investment philosophy, each Reporting Person will continuously assess the Issuer's business, financial condition, results of operations and prospects, general economic conditions, the securities markets in general and those for the Issuer's securities in particular, other developments and other investment opportunities, as well as the investment objectives and diversification requirements of its shareholders or clients and its fiduciary duties to such shareholders or clients. Depending on such assessments, one or more of the Reporting Persons may acquire additional Securities or may determine to sell or otherwise dispose of all or some of its holdings of Securities. Although the Reporting Persons share the same basic investment philosophy and although most portfolio decisions are made by or under the supervision of Mario Gabelli, the investment objectives and diversification requirements of various clients differ from those of other clients so that one or more Reporting Persons may be acquiring Securities while others are disposing of Securities.

With respect to voting of the Securities, the Reporting Persons have adopted general voting policies relating to voting on specified issues affecting corporate governance and shareholder values. Under these policies, the Reporting

Persons generally vote all securities over which they have voting power in favor of cumulative voting, financially reasonable golden parachutes, one share one vote, management cash incentives and pre-emptive rights and against greenmail, poison pills, supermajority voting, blank check preferred stock and super-dilutive stock options. Exceptions may be made when management otherwise demonstrates superior sensitivity to the needs of shareholders. In the event that the aggregate voting position of all Reporting Persons exceeds 25% of the total voting position of the Issuer, one or more of the filing persons may transfer voting and/or dispositive power over shares to independent committees of directors or the owners of such shares. Such committees vote and/or consider disposition of such shares independently of the Reporting Persons.

Each of the Covered Persons who is not a Reporting Person has purchased the Securities reported herein as beneficially owned by him for investment for his own account or that of one or more members of his immediate family. Each such person may acquire additional Securities or dispose of some or all of the Securities reported herein with respect to him.

Other than as described above, none of the Reporting Persons and none of the Covered Persons who is not a Reporting Person has any present plans or proposals which relate to or would result in any transaction, change or event specified in clauses (a) through (j) of Item 4 of Schedule 13D.

#### Item 5. Interest In Securities Of The Issuer

(a) The aggregate number of Securities to which this Schedule 13D relates is 4,793,089 shares, representing 5.47% of the 87,625,933 shares outstanding as reported in the Issuer's most recently filed Form 10-Q for the quarterly period ended June 30, 2018. The Reporting Persons beneficially own those Securities as follows:

Name	Shares of Common Stock	% of Class of Common
GAMCO	2,816,774	3.21%
Gabelli Funds	1,346,512	1.54%
Foundation	3,000	0.00%
GCIA	553,888	0.63%
AC	12,215	0.01%
Mario Gabelli	14,400	0.01%
MJG Associates	46,300	0.05%

Mario Gabelli is deemed to have beneficial ownership of the Securities owned beneficially by each of the foregoing persons. GCIA is deemed to have beneficial ownership of the Securities owned beneficially by G.research. AC, GBL and GGCP are deemed to have beneficial ownership of the Securities owned beneficially by each of the foregoing persons other than Mario Gabelli and the Foundation.

(b) Each of the Reporting Persons and Covered Persons has the sole power to vote or direct the vote and sole power to dispose or to direct the disposition of the Securities reported for it, either for its own benefit or for the benefit of its investment clients or its partners, as the case may be, except that (i) GAMCO does not have the authority to vote 166,700 of the reported shares, (ii) Gabelli Funds has sole dispositive and voting power with respect to the shares of the Issuer held by the Funds so long as the aggregate voting interest of all joint filers does not exceed 25% of their total voting interest in the Issuer and, in that event, the Proxy Voting Committee of each Fund shall respectively vote that Fund's shares, (iii) at any time, the Proxy Voting Committee of each such Fund may take and exercise in its sole discretion the entire voting power with respect to the shares held by such fund under special circumstances such as regulatory considerations, and (iv) the power of Mario Gabelli, AC, GBL, and GGCP is indirect with respect to Securities beneficially owned directly by other Reporting Persons.

