

# **DallasNews Corporation Savings Plan**

## **Summary Plan Description**

**January 1, 2022**

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# Introduction

Today more than ever, you need to prepare for retirement with a sound financial plan.

Saving for retirement is something you want to do, yet other expenses often seem to take priority. Saving gets put off, while retirement keeps getting closer. But what can you do easily today that may offer financial security tomorrow?

The DallasNews Corporation Savings Plan (the “Savings Plan”) is a voluntary 401(k) plan, which allows you to postpone paying taxes on a percentage of your pay while you save it for the future.

- **The Savings Plan is convenient.** Your contributions are automatically deducted from your paychecks and deposited into your account each payroll period.
- **The Savings Plan is adaptable.** You may save up to 100% of your pay (less required withholdings and subject to Internal Revenue Code limitations), adjusting the amount if your financial situation changes.
- **The Savings Plan offers significant tax advantages.** Depending on how you elect to make contributions to the Savings Plan, the money you put aside may not be taxed until it’s withdrawn, so you may pay less Federal income tax each year you contribute on a pre-tax basis.
- **The Savings Plan offers tax-deferred growth through investment in a selection of funds.** What’s more, DallasNews Corporation may match a portion of your contributions, and even if you do not choose to save under the Savings Plan, you may still be eligible for an allocation of any DallasNews Corporation discretionary profit sharing contributions.
- **The Savings Plan also permits you to contribute your compensation on an after-tax basis as a Roth contribution.** All employees are eligible to contribute to the Roth account on the Savings Plan regardless of their income level. Roth account contributions accumulate and have special tax benefits which are explained later. The earnings on a Roth account may be tax-free if you contribute to the Roth account and leave your Roth contributions in the Savings Plan for at least 5 years and you satisfy certain other tax rules.
- **The Savings Plan is, quite simply, one of the easiest and most effective ways to prepare for retirement.** And since the future will be here sooner than you think, the Savings Plan can help you get ready to enjoy it.

## Legal Considerations

The Savings Plan is sponsored by DallasNews Corporation (referred to in this summary plan description as “DallasNews Corporation” or the “Company”). The Savings Plan was established effective as of February 5, 2008, when account balances under the Belo Savings Plan were transferred to the Savings Plan for initial participants.

The following summary describes how the Savings Plan can be part of your financial future. Although it's based on various legal documents, it's designed to be easy to read. However, if any Savings Plan provisions are unclear or misstated in this summary, the official Savings Plan documents will govern. This summary plan description summarizes provisions of the Savings Plan in effect as of January 1, 2022. If you terminated employment prior to this date, different provisions may apply.

DallasNews Corporation intends to continue the Savings Plan but has no legal or contractual obligation to do so. DallasNews Corporation reserves the right to change, amend, or terminate the Savings Plan (in whole or in part) at any time through action of the Board of Directors or the Compensation Committee of the Board. This means that contribution levels, employer contributions, and other aspects of the Savings Plan may be revised or terminated solely at the discretion of the Company. However, you will be notified if the Savings Plan is terminated or amended in any way that has a significant effect on your benefits.

**You should rely only on the information contained in this document or in other documents that DallasNews Corporation has provided to you. DallasNews Corporation has not authorized anyone to provide you with any differing information.**

Please note that participation in the Savings Plan is not a guarantee of continued employment. Remember, too, that no employee of DallasNews Corporation or any other DallasNews Corporation company is authorized to advise you on how participation in the Savings Plan will affect your personal tax situation. Tax laws are complicated and change frequently, so consult a tax advisor if you have questions.

The Savings Plan is subject to the Employee Retirement Income Security Act of 1974 ("ERISA"). Under ERISA, you have certain legal rights that are described at the end of this summary.

Collective bargaining agreements and personal service contracts may restrict eligibility and may exclude or modify some provisions of the Savings Plan. If applicable to you, you should refer to your agreement or contract for the rules that pertain to your participation.

## **PTS Plan**

Effective July 1, 2013, the DallasNews Corporation Pension Transition Supplement Plan (the "PTS Plan") was merged with and into the Savings Plan. If you had an account balance in the PTS Plan on July 1, 2013, that balance was transferred to the Savings Plan and a new subaccount was established in the Savings Plan to maintain the portion of your account attributable to the PTS Plan.

## **If You Have Questions**

If you have any questions after reading this summary, contact DallasNews Corporation Benefits at (214) 977-5911 or toll-free at (877) 235-6242.

# Contacting Fidelity

Fidelity Management Trust Company (“Fidelity”) is the trustee and record-keeper for the Savings Plan. Throughout this summary plan description, you will be directed to contact Fidelity in order to enroll in the Savings Plan, choose investment funds for your Savings Plan contributions and make other decisions concerning your Savings Plan benefit. Fidelity may be contacted at (800) 835-5098 between 7:30 a.m. and 11:00 p.m. Central Time on any business day. To speak to a Spanish-speaking representative, call (800) 587-5282. You may be asked to provide the plan number for the Savings Plan (75462), and you will need to provide a Personal Identification Number (PIN). You may establish your PIN by calling Fidelity.

You may also make changes or access your account information through Fidelity’s website on the Internet. The Internet address is [www.401k.com](http://www.401k.com). You will then need to click on “Net Benefits access” after which you will need to provide a username and a PIN. (Note that certain Internet browsers and some companies’ firewalls may limit Internet access).

## Participation in the Savings Plan

### Eligibility: Pre-tax and After-Tax Contributions

You are eligible to contribute a portion of your pre-tax pay to the Savings Plan as soon as you become an employee of a DallasNews Corporation company that participates in the Plan, referred to in this summary as a “Participating Company.” Your pre-tax contributions are deducted from your pay each pay period before income tax withholding is calculated on the amount of pay you earned less your 401(k) contributions. You still pay your share of your FICA or Social Security taxes on your 401(k) contributions, but not any Federal income taxes.

You are also eligible to contribute a portion of your pay on an after-tax basis to the Savings Plan as soon as you become an employee of a Participating Company. Your after-tax contributions (“Roth” contributions) will be deducted from your pay each pay period after your share of your FICA or Social Security taxes and Federal income taxes are deducted from your pay. Your pre-tax elective deferrals are subject to FICA or Social Security tax deductions. Because the Roth contributions are paid to the Savings Plan after your taxes are deducted via withholding, the amount deposited in your Savings Plan account will be less than the total amount withheld from your paycheck. See the example below which assumes a 25% federal income tax rate:

	<u>Pre-Tax Contribution</u>	<u>Roth Contribution</u>
Payroll Deduction	\$100.00	\$100.00
Federal Income Tax (25%)	<u>\$0.00</u>	<u>\$25.00</u>
Net Deposit in Your Savings Plan Account	\$100.00	\$75.00

FICA Taxes are the same for either type of contribution so they are not shown.

There is no age or service requirement before you can elect to make contributions to the Savings Plan. Your contributions will be deducted from your pay as soon as practicable after you enroll in the Savings Plan.

If you do not make a contribution election, you will be automatically enrolled in the Savings Plan. See “Your Contributions” and “Automatic Enrollment” for more information.

## **Eligibility: DallasNews Corporation Contributions**

***Matching Contributions.*** DallasNews Corporation shall make matching to the Savings Plan.

You are eligible for DallasNews Corporation matching contributions as of the first payroll period beginning on or after the date on which you complete an hour of service or as soon as practicable following that date.

If you remain employed as of the last day of each plan year, you will be eligible to receive a true-up matching contribution if your yearly matching contributions under the Savings Plan are less than 1.5% of your compensation and you deferred 1.5% of your compensation to the Savings Plan calculated on an annual basis.

***Discretionary Profit Sharing Contributions.*** DallasNews Corporation may make discretionary profit sharing contributions to the Savings Plan. The decision to make such discretionary profit sharing contributions and the amount of any such contributions will be determined by DallasNews Corporation from year to year.

You are eligible for discretionary DallasNews Corporation profit sharing contributions under the Savings Plan if you:

- have completed a year of service for eligibility purposes; and
- are employed by a Participating Company.

***Year of Service for Eligibility.*** A “year of service” for purposes of your eligibility for discretionary profit sharing DallasNews Corporation contributions is generally earned on the anniversary of your date of hire and includes any period of absence that is less than 12 months.

## **Excluded Individuals and Other Requirements**

Even though you may have satisfied the service requirement for matching and discretionary profit sharing contributions, other conditions will apply. See “Contributions to Your Account – DallasNews Corporation Contributions” for more information.

You are **not** eligible to participate in the Savings Plan if you are:

- covered by a collective bargaining agreement that does not provide for your participation;
- a nonresident alien who has no U.S. source of income;
- on an unpaid leave of absence;
- classified by DallasNews Corporation as an independent contractor;

- a leased employee, or an employee who works for an entity that provides personnel to DallasNews Corporation or its subsidiaries; or
- employed by a DallasNews Corporation company that does not participate in the Savings Plan.

If you are on a military leave of absence at the time you would otherwise be eligible to participate in the Savings Plan, you will not become a participant until you return to employment with a Participating Company during the period in which your reemployment rights are guaranteed.

If you leave employment with DallasNews Corporation and all other Participating Companies and return later, your eligibility date for DallasNews Corporation contributions may differ. For more information, refer to “Breaks In Service.”

## **Participating Companies as of January 1, 2022**

DallasNews Corporation  
 DallasNews Corporation Management Services, Inc.  
 Al Dia, Inc.  
 The Dallas Morning News, Inc.  
 Distribion, Inc.  
 Vertical Nerve, Inc.  
 CDFX, LLC  
 Your Speakeasy, LLC

## **Other DallasNews Corporation Companies**

If you are employed by a DallasNews Corporation company that is not a Participating Company, you will not be eligible to participate in the Savings Plan. However, your employment with such a DallasNews Corporation company may be taken into account in determining your eligibility to participate in the Savings Plan should you transfer employment to a Participating Company. When used in this summary, a DallasNews Corporation company means DallasNews Corporation and any other entity that is at least 80% owned (directly or indirectly) by DallasNews Corporation.

