

State of Connecticut



DENISE L. NAPPIER
TREASURER

June 6, 2013

Board of Directors
Tribune Company
435 North Michigan Avenue
Chicago, IL 60611

Re: Sale of Tribune Company

Gentlemen:

As the principal fiduciary of the \$26.3 billion Connecticut Retirement Plans and Trust Funds, a shareholder of the Tribune Company, a client of Oaktree Capital and Treasurer of the state that is home to the oldest continuously published newspaper in the United States, *The Hartford Courant*, I write to you concerning the proposed sale of the Tribune Company and/or its newspapers.

The potential sale of Tribune Company newspapers has raised concerns across a broad spectrum of interest groups, although it remains unclear at this point whether the Board of Directors is considering a sale or other options with respect to the company. I am keenly interested in developments on this issue because of concerns over the fate of *The Hartford Courant*. Newspapers play a particularly vital role in our nation's civic culture by keeping citizens informed, illuminating issues of broad impact, and celebrating our civic heroes. A robust and independent press is of vital interest to us all, so it is understandable that investors, employees and members of the public seek to ensure that "the Fourth Estate" is free from undue influence. Indeed, Tribune Company's own values recognize the "obligation to serve the public interest, need and convenience seriously."¹

Given the widespread interest in the potential sale, I urge the Board to develop a transparent process for evaluating the strategic options available to the company. "Secrets make you lonely, and keeping them shows very poor judgment."² Any such process can and should honor the company's prestigious history by considering the long-term sustainability of its newspapers.

¹ Tribune Company Values, http://corporate.tribune.com/pressroom/?page_id=2326.

² *Id.*

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In today's global economy, the implications of environmental, social and governance factors are essential elements of standard business and investment due diligence. The Board's process can and should reflect the environment in which it conducts business, recognize the needs of the society it serves, and maintain the highest level of governance best practices.

As an institutional investor, I understand the importance of the bottom line, and have adopted the position that our investment partners and portfolio companies ought not to focus on short-term results at the expense of long-term performance. Of equal importance is the need for businesses to be responsive to its stakeholders and, in this case, its customer base. Accordingly, I hope the fate of the Tribune Company will be handled in a manner consistent with the principle that value creation and sustainability are not on opposite ends of the investment spectrum but, rather, go hand-in-glove with a smart and forward-looking business strategy.

Sincerely,

A handwritten signature in blue ink, appearing to read "Denise L. Nappier". The signature is fluid and cursive, with a large initial "D" and "N".

Denise L. Nappier
State Treasurer