(c) Information with respect to all transactions in the Securities which were effected during the past sixty days or since the most recent filing on Schedule 13D, whichever is less, by each of the Reporting Persons and Covered Persons is set forth on Schedule II annexed hereto and incorporated herein by reference.

(d) The investment advisory clients of, or partnerships managed by, GAMCO, Gabelli Funds, Teton Advisors and MJG Associates have the sole right to receive and, subject to the notice, withdrawal and/or termination provisions of such advisory contracts and partnership arrangements, the sole power to direct the receipt of dividends from, and the proceeds of sale of, any of the Securities beneficially owned by such Reporting Persons on behalf of such clients or partnerships. Except as noted, no such client or partnership has an interest by virtue of such relationship that relates to more than 5% of the Securities.

(e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

The powers of disposition and voting of Gabelli Funds, Teton Advisors, GAMCO, GCIA and MJG Associates with respect to Securities owned beneficially by them on behalf of their investment advisory clients, and of MJG Associates and GCIA with respect to Securities owned beneficially by them on behalf of the partnerships or corporations which they directly or indirectly manage, are held pursuant to written agreements with such clients, partnerships and funds.

Item 7. Material to be Filed as an Exhibit

The following Exhibit A is attached hereto. The following Exhibit B is incorporated by reference to Exhibit B in the Initial Schedule 13D of the Reporting Persons with respect to Lincare Holdings Inc.

Exhibit A: Joint Filing Agreement

Exhibit B: Powers of Attorney to David M. Goldman and Douglas R. Jamieson from Mario J. Gabelli individually and/or as an executive officer or director of any entity of which Mr. Gabelli serves.



Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: October 19, 2018

GGCP, INC.  
MARIO J. GABELLI  
MJG ASSOCIATES, INC.  
GABELLI FOUNDATION, INC.

By: /s/ David Goldman  
David Goldman  
Attorney-in-Fact

GABELLI FUNDS, LLC

By: /s/ David Goldman  
David Goldman  
General Counsel – Gabelli Funds, LLC  
Counsel-Teton Advisors, Inc.

GAMCO INVESTORS, INC.

By: /s/ Kevin Handwerker  
Kevin Handwerker  
General Counsel & Secretary – GAMCO Investors, Inc.

ASSOCIATED CAPITAL GROUP, INC.  
GAMCO ASSET MANAGEMENT INC.  
GABELLI & COMPANY INVESTMENT ADVISERS, INC.

By: /s/ Douglas R. Jamieson  
Douglas R. Jamieson  
President & Chief Executive Officer – Associated Capital  
Group, Inc.  
President – GAMCO Asset Management Inc.  
President – Gabelli & Company Investment Advisers, Inc.



SCHEDULE I

Information with Respect to Executive  
Officers and Directors of the Undersigned

Schedule I to Schedule 13D is amended, in pertinent part, as follows:

The following sets forth as to each of the executive officers and directors of the undersigned: his name; his business address; his present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. Unless otherwise specified, the principal employer of each such individual is GAMCO Asset Management Inc., Gabelli Funds, LLC, Gabelli & Company Investment Advisers, Inc., G.research, LLC, Teton Advisors, Inc., Associated Capital Group, Inc. or GAMCO Investors, Inc., the business address of each of which is One Corporate Center, Rye, New York 10580, and each such individual identified below is a citizen of the United States. To the knowledge of the undersigned, during the last five years, no such person has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors), and no such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which he was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities law or finding any violation with respect to such laws except as reported in Item 2(d) and (e) of this Schedule 13D.