You received credit for service earned under the Belo Savings Plan if, immediately prior to February 8, 2008, you were employed by Belo Corp. or a Belo Corp. subsidiary and either (i) you were employed by DallasNews Corporation or a DallasNews Corporation company on February 8, 2008, or (ii) you transferred employment directly to DallasNews Corporation or a DallasNews Corporation company directly from Belo Corp. or one of its subsidiaries without any intervening employment by an unrelated employer.

## **Enrollment**

The first step toward contributing savings to your account in the Savings Plan is enrolling. When you are first hired, Fidelity will reach out with information regarding how to enroll. If you then want to make contributions, contact Fidelity at (800) 835-5098 or online at [www.401k.com](http://www.401k.com).

If you do not make a contribution election, you will be automatically enrolled in the Savings Plan with a 3% pre-tax contribution that will be deducted from your pay. See “Your Contributions” and “Automatic Enrollment” for more information.

## **Naming a Beneficiary**

When you become a participant in the Savings Plan, you will name a beneficiary – someone who will receive your vested account balance in the event of your death. You may name a beneficiary by contacting Fidelity at (800) 835-5098 or online at [www.401k.com](http://www.401k.com).

You may name anyone as your beneficiary. However, if you are married and you name someone other than (or in addition to) your spouse, your spouse must consent by signing the beneficiary designation form in the presence of a notary public, and the completed, signed form must be returned to Fidelity. Effective September 16, 2013, for purposes of Federal law (which applies to the Savings Plan), the term “spouse” includes a person of the same sex if the individuals are lawfully married under state law, and the term “marriage” includes such a marriage between individuals of the same sex.

If you marry (or remarry) after naming a beneficiary, your prior beneficiary designation will no longer be effective, as your spouse at the time of your death will automatically be the sole beneficiary of your Savings Plan benefit, unless your spouse provides a written notarized consent to your naming another person as beneficiary in place of, or in addition to, your spouse on the plan’s beneficiary designation form.

Make sure you review your Savings Plan beneficiary designation online at [www.401k.com](http://www.401k.com) if you have a change in your personal situation (such as marriage, divorce, death of a beneficiary, or other family change etc.) and make any changes by filing a new beneficiary designation form.

You can change your beneficiary at any time by contacting Fidelity at (800) 835-5098 or online at [www.401k.com](http://www.401k.com). Again, if you are married and the primary beneficiary is to be someone other than your spouse, your spouse must provide notarized written consent to the change on the plan’s beneficiary designation form.

In the event of your death, the full balance of your account (less any outstanding loan balances) will be paid to your beneficiary (or beneficiaries). If you haven’t named a beneficiary (or if your beneficiary dies before you), your vested account balance will be distributed in the following order:

- to your spouse, or, if none,
- to your children in equal shares, or, if none,
- to your parents, or, if none,
- to your estate.



If you die before receiving your account balance and your spouse is your beneficiary, he or she may postpone payments until as late as the date you would have reached age 72. If your beneficiary is not your spouse, your beneficiary generally must receive distribution within five years following your death. See “Payments From the Savings Plan.”

## **Breaks in Service**

If you leave a DallasNews Corporation company and return later, you may be eligible for DallasNews Corporation discretionary profit sharing contributions under the Savings Plan sooner than a new employee. Your eligibility for these discretionary profit sharing contributions will depend on whether you:

- were eligible for such contributions before you left; and
- have one or more “break in service years.”

You will have a “break in service year” if you are absent from employment with all DallasNews Corporation companies for 12 consecutive months or more.

## **If You Were Eligible for Discretionary Profit Sharing Contributions**

Once you satisfy the Savings Plan’s eligibility requirements for discretionary profit sharing contributions, you will again be eligible for any such contributions immediately upon rehire by a Participating Company, unless you are excluded from participation (see the description of employees not eligible to participate in the “Participation in the Savings Plan” section).

## **If You Were Not Eligible for Discretionary Profit Sharing Contributions**

If you terminated employment before satisfying the Savings Plan’s eligibility requirements for discretionary profit sharing contributions, your eligibility for any such contributions after rehire will depend on how long you were absent from employment.

If you terminate employment and are reemployed before incurring an absence of 12 months, you will be eligible for discretionary profit sharing contributions on your date of rehire, or on the first anniversary of your original date of hire, if later.

If you terminate employment and are reemployed after an absence of 12 months, you will be considered a new employee. You will become eligible for discretionary profit sharing contributions on the first anniversary of your date of reemployment (assuming that you remain employed until such date).

These eligibility rules for matching contributions and discretionary profit sharing contributions are illustrated by the following examples:

***Example 1:***

***Reemployed after an absence of 12 months***

Date of hire	8/1/2021
Date of termination	1/15/2022
Date of rehire	2/1/2023
Eligibility for matching contributions	2/1/2023
Eligible for discretionary company contributions	2/1/2024

***Example 2:***

***Reemployed before an absence of 12 months***

Date of hire	8/1/2022
Date of termination	1/15/2023
Date of rehire	7/1/2023
Eligibility for matching contributions	7/1/2023
Eligible for discretionary company contributions	8/1/2023

## **Military Service**

No pre-tax, Roth, matching or discretionary profit sharing contributions will be made to your Savings Plan account while you are on an unpaid military leave of absence. If you are on a military leave of absence and you continue to be paid by a Participating Company, contributions to your account may continue.

If you are a participant in the Savings Plan and you are on military leave with the armed forces of the United States, and you return to employment with a DallasNews Corporation company after your leave and within the period in which your reemployment rights are guaranteed by law:

- you will not be treated as having a break in service during your military leave;
- your period of military service will be treated as employment with a DallasNews Corporation company for purposes of eligibility and vesting under the Savings Plan;
- you will be treated as if you received compensation during your period of military service based on your rate of pay prior to your leave (if this amount is not reasonably certain, you will be treated as if you received compensation based on your average compensation during the 12-month (or shorter) period of your employment prior to your leave);
- if you were eligible for profit sharing contributions when you began your leave of absence and DallasNews Corporation makes discretionary profit sharing contributions to the Savings Plan during your leave, you will be allocated makeup discretionary profit sharing contributions for your period of military service to the extent that the amount described in the preceding paragraph exceeds the compensation actually paid to you by a Participating Company during your leave; and

- you will be eligible to make additional (makeup) pre-tax and/or Roth contributions for your period of military service, and you will be allocated matching contributions on your makeup pre-tax and/or Roth contributions, if any, to the same extent that you would have received such matching contributions if you had remained a DallasNews Corporation employee (after taking into account any pre-tax, Roth and matching contributions made during your leave).

These additional pre-tax and/or Roth contributions may be made during the period beginning on your date of reemployment and ending five years (or three times the length of your military service, if less) thereafter. Makeup pre-tax, Roth and matching contributions will be subject to any limitations that were in effect during your period of absence.

You may elect to suspend the repayment of a loan from the Savings Plan during your leave, or you may elect to continue making repayments.

If you do not return to employment with a DallasNews Corporation company following your military leave of absence within the period in which your reemployment rights are guaranteed by law, you will not be entitled to any makeup contributions under the Savings Plan.

## **Contributions to Your Account**

You can contribute up to 100% of your pre-tax pay, subject to Internal Revenue Code limitations. You may also elect to contribute up to 100% of your pay (after deduction of applicable taxes) as Roth contributions or elect to make a combination of pre-tax and Roth contributions. The total amount you contribute of pre-tax and Roth contributions is subject to the tax law limitations in the Internal Revenue Code. If you meet the eligibility requirements under the Savings Plan, DallasNews Corporation shall match a portion of your contribution through a matching contribution. You may also be eligible for a discretionary profit sharing contribution from DallasNews Corporation. All contributions to the Savings Plan are credited to an account maintained under the Savings Plan in your name.

If the terms and conditions of your employment are covered by a collective bargaining agreement, that agreement may specify terms affecting your participation and/or DallasNews Corporation's contributions that are different than those described in this summary.

## **Internal Revenue Code Limits**

Federal law limits the amount of contributions that you and DallasNews Corporation can make annually to all qualified defined contribution plans. (These limits do not apply to catch-up contributions or rollover contributions.) The contribution limit is \$20,500 for 2022. There is also an annual limit on the amount of compensation that can be taken into account for Savings Plan purposes, which is \$305,000 in 2022. The total amount that can be contributed on your behalf as employee and employer contributions under the Savings Plan and any other qualified defined contribution plans maintained by DallasNews Corporation or any DallasNews Corporation company is limited to the lesser of \$61,000 for 2022 or 100% of your annual pay. Each of these limits may be adjusted for years after 2022. If you reach age 50 or older and you have contributed the full \$20,500 (or the then current limit) contribution limit for the plan year, you may contribute

an additional \$6,500 as a catch-up contribution in the 2022 plan year. See below at page 12, “Catch-Up Contributions” for additional information.

Other Internal Revenue Code limitations, which are designed to assure that the Savings Plan does not discriminate in favor of highly compensated employees, may apply to your contributions or any DallasNews Corporation matching contributions. You will be notified if you are affected by any of these other limitations.

## **Your Contributions**

You can enroll in the Savings Plan by contacting Fidelity at (800) 835-5098 or online at [www.401k.com](http://www.401k.com). When you enroll in the Savings Plan, you decide how much you want to contribute to your account. You may contribute up to 100% of your eligible pre-tax pay or your eligible after-tax pay as Roth contributions, or a combination of pre-tax and Roth contributions (subject to Internal Revenue Code limitations). To the extent that your net pay (after reflecting your contribution election) is insufficient to cover amounts required to be withheld by DallasNews Corporation for tax withholding or for any other purpose (such as any other deductions you have elected), your contributions to the Savings Plan will be reduced to allow for these withholdings.

For purposes of the Savings Plan, your “pay” means your base pay, overtime, shift differential, premium pay, bonuses and commissions paid to you by a Participating Company, but excluding any awards paid (whether paid in cash or stock) under the DallasNews Corporation 2017 Incentive Plan, DallasNews Corporation 2008 Incentive Plan, the Belo 2004 Executive Compensation Plan or any other long term incentive compensation plan, other than annual incentive compensation awards. Your pay includes your contributions to the Savings Plan and any pre-tax dollars you use to pay for other Company benefits. Any reimbursements or expense allowances, severance benefits, fringe benefits, moving expenses or other forms of compensation are excluded.

If your contributions to the Savings Plan are made with pre-tax dollars, your taxable income is reduced, and you may pay less Federal income tax. For information about tax savings, refer to the “Advantages Of Pre-tax Contributions” section.

Although the use of pre-tax dollars lowers the income used to calculate your income tax, it does not lower the income used to calculate other DallasNews Corporation benefits, such as life insurance benefits for which you may be eligible.

If your contributions to the Savings Plan are Roth contributions (after-tax), your income is not lowered on your W-2 for income tax purposes or for purposes of calculating your Social Security taxes. Your federal income taxes will not be lowered currently by a Roth contribution, but you may be able to receive the earnings on your Roth contributions tax-free if you qualify.

## **Automatic Enrollment**

If you do not make a contribution election – either to contribute a percent of your eligible pay or to make no contributions to the Savings Plan – you will be automatically enrolled in the Savings Plan at a pre-tax contribution rate of 3% of your eligible pay. Automatic enrollment will be effective with the first payroll period that occurs approximately 60 days after your date of hire.

If you are automatically enrolled in pre-tax contributions, your contribution will be automatically increased each year on April 1 by 1% until it reaches 6%.

Fidelity will notify you of the automatic enrollment procedures shortly after you become an employee. If you do not want to be automatically enrolled in the Savings Plan, you may contact Fidelity at (800) 835-5098 or online at [www.401k.com](http://www.401k.com) and make a different contribution election or elect to make no contributions to the Savings Plan. You may make these elections at any time, but if you do not make an election before your automatic enrollment date, pre-tax contributions will be withheld from your eligible pay at the automatic 3% contribution rate. Once contributions are withheld, they may not be returned to you until a payment event occurs. See “Payments from the Savings Plan” for more information.

If you are automatically enrolled in the Savings Plan and do not make any contribution changes after your automatic enrollment, your pre-tax contributions will automatically increase by 1% of your eligible pay each year until your pre-tax contributions reach 6% of your eligible pay, at which point the automatic increases will stop. These automatic increases to your pre-tax contribution percentage will be effective as of the first payroll period following April 1 of each year, unless you have been employed for less than six months as of that date. Your automatic contribution will only be for pre-tax contributions, and you must make a Roth contribution election if you want amounts contributed on a post-tax basis. You may change your contribution elections or modify future automatic increases by contacting Fidelity. See “Changes in Your Contributions” for more information.

Automatic enrollment does not apply if you terminate employment with DallasNews Corporation or a DallasNews Corporation company before you complete 60 days of employment and before making a pre-tax contribution election. If you terminate employment and are rehired, you must make a new contribution election if you do not meet the requirements above to cause the automatic contribution to restart.

## **Changes in Your Contributions**

Since your contribution is based on a percentage of your pay, the amount will change automatically when there’s a change in your eligible pay.

Sometimes, however, you may want to change the amount voluntarily. You can increase or decrease your contributions or Roth contributions by contacting Fidelity at (800) 835-5098 or online at [www.401k.com](http://www.401k.com). You can completely stop your contributions to the Savings Plan in the same way. Your changes will be made as soon as practicable. You may resume contributing to the Savings Plan at any time by contacting Fidelity.

You can also participate in the annual increase program. Under this program, you can elect to have your pretax contributions or Roth contributions automatically increase each year by 1% to 10% of your eligible pay in whole percentages. You can also choose when during the year you want your contributions to increase. For more information about this program, contact Fidelity at (800) 835-5098 or online at [www.401k.com](http://www.401k.com).

## DallasNews Corporation Contributions

If you satisfy the eligibility requirements for employer contributions, DallasNews Corporation may increase your savings by matching a portion of your contributions to the Savings Plan. In addition, DallasNews Corporation may make discretionary profit sharing contributions to the Savings Plan. DallasNews Corporation matching and discretionary profit sharing contributions are subject to certain vesting rules. See “Vesting” for more information.

***Matching Contributions.*** DallasNews Corporation will make a matching contribution for each payroll period in an amount equal to 100% of an eligible participant’s compensation deferred as pre-tax contributions to the Savings Plan, up to 1.5% of the participant’s compensation for the payroll period. Matching contributions under this formula will be made through the last pay date of the 2022 plan year.

DallasNews Corporation will calculate and make the matching contribution on a periodic basis during the year and also make a "true-up contribution" if applicable on an annual basis after the end of each plan year if you are employed on the last day of the plan year. This means that DallasNews Corporation will make periodic matching contributions during each plan year in an amount equal to 100% of an eligible participant’s compensation deferred as pre-tax and/or Roth contributions to the Savings Plan. If your compensation or your deferral rate varied during the plan year, DallasNews Corporation will calculate your matching contribution at the end of each plan year on the basis of your annual contributions and your annual compensation and if you contributed 1.5% of your annual compensation, then a true-up contribution will bring your match, if necessary, up to 1.5% of your annual compensation, or, if lesser, the amount of your annual contribution. Matching contributions under this true-up will be made as soon as practicable after the end of the plan year.

A participant will be eligible to receive matching contributions to the Savings Plan as soon as they begin contributing to the Savings Plan in either pre-tax or Roth contributions. Additionally, a participant will be eligible to receive a true-up matching contribution if he remains employed as of the last day of each plan year and his cumulative yearly matching contributions are less than 1.5% of his annual compensation and he deferred 1.5% of his annual compensation to the Savings Plan.

***Discretionary Profit Sharing Contributions.*** DallasNews Corporation may also choose to make a discretionary profit sharing contribution to the Savings Plan for a plan year. Whether to make such a discretionary profit sharing contribution, and the amount of any such contribution, will be determined by the Compensation Committee of the Board. If you satisfy the Savings Plan’s eligibility requirements for discretionary profit sharing contributions, you will be eligible to receive an allocation of any such discretionary profit sharing contribution, even if you have elected not to make any contributions of your pay.

***Timing of DallasNews Corporation Contributions.*** Generally, matching contributions are made to your account as soon as practicable after each payroll period. If you are employed on the last day of the plan year, true-up matching contributions will be made to your account as soon as practicable after the end of the plan year. DallasNews Corporation discretionary profit sharing contributions, if any, will generally be made as soon as practicable following the end of each plan year, but the timing of these contributions can vary.

## Rollover Contributions

If you have an account from a previous employer's eligible plan, you can roll that money into the Savings Plan if:

- you have requested a direct rollover from the previous eligible plan, including Roth contributions; or
- you have rolled distributed funds into a special "conduit" IRA, which is a holding place for money that is eligible for rollover into the Savings Plan.

An eligible plan includes a tax-qualified retirement plan, a 403(a) qualified annuity plan, a 403(b) annuity contract or an eligible governmental 457(b) plan. Roth IRAs may not be rolled over to the Savings Plan. A Roth 401(k) plan account can be rolled over into the Savings Plan.

These rules may also apply if you received the funds from a qualified plan due to a Qualified Domestic Relations Order ("QDRO") as the result of a divorce.

You can make a rollover contribution to the Savings Plan as soon as you are employed by a Participating Company. Contact Fidelity at (800) 835-5098 or online at [www.401k.com](http://www.401k.com) for the form needed to make a rollover contribution.

## Catch-Up Contributions

If you will be age 50 or older on the last day of the calendar year and are making the maximum IRS pre-tax and/or Roth contributions (\$20,500 in 2022), you may make an additional pre-tax and/or Roth catch-up contribution. The maximum catch-up contribution for 2022 is \$6,500, for a total allowable contribution of \$27,000 for 2022. Any DallasNews Corporation matching contributions will be based on your total contributions (including catch-up contributions).

You are responsible for managing your contribution amounts to the Savings Plan. If you want to take full advantage of the catch-up opportunity and are eligible to do so, you will need to determine what percentage of your pay you should contribute to reach the maximum contribution level (including catch-up contributions) for each year. For 2022, the combined maximum deferral limit is \$27,000.

After 2022, the catch-up contribution and deferral limits may be adjusted for increases in the cost of living in \$500 increments.

### **Do you want to pick a contribution percentage that will maximize your benefit under the Savings Plan?**

As a general rule of thumb: determine the amount of eligible pay you wish to contribute to the Savings Plan during the year. Next, divide that amount by the amount of eligible pay you estimate you will receive during the year. (Eligible pay is limited to an annual maximum of \$305,000 in 2022.)

For example:

Total contributions: \$20,500

Estimated pay: \$75,000

$\$20,500/\$75,000 = 0.27.333$  or 27.333%

In the example provided above, if your pay is \$75,000 and you contribute 27.333% of your eligible pay to the Savings Plan during each pay period in the year, you will contribute the maximum amount of contributions (disregarding catch-up contributions, which are permitted for participants age 50 or older by the end of the calendar year). Fidelity has online resources available to help you calculate the contribution percentage that will maximize your benefit under the Savings Plan.