GAMCO Investors, Inc.  
Directors:

Edwin L. Artzt	Former Chairman and Chief Executive Officer Procter & Gamble Company 900 Adams Crossing Cincinnati, OH 45202
Raymond C. Avansino	Chairman & Chief Executive Officer E.L. Wiegand Foundation 165 West Liberty Street Reno, NV 89501
Leslie B. Daniels	Operating Partner AE Industrial Partners, LP 2500 N. Military Trail, Suite 470 Boca Raton, FL 33431
Mario J. Gabelli	Chief Executive Officer and Chief Investment Officer of GGCP, Inc. Chairman & Chief Executive Officer of GAMCO Investors, Inc. Executive Chairman of Associated Capital Group, Inc. Director/Trustee of all registered investment companies advised by Gabelli Funds, LLC.
Elisa M. Wilson	Director c/o GAMCO Investors, Inc. One Corporate Center Rye, NY 10580
Eugene R. McGrath	Former Chairman and Chief Executive Officer Consolidated Edison, Inc. 4 Irving Place New York, NY 10003
Robert S. Prather	President & Chief Executive Officer Heartland Media, LLC 1843 West Wesley Road Atlanta, GA 30327

Officers:

Mario J. Gabelli	Chairman and Chief Executive Officer
Henry G. Van der Eb	Senior Vice President
Bruce N. Alpert	Senior Vice President
Agnes Mullady	Senior Vice President

Kevin Handwerker Executive Vice President, General Counsel and Secretary

Kieran Caterina Co-Chief Accounting Officer

Diane LaPointe Co-Chief Accounting Officer

GAMCO Asset Management  
Inc.

Directors:

Douglas R. Jamieson

Regina M. Pitaro

William S. Selby

Officers:

Mario J. Gabelli Chief Executive Officer and Chief Investment Officer – Value Portfolios

Douglas R. Jamieson President, Chief Operating Officer and Managing Director

David Goldman General Counsel, Secretary & Chief Compliance Officer

Gabelli Funds, LLC

Officers:

Mario J. Gabelli Chief Investment Officer – Value Portfolios

Bruce N. Alpert Executive Vice President and Chief Operating Officer

Agnes Mullady President and Chief Operating Officer – Open End Fund Division

David Goldman General Counsel

Gabelli Foundation, Inc.

Officers:

Mario J. Gabelli Chairman, Trustee & Chief Investment Officer

Elisa M. Wilson President

Marc Gabelli Trustee

Matthew R. Gabelli Trustee

Michael Gabelli Trustee



GGCP, Inc.

Directors:

Mario J. Gabelli	Chief Executive Officer and Chief Investment Officer of GGCP, Inc. Chairman & Chief Executive Officer of GAMCO Investors, Inc. Executive Chairman of Associated Capital Group, Inc. Director/Trustee of all registered investment companies advised by Gabelli Funds, LLC.
Marc Gabelli	President – GGCP, Inc. Vice President – Trading G.research, LLC
Matthew R. Gabelli	One Corporate Center Rye, NY 10580
Michael Gabelli	President & COO Gabelli & Partners, LLC One Corporate Center Rye, NY 10580
Frederic V. Salerno	Chairman Former Vice Chairman and

Chief Financial  
Officer  
Verizon  
Communications

Vincent S. Tese      Executive  
Chairman – FCB  
Financial Corp

Officers:

Mario J. Gabelli      Chief Executive  
Officer and Chief  
Investment  
Officer

Marc Gabelli      President  
Special Assistant  
to CEO,

Francis J. Conroy      Secretary  
Chief Financial  
and Accounting  
Officer, Vice  
President

Silvio A. Berni      Corporate  
Development and  
Controller,  
Assistant  
Secretary

GGCP Holdings LLC

Members:

GGCP, Inc.      Manager and  
Member

Mario J. Gabelli      Member



Teton Advisors, Inc.

Directors:

Stephen G. Bondi	Chairman of the Board
Nicholas F. Galluccio	Chief Executive Officer and President
Vincent J. Amabile	Founder- Amabile Partners
John M. Tesoro, CPA	Retired Partner – KPMG LLP
Aaron J. Feingold, M.D.	President and Founder – Raritan Bay Cardiology Group

Officers:

Nicholas F. Galluccio	See above
Michael J. Mancuso	Chief Financial Officer
Tiffany Hayden	Secretary

Associated Capital Group, Inc.

Directors:

Mario J. Gabelli

Chief Executive Officer and Chief Investment Officer of GGCP, Inc.  
Chairman & Chief Executive Officer of GAMCO Investors, Inc.  
Executive Chairman of Associated Capital Group, Inc.  
Director/Trustee of all registered investment companies advised by Gabelli Funds, LLC.