Take time now to see how much more you can save using the calculators and electronic worksheets available at [www.401k.com](http://www.401k.com). You may also want to visit the Fidelity e-Learning Workshops – online resources designed to help you learn about saving and planning for retirement. You'll find the calculators, electronic worksheets, and e-Learning Workshops by going to NetBenefits at [www.401k.com](http://www.401k.com) and by clicking first on Library.



# Advantages of Pre-tax Contributions

Normally, when you save money, you've already paid taxes on it. However, with the Savings Plan, you may save pre-tax money.<sup>1</sup> You may also save with post-tax money in the form of Roth contributions, or you may save in part using pre-tax and in part using Roth contributions. Your pre-tax contributions are subtracted from your taxable income before your income taxes are calculated, so your Federal income taxes (and in most cases, state income taxes, if applicable) are reduced. As a result, your take-home pay may not be much lower than before you started saving.

Your pre-tax contributions to your account will be tax-deferred. As long as your pre-tax contributions stay in the Savings Plan, you will not have to pay income taxes on your savings, DallasNews Corporation contributions, or investment earnings. When you receive payment from the Savings Plan, you will pay income taxes on the amount you receive other than amounts from Roth contributions.

You can make both pre-tax and after-tax (Roth) contributions to the Savings Plan. If you make Roth contributions to the Savings Plan, your spendable pay and the amount added to your Savings Plan account will be lower because you will pay income taxes on your savings before they are contributed to the Savings Plan, but you will not have to pay current income taxes on your DallasNews Corporation contributions and may have to pay income taxes on your investment earnings on your Roth contributions if you withdraw them prior to age 59 and ½ or before you have participated in the Roth contributions for five years. When you receive payment from the Savings Plan, you will pay income taxes on any DallasNews Corporation contributions, your pre-tax contributions and investment earnings. When you receive a payment of your Roth contributions from the Savings Plan, you will not pay tax on the payment of your contributions and you may not pay tax on earnings on your Roth contributions if you are age 59 ½ or older and participated in the Roth account in the Savings Plan for five (5) or more calendar years.

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<sup>1</sup> *You still pay Social Security taxes on your pre-tax contributions.*

## Pre-tax Savings vs. After-Tax Savings (outside of the Savings Plan or in a Roth contribution)

Here's what happens when you save either before or after Federal income taxes. Suppose you earn \$45,000 a year, are married, have two dependent children, and file a joint Federal income tax return. You plan to save 7% of your pay a year, or \$3,150. The following chart assumes that your effective combined Federal income and Social Security tax rate is 12% and shows how saving pre-tax dollars compares with saving after-tax dollars.

The difference between saving after-tax dollars in a savings account outside the plan as opposed to a Roth account is that the funds in the Roth account are subject to the Savings Plan's rules on when funds can be distributed or withdrawn and if you qualify for a qualified Roth distribution in "Payments from the Savings Plan" in the subsection "Roth Contribution Account" the earnings on the Roth contribution account can in certain circumstances be tax-free to you.

	<b>Pretax Contributions in the Savings Plan</b>	<b>After-Tax Dollars in a Regular Savings Account</b>	<b>Roth Contribution in the Savings Plan</b>
Annual Pay	\$45,000	\$45,000	\$45,000
Before-Tax Contributions	<u>\$ (3,150)</u>	<u>\$ 0</u>	<u>\$ 0</u>
<b>Taxable Pay</b>	\$41,850	\$45,000	\$45,000
Federal Income and Social Security Taxes	<u>\$(5,022)</u>	<u>\$(5,400)</u>	<u>\$(5,400)</u>
<b>After-Tax Income</b>	\$36,828	\$39,600	\$39,600
<b>Increase in Spendable Pay</b>	<b>\$378</b>	<b>\$0</b>	<b>\$0</b>

<b><u>Savings Comparison</u></b>	<b><u>Pre-Tax Savings Plan Contribution</u></b>	<b><u>Post-Tax Savings Account</u></b>	<b><u>Roth Account in Savings Plan</u></b>
Savings	\$3,150	\$3,150	\$3,150
Less 12% Federal Income Tax Withheld or Paid on Post-Tax Savings	<u>\$0</u>	<u>\$(378)</u>	<u>\$(378)</u>
Net Deposit in Savings	\$3,150	\$2,772	\$2,772

<b><u>Savings Comparison</u></b>	<b><u>Pre-Tax Savings Plan Contribution</u></b>	<b><u>Post-Tax Savings Account</u></b>	<b><u>Roth Account in Savings Plan</u></b>
Subject to Taxation when Withdrawn Early Before Age 59 ½	Yes	No	No for Contribution and Yes for Earnings
Earnings Subject to Tax	Yes, at distribution	Yes, as earned each Year	Not if 5 Years of participation and distributed after age 59 ½
Eligible for matching contribution	Yes	No	Yes

In this example, you save \$3,150 of current pre-tax, but your after-tax savings consider the taxes paid on the \$3,150 to result in net after-tax dollars saved of \$2,772. By using pre-tax dollars, however, your current spendable income increases by \$378 over the amount of spendable income you would have with after-tax savings. This amount is your “tax savings.” (However, your Roth contribution may result in excluding earnings on such contributions if your distribution from the Savings Plan occurs after you attain 59 ½ years and otherwise qualify.) Matching contributions made by DallasNews Corporation makes saving through the Savings Plan even more attractive, whether you use pre-tax or after-tax dollars.

This simplified illustration does not reflect any tax credits that may be available. Savings on current taxes will depend on your tax bracket and the tax rates that apply in the year your compensation is earned.

## Your Investment Choices

Here’s another way your savings grow – through investments. You decide how your account is invested. When you become a Savings Plan participant, your contributions will be invested in one or more of the investment funds that the Savings Plan offers. The DallasNews Corporation 401(k) Investment Committee (the “Investment Committee”) has the authority to establish investment funds (other than the DallasNews Corporation Stock Fund, which is closed to new investment) and to add or remove investment funds from time to time (other than the DallasNews Corporation Stock Fund). The DallasNews Corporation Stock Fund is a permanent feature of the Savings Plan, closed to new investment, and is required to be invested exclusively in Series A Common Stock of DallasNews Corporation.

The Savings Plan previously maintained a Belo Corp. Stock Fund, which was invested exclusively in Series A Common Stock of Belo Corp. However, in connection with the acquisition of Belo Corp. by Gannett Co., Inc. on December 23, 2013, all shares of Belo Corp. Series A Common Stock were converted to a right to cash consideration. If any portion of your Savings Plan account was invested in the Belo Corp. Stock Fund at the time of this transaction, the cash proceeds attributable to your investment were reinvested in the Savings Plan’s default investment fund, described below.

You can choose from a variety of funds offered in the Savings Plan. Contact Fidelity at (800) 835-5098 or online at [www.401k.com](http://www.401k.com) for more information regarding the various investment funds available, along with investment objectives of those funds and other details.

All investments involve some risk. The value of each fund can fluctuate, up or down, based on the stock market, bond market, and other markets in which investments are made. Neither DallasNews Corporation nor the Investment Committee makes any guarantees regarding the investment performance or rate of return of any fund. You should consult with your own financial advisor to determine which funds will best suit your personal needs.

The Savings Plan is a defined contribution plan that is intended to satisfy the requirements of Section 404(c) of ERISA. In general terms, this means that the Savings Plan’s fiduciaries are

not liable for losses resulting from investment instructions that you or your beneficiary give to Fidelity.

It may become necessary for the Plan Administrator to temporarily suspend your investment directions in connection with events or transactions involving the Savings Plan, such as a change in administrative services. You will be provided with advance notice of any such temporary suspension.

## **The Importance of Diversifying Your Retirement Savings**

To help achieve long-term retirement security, you should give careful consideration to the benefits of a well-balanced and diversified investment portfolio. Spreading your assets among different types of investments can help you achieve a favorable rate of return, while minimizing your overall risk of losing money. This is because market or other economic conditions that cause one category of assets, or one particular security, to perform very well often cause another asset category, or another particular security, to perform poorly. If you invest more than 20% of your retirement savings in any one company or industry, your savings may not be properly diversified. Although diversification is not a guarantee against loss, it is an effective strategy to help you manage investment risk.

In deciding how to invest your retirement savings, you should take into account all of your assets, including any retirement savings outside of the Savings Plan. No single approach is right for everyone because, among other factors, individuals have different financial goals, different time horizons for meeting their goals, and different tolerances for risk. It is also important to periodically review your investment portfolio, your investment objectives, and the investment options under the Savings Plan to help ensure that your retirement savings will help you meet your retirement goals.

## **2008 Stock Conversion – Special Risk Considerations**

On February 8, 2008, Belo Corp. spun off its newspaper business into A. H. Belo, a separate publicly traded corporation, and distributed to its shareholders, including the Savings Plan, shares of A. H. Belo common stock. As a result of this distribution, a new investment fund, the A. H. Belo Stock Fund, was created in the Savings Plan. If your account was invested in the Belo Corp. Stock Fund on February 8, 2008, your Savings Plan account acquired an interest in the A. H. Belo Stock Fund, which is invested exclusively in shares of Series A Common Stock of A. H. Belo. The A.H. Belo Series A Common Stock Fund was renamed the DallasNews Corporation Series A Common Stock Fund.

The DallasNews Corporation Stock Fund is closed to new investments. This means that you may not direct any pre-tax and/or Roth contributions, DallasNews Corporation contributions or rollover contributions made to the Savings Plan into the DallasNews Corporation Stock Fund, and you may not direct the transfer of any portion of your account balance into the DallasNews Corporation Stock Fund. You may, at any time, direct the transfer of all or any portion of your account invested in the DallasNews Corporation Stock Fund out of that fund and into any other investment fund offered under the Savings Plan. Once you transfer any portion of your account out of the DallasNews Corporation Stock Fund, you may not transfer that portion back into the DallasNews Corporation Stock Fund.

The decision whether to retain your investment in the DallasNews Corporation Stock Fund and when to diversify that investment is yours alone to make. In making your decision, you should keep in mind that the DallasNews Corporation Stock Fund is not a managed fund; the fund does not have a professional manager deciding when to sell the common stock held by the fund and reinvest the proceeds. Also, because the fund invests in the stock of a single company, the fund has significantly greater investment risk than any diversified, managed investment fund offered under the Savings Plan. Moreover, the Investment Committee has very limited responsibility for the DallasNews Corporation Stock Fund. The terms of the Savings Plan require the Investment Committee to maintain the DallasNews Corporation Stock Fund as a permanent investment fund unless the Investment Committee determines, using an abuse of discretion standard, that, with respect to the DallasNews Corporation Stock Fund, there is a serious question as to the short-term viability of DallasNews Corporation. This means, among other things, that the Investment Committee will not take any action to dispose of the assets of this fund or to eliminate the fund from the Savings Plan simply because of fluctuations, or a prolonged decline, in the stock price of DallasNews Corporation, even if a substantial or prolonged decline in the stock price occurs as a result of adverse developments concerning DallasNews Corporation or its businesses, unless the situation calls into serious question the short-term viability of the Company as a going concern.

Information concerning DallasNews Corporation may be found in documents filed with the Securities and Exchange Commission (“SEC”) in accordance with the requirements of the Securities Exchange Act of 1934. These filings are available to the public over the Internet at the SEC’s web site at [www.sec.gov](http://www.sec.gov). You may read and copy any document filed by DallasNews Corporation with the SEC at the SEC’s Public Reference Room at 100 F Street, N.E., Room 1580, Washington, D.C. 20549. You may also obtain information on the operation of the Public Reference Room by calling the SEC at 1-800-SEC-0330.

## **Making Your Investment Choices**

When you enroll, you will need to indicate what percentage of your contributions you want to go into each available investment fund. You can direct 100% of your contributions into one fund or divide them among any or all of the available funds. Your investment directions apply to all contributions to your account in the Savings Plan: your pre-tax and/or Roth contributions, and rollover contributions, and to the Company’s matching contributions, and discretionary profit sharing contributions.

Before making your investment choices, please review the prospectus for each investment fund, paying close attention to the investment summary and performance history. You may request a prospectus on an investment fund by contacting Fidelity at (800) 835-5098 or online at [www.401k.com](http://www.401k.com).

## **Fidelity BrokerageLink® Account**

In addition to the various investment funds available under the Savings Plan, you may also elect the Fidelity BrokerageLink® Account investment option for all or a portion of your Savings Plan account. Through BrokerageLink®, you may select from Fidelity mutual funds and non-Fidelity mutual funds available through FundsNetwork® services. You also have the option of investing in individual stocks and bonds. More detailed information is included in the

BrokerageLink® enrollment kit available from Fidelity at (800) 835-5098 or online at [www.401k.com](http://www.401k.com).

## **Fidelity Portfolio Advisory Service**

Participants in the Savings Plan currently may choose to enroll in the “Fidelity Portfolio Advisory Service at Work,” a discretionary investment management service provided by a Fidelity affiliate, Strategic Advisers. Under this service, Strategic Advisers allocates the participant’s account to a model portfolio using the investment options available under the Savings Plan. For more information regarding this optional service, including the associated fees, contact Fidelity at (800) 835-5098 or online at [www.401k.com](http://www.401k.com).

## **Default Investment Fund**

If you fail to provide explicit investment directions, you will be considered to have directed the investment of your account in a default investment fund specified from time to time by the Investment Committee. The Investment Committee currently has designated the Fidelity Freedom Fund® that has a target retirement date closest to the year in which you will reach age 65 as the default investment fund. If for any reason the Savings Plan does not have a record of your age, the default investment fund will be the Fidelity Freedom Income Fund®. Contact Fidelity at 800-835-5098 or online at [www.401k.com](http://www.401k.com) for a description of the Fidelity Freedom Funds®. If your account has been invested in a Fidelity Freedom Fund® by default and you wish to select other investment funds for your account, you can do so by contacting Fidelity. See “Changing your Investment Choices” for more information.

## **Changing Your Investment Choices**

You can direct the transfer of your contributions from one investment fund to another at any time. You can also change at any time the way future contributions will be invested. There is no limit on how often you can make these changes. Changes in investment elections generally take effect as soon as practicable (usually on the next business day). To make investment fund changes, contact Fidelity at (800) 835-5098 or online at [www.401k.com](http://www.401k.com).

## **How Your Account Is Valued**

Your account is valued each day, based on the market value of the funds in which your accounts are invested. Your contributions, rollover contributions, and DallasNews Corporation’s matching and discretionary profit sharing contributions or amounts transferred from the PTS Plan, if applicable, are all accounted for separately in your account.

If you had an account in the Belo Savings Plan that was transferred to the Savings Plan on February 5, 2008, each different type of contribution that was transferred is included in the corresponding subaccount in your Savings Plan balance. For example, your pre-tax contributions to the Belo Savings Plan that were transferred to the Savings Plan on February 5, 2008, are included in your Savings Plan pre-tax contribution account.

## Benefit Statements

You may access benefit statements for your account by going to NetBenefits at [www.401k.com](http://www.401k.com). Benefit statements are available on the Fidelity website for a period of up to 24 months. In addition, Fidelity can mail you a statement of your account after the end of each calendar quarter. You may request to receive quarterly benefit statements by mail by going to the Fidelity website or by calling Fidelity at (800) 835-5098. Your benefit statements will show the status of your account, including the closing balance from the previous period, the values of your contributions and any DallasNews Corporation contributions, investment earnings (or losses), withdrawals, loans, and your ending balance for the most recent period.

## Vesting

You will always be 100% vested in your pre-tax and/or Roth contributions and rollover contributions, plus any investment earnings on these amounts. Beginning January 1, 2013, if you are an active employee of DallasNews Corporation or a DallasNews Corporation company, your interest in your DallasNews Corporation matching and discretionary profit sharing contributions, if any, plus any investment earnings on these amounts, will be 100% vested without regard to your years of service. Amounts attributable to the PTS Plan are also 100% vested without regard to your years of service.

If you separated from service prior to January 1, 2013, your interest in any DallasNews Corporation matching and profit sharing contributions (including contributions to the Belo Savings Plan that were transferred to the Savings Plan on February 5, 2008) became vested in accordance with the following schedule:

<b>Years of Service</b>	<b>Percent Vested</b>
Less than 2	0%
2 or more	100%

If you separated from service prior to January 1, 2013, your DallasNews Corporation contributions, if any, also became 100% vested without regard to your years of service if, while employed by DallasNews Corporation or a DallasNews Corporation company, you reached age 55 or became totally and permanently disabled. For purposes of the Savings Plan, you are totally and permanently disabled only if you are eligible to receive Social Security disability benefits. You will also become fully vested if you should die while actively employed by a DallasNews Corporation company or while on a qualifying military leave of absence.

In addition, if your employment with DallasNews Corporation was terminated on or after February 8, 2008, and on or before December 31, 2012, as a result of (i) an involuntary reduction in force, dissolution of workforce, position elimination or other job restructuring, (ii) your employer's voluntary severance program, or (iii) your employer's failure to renew your employment contract, you would have had a 100% vested interest in your DallasNews Corporation contributions without regard to your years of service.

If your Savings Plan account is 100% vested, regardless of when or why you leave DallasNews Corporation, you have the right to receive the full value of your account, minus any outstanding loan balance.

## **Year of Service for Vesting**

For purposes of vesting under the Savings Plan, you will generally earn a “year of service” on the anniversary of your date of hire and each anniversary thereafter, whether you are a full-time or a part-time employee.

If you are eligible for DallasNews Corporation matching and discretionary profit sharing contributions, terminate employment, and are then re-employed, the years of vesting service you had previously earned will be included in determining your vested interest in the Savings Plan after you are re-employed.

## **Forfeitures**

If you are not 100% vested in your DallasNews Corporation matching and discretionary profit sharing contributions at the time you terminate employment, and you receive a distribution of the vested portion of your account, your non-vested interest in matching and discretionary profit sharing contributions will be forfeited immediately. If you become an employee of a DallasNews Corporation company again on or after January 1, 2013, and before five or more break in service years, these forfeited amounts will be reinstated and will be 100% vested. If your reemployment occurs after five or more break in service years, forfeited amounts will not be reinstated.

If you terminate employment and are not 100% vested in your DallasNews Corporation matching and discretionary profit sharing contributions, but you do not receive a distribution of the vested portion of your account, your non-vested interest in matching and discretionary profit sharing contributions will be forfeited when you incur five consecutive break in service years.

For information on break in service years, see the “Breaks In Service” section.

## **Payments From the Savings Plan**

You may receive the full value of your vested account when you terminate employment with all DallasNews Corporation companies. In the event of your death, your Savings Plan benefit is paid to your beneficiary.

## **When Your Account Is Paid**

The primary objective of the Savings Plan is to help you accumulate savings for retirement. When you retire, you are eligible to receive the full vested value of your account. This includes your contributions and the vested portion of your DallasNews Corporation contributions (if any), plus earnings (or minus losses) on your investments, less any outstanding loan balance. Your vested account may also be paid when you:

- terminate employment with all DallasNews Corporation companies;



- reach age 72 and are no longer employed by a DallasNews Corporation company;
- die (your account is then payable to your beneficiary (or your surviving spouse, if you are married at your death)); or
- become totally and permanently disabled for purposes of Social Security benefits.