Richard L. Bready

Former Chairman and Chief Executive Officer  
Nortek, Inc.  
50 Kennedy Plaza  
Providence, RI 02903

Marc Gabelli

President – GGCP, Inc.

Douglas R. Jamieson

President and Chief Executive Officer

Bruce Lisman

Former Chairman - JP Morgan – Global Equity Division

Daniel R. Lee

Chief Executive Officer  
Full House Resorts, Inc.  
4670 South Ford Apache Road, Suite 190  
Las Vegas, NV 89147

Salvatore F. Sodano

Vice Chairman – Broadridge Financial Solutions

Frederic V. Salerno

See above

Officers:

Mario J. Gabelli

Executive Chairman

Douglas R. Jamieson

President and Chief Executive Officer

Francis J. Conroy

Interim Chief Financial Officer

Kevin Handwerker

Executive Vice President, General Counsel and Secretary

David Fitzgerald

Assistant Secretary

Gabelli & Company Investment Advisers,  
Inc.

Directors:

Douglas R. Jamieson

Officers:

Douglas R. Jamieson Chief Executive Officer and President

Francis J. Conroy Chief Financial Officer

John Givissis Controller

Kevin Handwerker Secretary

David Fitzgerald Assistant Secretary

G.research, LLC

Officers:

Cornelius V. McGinity President

Maria Gigi Controller and Financial Operations Principal

Bruce N. Alpert Vice President

Douglas R. Jamieson Secretary

Kevin Handwerker Assistant Secretary

David Fitzgerald Assistant Secretary

David Goldman Assistant Secretary

Josephine D. LaFauci Chief Compliance Officer

SCHEDULE II  
 INFORMATION WITH RESPECT TO  
 TRANSACTIONS EFFECTED DURING THE PAST SIXTY DAYS OR  
 SINCE THE MOST RECENT FILING ON SCHEDULE 13D (1)

DATE	SHARES PURCHASED SOLD(-)	AVERAGE PRICE(2)
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COMMON STOCK-TRIBUNE MEDIA COMPANY

MJG ASSOCIATES, INC.

10/01/18	10,000	37.7181
9/24/18	8,000	37.9122
9/13/18	100	37.4617
9/13/18	100-	37.4618
9/13/18	500-	37.4617

GABELLI INTERNATIONAL LIMITED

10/01/18	1,000	37.7181
9/17/18	800	37.8167

GABELLI & COMPANY INVESTMENT ADVISERS, INC.

10/17/18	500-	38.6379
10/01/18	1,300	37.4617
9/20/18	1,400	37.7122
9/17/18	1,700	37.7885
8/22/18	500-	36.9455

GABELLI ASSOCIATES LTD II E

10/17/18	500-	38.6379
10/02/18	1,200-	38.3261
9/20/18	100	37.7122
8/22/18	100-	36.9455
8/21/18	500-	36.1785

GABELLI ASSOCIATES LTD

10/17/18	1,400-	38.6379
10/01/18	2,500	37.4617
9/20/18	1,400	37.7122
8/22/18	500-	36.9455
8/21/18	1,200-	36.1785
8/21/18	800-	36.1785

GABELLI ASSOCIATES FUND II

10/17/18	500-	38.6379
10/02/18	400-	38.3261
9/20/18	300	37.7122
8/22/18	200-	36.9455
8/21/18	300-	36.1785