## How Your Account Is Paid

When you take a distribution from the Savings Plan, you are responsible for applicable taxes (see below discussion of Roth account taxation); however, you may be able to delay payment of the taxes if you roll over the distribution into another employer's eligible plan or into an IRA. If you have a Roth contribution account, you must verify that the other employer's eligible plan has a Roth account or that you have both a traditional IRA and a Roth IRA established to receive your rollover to preserve the special tax rules and some of the potential benefits of your Roth contributions.

Except as provided below for distributions after age 72, all distributions from your account will be in a single lump sum.

The value of the whole and fractional shares of DallasNews Corporation common stock in your account will be paid to you in cash unless you elect to receive a distribution of whole shares of such stock plus cash for any fractional share.

To receive a distribution, you or your beneficiary must contact Fidelity at (800) 835-5098 or online at [www.401k.com](http://www.401k.com). Your account is valued daily, and distributions are made as soon as administratively practicable.

If the total value of your account is \$1,000 or less, your account will be paid as soon as possible after your termination of employment with all DallasNews Corporation companies. If following your termination of employment with all DallasNews Corporation companies, the total value of your account is greater than \$1,000 but less than or equal to \$5,000, and you do not elect a form of distribution, your account will be rolled over to an individual retirement account. However, if you are actively employed by a DallasNews Corporation company when you reach age 72, you are not required to receive a distribution until April 1 of the calendar year following the year in which you retire.

If you have an outstanding loan, your account will be reduced by the amount of the loan balance and interest due. If you decide to delay receiving your account distribution, you must make arrangements to continue repaying your loan (or repay it in full) to avoid paying taxes and penalties on the outstanding balance of the loan.

Under current tax law, it may be advantageous for you to pay off any outstanding loans before your account is paid, because taxes on the outstanding loan balance may be triggered if you do not pay it off before the account is paid or pay cash into any new employer plan you rollover your account to in order to repay the note you owed to the Savings Plan.

For more information, see the "Tax Considerations" section.

## Distributions by Age 72

You may continue to participate in the Savings Plan as long as you are employed by a Participating Company. However, if you are not employed by a DallasNews Corporation company when you reach age 72, your account must be distributed (or begin to be distributed) from the Savings Plan.

You have two options to choose from when taking a required distribution: (1) a distribution of your account to you in a single lump sum payment or a direct rollover to an IRA or another employer's eligible plan; or (2) annual installments in the amount of the minimum distribution that must be paid and taxed to you under Federal tax law. If you do not make an election, your account will be distributed to you in annual installments (less taxes required to be withheld), beginning on or about April 1 of the calendar year following the calendar year in which you reach age 72. The amount of each distribution will be taxed as regular income in the year the distribution is made.

If you elect a direct rollover, the amount you may roll over is the balance of your account less the minimum distribution that must be paid and taxed to you under Federal tax law. The direct rollover option allows you to defer income tax on the portion of your account that is rolled over until you make a withdrawal from the IRA or other eligible plan. You should note that rolling the funds to an IRA allows you to withdraw funds as you need them.

If you are interested in making a direct rollover to an IRA sponsored by Fidelity, call Fidelity at (800) 343-3548 or go online at [www.401k.com](http://www.401k.com). If you make a direct rollover to a Fidelity IRA, you may be able to remain in the same investment options you currently have.

Any IRA will involve investment fees. If you choose Fidelity, the fees may be discounted because Fidelity is the Savings Plan trustee and recordkeeper.

If you have terminated employment and you do not receive a distribution by April 1 of the year after the year in which you reach age 72, the Internal Revenue Service will impose a 50% tax on the minimum amount you should have received. Contact Fidelity at (800) 835-5098 (or go online at [www.401k.com](http://www.401k.com)) at least 60 days in advance of the April 1 deadline to discuss the procedure.

If you die before receiving distributions and your spouse is your beneficiary, he or she may postpone receiving payments until the date you would have reached age 72. If your beneficiary is not your spouse, he or she generally must begin receiving distributions no later than December 31 of the calendar year following the year of your death or receive distribution of the entire benefit no later than the end of the fifth year following the year of your death. Please contact DallasNews Corporation Benefits for more information.

You should consult your tax advisor each year to determine how much of your tax-deferred savings are required to be distributed to you as taxable income.

## Roth Contribution Account

When you terminate employment and you are under the age of 59 ½ years, in order to preserve the years of participation in your Roth account that you have accumulated toward receiving qualified Roth distribution treatment, you must rollover your Roth contribution account

to either another employer's eligible plan that has a Roth account or to a Roth IRA for your Roth account and a traditional IRA for your other accounts in the Savings Plan. You should review the tax notice in the paperwork for requesting your Savings Plan distribution.

If you are either (1) 59 ½ years of age or older, (2) disabled (as defined in the Savings Plan), or (3) you have died, AND you had participated in the Roth contribution account under the Savings Plan for five (5) calendar years, you (or your beneficiary if you passed away) may receive the distribution of your Roth account (both your contributions and all the earning on your Roth contributions) tax-free as a qualified Roth distribution. A qualified Roth distribution is not subject to federal income tax.

You should contact Fidelity at (800) 835-5098 or online at [www.401k.com](http://www.401k.com) for information on the tax rules and whether you have five years of participation in your Roth account.

You should consult your tax advisor each year to determine how a distribution will impact you and to determine what elections may be most beneficial to you.

## Qualified Domestic Relations Orders

If you are an “alternate payee” under a Qualified Domestic Relations Order (“QDRO”), an account will be established for you after the necessary paperwork has been processed. If the value of the account is less than \$1,000 (excluding any rollover account), or if the QDRO so provides, you will receive a lump sum distribution of your account. If any portion of your account represents an interest in a participant’s benefit that has not vested, you may not receive a distribution of any portion of your account until the nonvested portion has vested or has been forfeited. If you are the spouse or former spouse of the participant, you may elect to roll over the distribution into another qualified plan or IRA.

If the QDRO does not provide for an immediate cashout and the value of the account is greater than \$1,000 (excluding any rollover account), you may elect to keep your balance in the Savings Plan.

Note that an administrative fee for the processing of a QDRO may be imposed upon the participant and/or the alternate payee(s). Contact Fidelity at (800) 835-5098 or online at [www.401k.com](http://www.401k.com) for more information. For a copy of the Savings Plan’s QDRO procedures or QDRO guidelines, go online at <http://qdfo.fidelity.com>.

## Withdrawals

In certain situations, you can withdraw money from your Savings Plan account while you are still employed by a DallasNews Corporation company. Former employees and alternate payees under a QDRO are not permitted to make such in-service withdrawals. For information regarding payment of your Savings Plan account balance following your termination of employment, see the “Payments From The Savings Plan” section.

The contributions to your account, along with any investment earnings, are a retirement resource, so DallasNews Corporation encourages you to leave your account untouched to grow in

value. However, withdrawals from the Savings Plan can be made under specific circumstances regulated by Federal laws and the plan's terms. Generally, you can make such withdrawals only:

- after age 59½;
- if you have a qualifying financial hardship;
- if you have a qualifying Coronavirus Distribution; or
- if you become disabled.

## **Age 59½ Withdrawal**

If you are age 59½ or older, funds can be withdrawn from your Savings Plan account any number of times during the year. You may withdraw any vested amount (less any outstanding loan balance). You will not have to pay the 10% penalty tax on your withdrawal, but you will be responsible for other taxes. For information about required taxes, refer to the “Tax Considerations” section.

## **Hardship Withdrawal**

Before age 59½, you can make a withdrawal from your pretax contributions; Roth contributions and rollover contributions (but not from any DallasNews Corporation matching or discretionary profit sharing contributions or your PTS Plan subaccount) if you are faced with a financial hardship – an immediate and heavy financial need that cannot be met from other sources. Investment earnings on your pretax contributions are available for hardship withdrawals on and after January 1, 2019.

The Savings Plan allows hardship withdrawals for:

- the payment of expenses for medical care that would be deductible under Section 213(d) of the Code without regard to whether the expenses exceed 10% of adjusted gross income for you, your spouse, child or dependent or your primary beneficiary under the Plan;
- costs directly relating to the purchase of your home as your primary residence, excluding mortgage payments;
- post-secondary tuition, related educational fees and room and board expenses for the next 12 months for you, your spouse, dependents, or your primary beneficiary under the Plan;
- payments necessary to prevent eviction of you from or foreclosure on the mortgage on your principal residence;
- payment of burial or funeral expenses for your deceased parent, spouse, child or dependent or your deceased primary beneficiary;

- expenses for the repair of damage to your principal residence that would qualify for the casualty deduction under Section 165 of the Code without regard to Code section 165(h)(5) or whether the loss exceeds 10% of adjusted gross income; or
- expenses and losses (including loss of income incurred by you) on account of a disaster declared by FEMA, provided that your principal residence or your principal place of employment when the disaster occurred was in an area designated by FEMA for receipt of individual assistance.

You must certify that the financial need cannot be met in whole or in part through other available resources or those belonging to your spouse or minor children. These resources include:

- insurance reimbursements;
- liquidation of assets (such as stocks or property), as long as it doesn't cause financial hardship;
- you will be required to represent that you have insufficient cash or other liquid assets to satisfy the need.

The amount you withdraw can't be more than the amount necessary to meet the financial hardship and to pay taxes on the distribution.