GABELLI ASSOCIATES FUND

10/17/18	1,300-	38.6379
10/02/18	1,750-	38.3261
9/20/18	1,200	37.7122

8/22/18	400-	36.9455
8/21/18	1,100-	36.1785

## GAMCO ASSET MANAGEMENT INC.

10/18/18	10,000	38.7482
10/18/18	1,500	38.7273
10/17/18	700-	38.6379
10/17/18	1,400	38.5000
10/17/18	500	38.5196
10/17/18	1,000	38.7883
10/17/18	2,000-	*DO
10/17/18	2,000-	*DO
10/17/18	800	38.4900
10/16/18	51,900	38.1794
10/16/18	2,100	38.1786
10/16/18	6,500	38.1765
10/16/18	6,900	38.1713
10/16/18	2,900	38.1583
10/16/18	19,800	38.1476
10/16/18	400	38.1475
10/16/18	1,700	38.1850
10/16/18	500	38.1200
10/16/18	2,300	38.1173
10/16/18	1,650	38.0945
10/16/18	100-	38.1713
10/16/18	10,000	38.0751
10/16/18	800	38.0475
10/16/18	1,200	38.1900
10/16/18	1,500	38.2873
10/16/18	1,400	38.2799
10/16/18	1,700	38.2000
10/16/18	1,900	38.0845
10/16/18	500	38.2099
10/16/18	3,200	38.1262
10/16/18	100	38.1713
10/16/18	1,200	38.2153
10/15/18	8,000	37.6647
10/15/18	400	37.6000
10/15/18	5,000	37.6614
10/12/18	400	37.0658
10/12/18	1,400	37.0689
10/12/18	15,000	37.1965
10/12/18	4,000	37.1697
10/12/18	800	37.0987
10/12/18	10,400	37.0909
10/12/18	21,000	37.0851
10/12/18	8,000	37.1950
10/11/18	12,000	37.0252
10/11/18	18,000	37.0818

## Edgar Filing: TRIBUNE MEDIA CO - Form SC 13D

10/11/18	45,900	37.1452
10/11/18	4,500	37.1485
10/11/18	1,200	37.3833
10/11/18	2,400	37.3954
10/11/18	600	37.4200
10/11/18	700	37.4699
10/11/18	500	36.7700
10/10/18	200	38.3012
10/10/18	5,300	38.2312
10/10/18	2,000	38.1853
10/10/18	500	38.1214
10/10/18	12,850	38.0682
10/10/18	4,000	38.0100
10/10/18	5,000	37.9800
10/10/18	1,600	37.9799
10/10/18	700	37.9571
10/10/18	100	37.9199
10/10/18	6,500	37.8923
10/10/18	1,800	37.8813
10/10/18	5,000	37.8746
10/10/18	900	37.8200
10/10/18	56,500	37.7971
10/10/18	400	37.7250
10/10/18	2,000	37.6882
10/10/18	4,393	37.6700
10/09/18	800	38.2385
10/09/18	5,900	38.3761
10/09/18	1,400	38.3543
10/09/18	1,500	38.2400
10/09/18	6,800	38.3190
10/08/18	1,200	37.9900
10/08/18	12,000	38.0027
10/08/18	7,000	37.9702
10/08/18	1,500	38.0119
10/08/18	1,400	37.9636
10/08/18	5,300	37.9700
10/08/18	300	37.8880
10/05/18	10,500	38.2200
10/05/18	15,650	38.1529
10/05/18	400	38.0050
10/05/18	5,300	38.2973
10/05/18	7,500	38.0123
10/05/18	11,300	38.0210
10/05/18	2,000	37.9827
10/05/18	1,500	37.9835
10/05/18	800	37.9864
10/05/18	300	38.0234
10/05/18	600	37.9884
10/05/18	49,300	37.9931
10/05/18	800	37.9926
10/05/18	500	37.9901