The amount you withdraw will be taken on a pro rata basis from your investment funds. The amount you withdraw will be taken pro rata from the following types of your contributions: Pre-tax contributions; your Roth contributions; and your rollover contributions (both Roth and Pre-tax).

You will have to pay taxes on the portion of your withdrawal which comes from pre-tax, non-Roth rollovers or earnings. For most withdrawals, the IRS also imposes a 10% penalty tax. For information about the required taxes, refer to the "Tax Considerations" section. You may only request a hardship withdrawal for \$500 or more provided such amount is supported by your immediate and heavy financial need. Hardship withdrawal requests must be at least \$500 and increased in \$100 increments. Any request not in such increments will be rounded down to the nearest increment.

If you request a hardship withdrawal your contributions will not stop as the result of your hardship distribution, but they will continue.

To apply for a hardship withdrawal, contact Fidelity at [www.401k.com](http://www.401k.com) for the withdrawal request and certify the reason and need for the withdrawal. For example, if you need the money to buy a house, you should have a copy of the contract for the purchase or construction of the house that will be your principal residence and a financial statement or loan application available and retain these materials. If approved, you will receive the money as soon as administratively practicable.

If you were a participant in the Denton Publishing Company Retirement Plan on December 31, 1999, you may make hardship withdrawals only from your pretax contributions to the Savings Plan made on and after January 1, 2000, or from your rollover account.

## CARES Act Distributions

If you were adversely impacted by the COVID-19 pandemic, the Coronavirus Aid, Relief, and Economic Security Act (the “CARES Act”) may have allowed you to take a special distribution from the Plan which was eligible for special tax treatment (known as a CARES Act distribution). CARES Act distributions were available from the Plan during the time period from January 1, 2020, through December 31, 2020.

To have been eligible for relief under the CARES Act, you must have been a “qualified individual” who met one of the following requirements:

- You were diagnosed with SARS-CoV-2 or COVID-19 by a test approved by the Center for Disease Control;
- Your Spouse or dependent was so diagnosed; or
- You experienced adverse financial consequences due to: (1) the quarantine, (2) being furloughed or laid off, (3) having your work hours reduced, (4) being unable to work due to a lack of childcare (due to COVID-19), or (5) the closing or reduction of hours of a business you owned or operated.

If you were considered a qualified individual you were generally eligible to receive a distribution of eligible funds from your Plan Account, up to \$100,000. CARES Act distributions were not subject to the 10% excise tax, nor subject to mandatory withholding. In addition, CARES Act distributions were eligible to be taxed pro rata over a three-year period, unless you elected otherwise. In addition, a CARES Act distribution can be paid back to the Plan within three years from the date of the distribution.

Please note that this CARES Act relief was only effective during the periods specified above.

## Disability

If you become disabled and eligible for Social Security disability payments, you may request a full distribution of your Savings Plan account. You will have to pay taxes on the non-Roth account portion of your withdrawal, but there is no 10% tax penalty in this case. Contact Fidelity at (800) 835-5098 or go online at [www.401k.com](http://www.401k.com) to request a distribution.

If you become disabled and eligible for Social Security disability payments and you have completed five (5) years of participating in the Roth contribution account, your Roth contribution account and the earnings on such account may be distributed to you, and under current law, you would not be required to pay tax on that portion of your total distribution as it should be a "qualified Roth distribution." There should be no 10% tax penalty on the non-Roth account distribution either, but you will need to pay income taxes on any non-Roth account distribution. Contact Fidelity at (800) 835-5098 or go online at [www.401k.com](http://www.401k.com) to request a distribution.

## Military Leave

If you are on a qualifying military leave, you may be entitled to withdraw amounts from your Savings Plan account or receive a “qualified reservist distribution.” In some cases, electing

such a distribution may prevent you from making contributions to the Savings Plan for a period of six months. Please contact DallasNews Corporation Benefits for more information or Fidelity to request a distribution.

## Loans

If you are an active employee or are on a paid leave of absence, you can take out a loan and pay it back to your account with interest. You may not obtain a plan loan if you are on an unpaid leave of absence, are a former employee or are an alternate payee under a QDRO.

Loans are an alternative to a withdrawal and offer some important advantages. When you borrow money from the Savings Plan, you are borrowing from yourself at a fixed interest rate and paying back the amount, plus interest, to your own account.

The only fees associated with the loan are an initial loan setup fee and a quarterly processing fee charged by Fidelity for each outstanding loan. When you take a loan, you pay no taxes or penalties on the amount you borrow (unlike a withdrawal or final distribution); however, you do pay interest. Interest rates for new loans are updated as applicable to reflect changes in the prime interest rate. You may obtain the current interest rate by calling Fidelity at (800) 835-5098. It's very important to remember that the money you borrow cannot earn income in your account until it is paid back. Those lost earnings, compounded through tax-free growth until retirement, could become a sizable amount.

Loans are not available from any employer matching or discretionary profit sharing contributions (or earnings on these contributions), or from amounts attributable to the PTS Plan. The money you borrow will be taken on a pro rata basis from your investment funds.

The minimum amount you may borrow is \$1,000 and the maximum amount you may borrow is 50% of your vested interest in your Savings Plan account. Furthermore, the amount of any loan, when added to all other outstanding plan loans from the Savings Plan and all other DallasNews Corporation plans, may not exceed the lesser of:

- 50% of your total vested account balance(s) under the Savings Plan and all other such plans; or
- \$50,000 minus the difference between your highest outstanding loan balance during the preceding 12 months and the current outstanding balance of all other plan loans.

Loans are made for a term of up to five years, with a minimum term of six months. You can have no more than two general purpose loans at a given time. Principal and interest on your loan will be repaid through payroll deductions, with payments deposited into your account and invested according to your most recent investment directions. There is no penalty for repaying a loan early, but partial prepayments are not permitted. Once a loan has been paid off, there is a 15-day waiting period before you may obtain a new loan.

While you are on an unpaid leave of absence, you will be unable to borrow from the Savings Plan because you will have no pay from a DallasNews Corporation company from which loan payments may be withheld. While you are on an unpaid leave of absence for one year or less,

you will not be required to make payments on your loan, but you will be required to repay the loan by the end of its original term so the payment amount will increase when you return to work. If your unpaid leave of absence extends longer than one year (unless it is a leave for military service that qualifies for protection under USERRA), you must contact Fidelity when your unpaid leave of absence (other than a military leave protected under USERRA) has extended one year to discuss repayment of the loan. You will need to make loan payment arrangements with Fidelity if your non-military service unpaid leave of absence lasts longer than one year. If you fail to make a scheduled loan repayment, your loan will be in default. If you do not remedy the default before the last day of the calendar quarter following the calendar quarter in which the required payment was due, the unpaid balance of your loan will be a taxable distribution to you immediately and will be deducted from your account balance.

If you have a plan loan outstanding when you leave employment with DallasNews Corporation and all other DallasNews Corporation companies, you will receive information from Fidelity regarding procedures available to continue loan repayments if you do not receive a distribution of your account. If you do not receive this repayment information within two weeks of your termination date, you should call Fidelity. If you do not continue repaying your loan, the loan will be in default and will be treated as a taxable distribution to you.

If you terminate employment and you receive a distribution of your account before any outstanding loan is repaid, the outstanding loan balance will be deducted from your account balance and penalties, in addition to ordinary taxes, may apply. See “Tax Considerations” for more information.

In some circumstances, loan repayments may be suspended while on a leave of absence. Contact DallasNews Corporation Benefits at (214) 977-5911 or (877) 235-6242 for more information about the effect of a leave of absence (including military leave) on plan loans.

If you wish to make a loan application, call Fidelity at (800) 835-5098.

## **Cares Act Loan Payment Delay**

If you were adversely impacted by the COVID-19 pandemic, the Coronavirus Aid, Relief, and Economic Security Act (the “CARES Act”) allowed you to suspend your loan payments in certain circumstances (and during a limited time period).

To be eligible for relief under the CARES Act, you must have been a “qualified individual” who met one of the following requirements:

You were diagnosed with SARS-CoV-2 or COVID-19 by a test approved by the Center for Disease Control;

Your Spouse or dependent was so diagnosed; or

You experienced adverse financial consequences due to: (1) the quarantine, (2) being furloughed or laid off, (3) having your work hours reduced, (4) being unable to work due to a lack of childcare (due to COVID-19), or (5) the closing or reduction of hours of a business you owned or operated.

If you were a qualified individual, you were permitted to suspend loan repayments that were due between March 27, 2020, and December 31, 2020, with payments to resume no later than January 1, 2021.



Please note that the CARES Act relief was only effective during the periods specified above.

## Trading Restrictions

Under DallasNews Corporation’s Insider Trading Policy, you may not buy or sell DallasNews Corporation securities or, in some cases, the securities of other companies, if you are in possession of important non-public information. Certain designated DallasNews Corporation employees who because of their positions with the Company are likely to receive material, non-public information should not sell DallasNews Corporation stock in their Savings Plan accounts outside the established trading window periods under DallasNews Corporation’s Insider Trading Policy. If you are one of these individuals, you can reallocate your account balance out of the DallasNews Corporation Stock Fund under the Savings Plan, but you should execute the transaction only during these trading windows and when you are not in possession of important non-public information. These trading windows are generally scheduled to open at midnight after the first full trading day following quarterly or annual earnings releases and to close at the end of the tenth business day of the last month of each quarter. If you are uncertain as to whether these additional restrictions under DallasNews Corporation’s Insider Trading Policy apply to you, please check with the DallasNews Corporation Legal Department at (214) 977-8545.

As noted above under “Your Investment Choices,” the DallasNews Corporation Stock Fund is closed to new investments.