## Edgar Filing: TRIBUNE MEDIA CO - Form SC 13D

10/05/18	300	37.9967
10/04/18	5,700	38.1705
10/04/18	14,200	38.2476
10/04/18	5,000	38.3713
10/04/18	5,000	38.1355
10/04/18	13,400	38.3195
10/04/18	500	38.2300
10/04/18	300	38.1458
10/04/18	5,000	38.1972
10/04/18	1,700	38.1500
10/04/18	2,500	38.2319
10/04/18	18,900	38.4248
10/04/18	10,000	38.1632
10/04/18	1,210	38.2000
10/03/18	12,200	38.1537
10/03/18	600	38.2150
10/03/18	1,200	38.1645
10/03/18	1,890	38.0909
10/03/18	600	38.1173
10/03/18	150	38.1200
10/03/18	4,700	38.1668
10/03/18	4,200	38.1287
10/03/18	1,200	38.1396
10/03/18	1,000	38.1404
10/03/18	8,900	38.1425
10/03/18	700	38.1426
10/03/18	500	38.1454
10/03/18	900	38.1511
10/03/18	2,500	38.1784
10/03/18	100	38.1872
10/03/18	1,100	38.1545
10/03/18	1,500	38.0884
10/03/18	65,500	38.1572
10/02/18	3,400	38.0105
10/02/18	150-	38.3261
10/01/18	600	37.8018
10/01/18	900	37.4617
10/01/18	2,000	37.7425
10/01/18	7,900	37.8539
10/01/18	20,000	37.8366
9/28/18	607	37.8700
9/27/18	1,000	37.7660
9/27/18	21,600	37.8659
9/27/18	5,000	37.9497
9/27/18	1,200	37.8496
9/27/18	4,000	37.9250
9/26/18	1,000	37.9700
9/26/18	33,110	37.8838
9/26/18	2,000	37.9898
9/26/18	19,000	37.8137
9/25/18	4,800	38.0044

## Edgar Filing: TRIBUNE MEDIA CO - Form SC 13D

9/24/18	6,100	37.8570
9/24/18	5,190	37.8000
9/24/18	200	37.9425
9/21/18	15,200	38.1108
9/20/18	20,000	37.9318
9/20/18	300	37.8365
9/20/18	500	37.7122
9/20/18	30,900	37.9264
9/20/18	2,000	37.7869
9/20/18	4,000	37.9339
9/20/18	1,500	37.8661
9/19/18	1,600	37.8206
9/19/18	1,500	37.8631
9/19/18	500	37.9140
9/19/18	600	37.9084
9/19/18	400	37.9467
9/19/18	2,000	37.8800
9/19/18	15,000	37.9364
9/19/18	4,400	37.9563
9/18/18	3,700	37.7855
9/17/18	15,000	37.8089
9/17/18	6,000	37.8170
9/14/18	1,000	37.6800
9/13/18	3,800	37.2799
9/12/18	1,300	37.0012
9/12/18	500	37.1600
9/12/18	2,500	37.1352
9/12/18	5,000	37.1600
9/11/18	1,000	37.1950
9/11/18	500	37.1660
9/11/18	12,300	37.1171
9/11/18	2,000	37.1600
9/11/18	4,000	37.1962
9/10/18	1,000	36.8180
9/10/18	400	36.6737
9/06/18	2,000	37.4583
9/06/18	1,400	37.5514
9/06/18	1,500	37.5700
9/06/18	3,000	36.8314
9/06/18	800	37.4500
9/06/18	3,600	37.3613
9/05/18	1,500	36.6300
9/05/18	2,200	36.8366
9/04/18	6,900	36.6211
9/04/18	3,500	36.5383
9/04/18	20,400	36.6786
8/31/18	8,300	36.7153
8/31/18	3,600	36.7353
8/30/18	12,800	36.6597
8/30/18	2,000	36.6332
8/30/18	34,000	36.6646



8/29/18	400	36.7453
8/29/18	1,000	36.7427
8/28/18	400	36.6600
8/28/18	700	36.6900
8/27/18	2,500-	36.4750
8/27/18	7,900	36.6556
8/24/18	600	36.9100
8/24/18	25,000	36.9914
8/24/18	14,000	37.0410
8/22/18	2,000	36.7363
8/22/18	100-	36.9455
8/22/18	5,000	36.6907
8/22/18	4,300	36.5922
8/21/18	600	36.4658
8/21/18	400	36.5684

## GABELLI FUNDS, LLC.

## GAMCO GLOBAL TELECOMMUNICATIONS FUND

9/17/18	2,000	37.8129
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## GABELLI SMALL CAP GROWTH FUND

9/26/18	8,000	38.1200
9/18/18	20,000	37.8112
9/05/18	8,000	36.8892

## GABELLI MERGER PLUS+ TRUST

8/21/18	350-	36.1785
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## GABELLI MULTIMEDIA TRUST INC.

9/27/18	2,000	37.9780
9/24/18	4,000	37.8700
8/21/18	2,000	36.3300

## GABELLI GLOBAL SMALL AND MIDCAP VALUE TRUST

10/12/18	8,000	37.1657
9/27/18	4,000	37.9400
8/22/18	3,200	36.5195

## GABELLI GO ANYWHERE TRUST

10/16/18	25,500	38.1764
10/16/18	500-	*DO

## GABELLI GLOBAL RISING INCOME AND DIVIDEND FUND

10/10/18	4,000	37.8300
9/24/18	3,000	37.9150

## GABELLI EQUITY TRUST

9/06/18	2,240	37.0450
9/05/18	6,760	37.0268

## GABELLI DIVIDEND &amp; INCOME TRUST

9/24/18	25,000	37.9594
8/22/18	25,000	36.6372

## GABELLI CONVERTIBLE AND INCOME TRUST

9/18/18	2,000	37.8112
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## GABELLI ASSET FUND

10/12/18	2,000	37.1600
10/11/18	2,000	37.5300
10/03/18	2,000	38.1500

10/01/18	15,000	37.7129
9/28/18	2,000	37.9900
9/26/18	3,000	37.9855
9/07/18	4,000	36.7900
9/07/18	7,000	36.7500
8/28/18	12,000	36.7520
<b>GABELLI CAPITAL ASSET FUND</b>		
10/08/18	1,000	37.9880
<b>GAMCO MERGER ARBITRAGE</b>		
10/17/18	3,600-	38.6379
10/01/18	200	37.4617
8/22/18	700-	36.9455
8/21/18	3,150-	36.1785
<b>GAMCO ALL CAP VALUE</b>		
10/11/18	2,000	37.0382
10/04/18	2,000	38.2060
<b>ASSOCIATED CAPITAL GROUP INC.</b>		
10/01/18	100	37.4617
9/20/18	100	37.7122
<b>MARIO J. GABELLI</b>		
9/10/18	4,000	36.4700
8/22/18	500	36.7321

(1) UNLESS OTHERWISE INDICATED, ALL TRANSACTIONS WERE EFFECTED ON THE NYSE.

(2) PRICE EXCLUDES COMMISSION.

(\*) RESULTS IN CHANGE OF DISPOSITIVE POWER AND BENEFICIAL OWNERSHIP.



JOINT FILING AGREEMENT

In accordance with Rule 13d-1(f) under the securities Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing with all other Reporting Entities (as such term is defined in the Schedule 13D referred to below) on behalf of each of them of a statement on Schedule 13D (including amendments thereto) with respect to the Common Stock of Tribune Media Company and that this Agreement be included as an Exhibit to such joint filing. This Agreement may be executed in any number of counterparts all of which taken together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned hereby execute this Agreement this October 19, 2018.

MARIO J. GABELLI  
GGCP, INC.  
MJG ASSOCIATES, INC.  
GABELLI FOUNDATION, INC.  
MJG-IV LIMITED PARTNERSHIP

By:/s/ David Goldman  
David Goldman  
Attorney-in-Fact

TETON ADVISORS, INC.  
GABELLI FUNDS, LLC

By: /s/ David Goldman  
David Goldman  
General Counsel – Teton Advisors, Inc. & Gabelli Funds, LLC

GAMCO INVESTORS, INC.

By:/s/ Kevin Handwerker  
Kevin Handwerker  
General Counsel & Secretary – GAMCO Investors, Inc.

ASSOCIATED CAPITAL GROUP, INC.  
GAMCO ASSET MANAGEMENT INC.  
GABELLI & COMPANY INVESTMENT ADVISERS, INC.  
G.RESEARCH, INC.

By:/s/ Douglas R. Jamieson  
Douglas R. Jamieson  
President & Chief Executive Officer – Associated Capital Group,  
Inc.  
President – GAMCO Asset Management Inc.

Vice President – Gabelli & Company Investment Advisers, Inc.  
Secretary – G.research, Inc.