## Special Rules for Insiders

**Section 16.** Certain designated executive officers of DallasNews Corporation (“insiders”) must also comply with the insider reporting and trading rules of Section 16 of the Securities Exchange Act of 1934, as amended. This Federal law requires insiders to report all ownership of DallasNews Corporation equity securities, including shares held for account in the DallasNews Corporation Stock Fund under the Savings Plan. This law also requires an insider to disgorge any profits realized on any purchase and sale of DallasNews Corporation equity securities made within any six-month period.

A reallocation (sale) of an insider’s account balance in the Savings Plan out of the DallasNews Corporation Stock Fund is required to be reported under Section 16 within two (2) business days and must be cleared in advance by the General Counsel’s office. An insider’s reallocation out of the DallasNews Corporation Stock Fund is exempt from Section 16(b) (short-swing profit liability) if the insider has not had an “opposite way” transaction in the six months before or after the reallocation.

**Rule 144.** Under Federal securities laws, an “affiliate” of DallasNews Corporation may not sell DallasNews Corporation common stock unless such sale is covered by an SEC registration statement or such sale is made pursuant to an exemption from the registration requirements. Directors, executive officers, and certain significant shareholders are presumed to be affiliates of DallasNews Corporation. The registration of securities for sale is a time-consuming and costly process. Most affiliates, therefore, sell securities under some exemption from registration. The exemption usually relied upon is Rule 144.

The practical effect of Rule 144 on transactions in the Savings Plan is that insiders participating in the Savings Plan will likely need to comply with Rule 144, in addition to complying with DallasNews Corporation's Insider Trading Policy and Section 16, when reselling shares of DallasNews Corporation stock held in his or her account under the Savings Plan.

## Tax Considerations

Tax laws could affect distributions from your Savings Plan account. This section describes Federal income tax considerations; your Savings Plan account may also be affected by state and local income tax laws. You should consult with your tax advisor regarding state and local tax law considerations.

You do not pay Federal income taxes on your pre-tax contributions, DallasNews Corporation's contributions, or any earnings when they are credited to your account. You pay Federal income taxes on your Roth contributions before they are credited to your account, but do not pay tax on any earnings on your Roth contributions when those are credited to your account. You enjoy this tax-deferred status as long as the money stays in the Savings Plan. However, that money is taxable when it is distributed from the Savings Plan.

You may elect to make Roth contributions to the Savings Plan. Your Roth contributions will be made with dollars for which you have already paid Federal income taxes and the Roth contributions will not be taxable when the money is distributed from the Savings Plan. You will pay Federal income taxes on these amounts when you receive them from the Savings Plan unless you receive the earnings on the Roth contributions in your Savings Plan account in a qualified Roth distribution.

In order to receive the earnings on your Roth contributions to the Savings Plan tax-free, you must have participated in your Roth contribution account for five (5) calendar years and your distribution must be paid to you on or after:

- (1) you attain the age of 59 ½ years;
- (2) you are disabled (as defined in the Savings Plan); or
- (3) you have died (in which case the tax benefit of the qualified Roth distribution will apply to your designated beneficiary).

Tax laws affect different people in different ways. You should carefully review the tax notice you receive when you are eligible for a distribution after you leave employment with a DallasNews Corporation company. You should get professional tax advice before receiving a payment from your account. However, the following section offers some general tax guidelines. This description of Federal tax considerations is based on DallasNews Corporation's understanding of current tax laws and is subject to change without notice.

You may roll over certain distributions from the Savings Plan into another eligible retirement plan or into an IRA and continue to defer paying taxes on the money. Generally, any cash distribution from a qualified retirement plan such as the Savings Plan is eligible for rollover treatment except:

- monthly payments for your life and for the lives of you and your beneficiary;

- periodic payments over 10 years or more;
- required distributions after you reach age 72; or
- hardship withdrawals.

You should consult with a professional advisor before requesting a withdrawal or distribution from your Savings Plan account. You should be familiar with the tax laws in effect at the time and the options and processes available to move your money into another employer's plan or qualified IRA or Roth IRA, if you have money in a Roth account. Fidelity representatives are available to provide information, but you are also advised to seek professional advice from an independent tax or financial planning professional.

## Deferring Taxes

You can defer taxes on part or all of most payments by making a rollover. There are two types of rollovers:

- a direct rollover; and
- a participant rollover.

## Direct Rollover

You can ask the Plan Administrator to roll over all or part of your eligible Savings Plan distribution directly into an IRA, (or a traditional IRA and a Roth IRA, if you have a Roth contribution account in the Savings Plan) or another employer's eligible retirement plan.

To make a direct rollover, you must provide specific information about the IRA (or traditional IRA and Roth IRA) or other employer's plan before the Savings Plan makes any distribution from your Savings Plan account.

The Savings Plan will send you a check, made payable to your IRA(s) or new employer's plan, via regular mail to your home. You are responsible for delivering the check to the IRA(s) or the new plan promptly.

If you elected DallasNews Corporation Series A Common Stock certificates as part of your distribution, these will be sent to you separately from the cash distribution. You should receive the stock certificates within 3 to 4 weeks of your distribution election. Once you receive these stock certificates, **you must deposit the certificates with your IRA, or the rollover of your stock will not be effective. If you do not receive your stock certificates within 3 to 4 weeks, please contact Fidelity at (800) 835-5098 or online at [www.401k.com](http://www.401k.com).**

With a direct rollover, taxes will be deferred on the amount until you actually receive payment from the IRA or the other employer's plan.

## Participant Rollover

You can receive your Savings Plan distribution and roll over all or part of the eligible amount into an IRA or another eligible retirement plan yourself. You must make the rollover within 60 days of receiving the distribution. Even though you plan to roll over your distribution, the Savings Plan is required to withhold 20% of your rollover eligible distribution. The Savings Plan will send you a check less the 20% withholding tax, made payable to you, via regular mail to your home. In this type of rollover, to avoid being taxed, you must rollover not only the check you received but you must also rollover the taxes withheld by paying amount of the taxes withheld with the other check to the new IRA(s) or eligible retirement plan and this must be paid out of your personal funds. You can then recover the 20% withheld when you file your income tax return, to the extent you do not use such account to pay any taxes you may owe.

The Internal Revenue Code imposes a 10% penalty tax on any withdrawal or distribution you receive from the Savings Plan that is eligible for rollover treatment and is not rolled over into another employer's eligible retirement plan or an IRA within 60 days, except distributions made:

- on termination of employment with all DallasNews Corporation companies after reaching age 55 or older;
- after you reach age 59½;
- in the event of your disability or death;
- that do not exceed your tax-deductible medical expenses; or
- because they are required by a Qualified Domestic Relations Order.

The penalty tax is in addition to the regular income taxes you may be required to pay on your withdrawal or distribution. The additional 10% penalty is not withheld by DallasNews Corporation, so you are responsible for calculating and paying the required amount in a timely manner.

## Distribution and Withholding Rules

If you receive a distribution from the Savings Plan that is eligible for rollover treatment, withholding will not be necessary if you arrange a direct rollover of your distribution from the Savings Plan to an IRA (or a traditional IRA and a Roth IRA) or another employer's eligible retirement plan. The Plan Administrator will provide you with more information prior to the date you receive your distribution.

However, unless you arrange for a direct rollover, the IRS requires the Savings Plan to withhold 20% of the taxable portion of your withdrawal or distribution. Withholding is required even if you later decide to roll over part or all of your distribution. If a portion of your distribution is in the form of DallasNews Corporation stock, the 20% Federal tax withholding amount will be calculated based on the entire amount paid to you including the value of the DallasNews Corporation stock, but the amount of Federal taxes withheld will be deducted from the portion of the distribution that is not DallasNews Corporation stock.

## **Net Unrealized Appreciation**

If you receive a distribution of your entire interest in the Savings Plan, then any “net unrealized appreciation” with respect to shares of DallasNews Corporation Series A Common Stock received in the distribution will not be taxed until you sell or otherwise dispose of those shares (unless you elect otherwise). Net unrealized appreciation means the excess of the fair market value of the shares at the time of distribution over the cost basis of those shares in the Savings Plan, or, generally, the increase in the value of the shares while they were held by the Savings Plan. When the shares are later sold, the net unrealized appreciation, to the extent realized, is recognized as a long-term capital gain.

## **When Payments Must Begin**

The IRS allows you and DallasNews Corporation to set aside money in the Savings Plan to help you save for retirement, and there are rules to make sure you receive payment of your account. Payment of your account must be made or begin no later than when you reach age 72. However, if you continue working for a DallasNews Corporation company beyond age 72, you are not required to receive payment of your account until you retire from all DallasNews Corporation companies.

If you have terminated employment and you do not receive or commence payment of your account by April 1 of the year after the year in which you reach age 72 as described above, the IRS will impose a 50% penalty tax on the minimum amount that you should be receiving. You are responsible for making sure that your payments begin before that time.

## **Requesting Benefit Payment**

The contributions and earnings that accumulate are a part of your retirement benefits. To receive benefits from the Savings Plan, contact Fidelity at (800) 835-5098 or online at [www.401k.com](http://www.401k.com). In the event of your death, the Plan Administrator can assist your beneficiary in filing a claim.

Usually, a withdrawal request is processed within 30 days. Although the Plan Administrator makes every effort to process claims promptly and correctly, an error could exist in records or processing that could delay payment.

## **Claims Appeal**

If you do not receive the benefits that you believe you are entitled to under the Savings Plan, you must file a claim for benefits explaining why you believe your benefit should be different with the Plan Administrator in writing. You (or your beneficiary) will receive a notice approving or disapproving your claim within 90 days following receipt of information necessary to process the claim, unless special circumstances require an extension of time not later than 180 days after receipt of the information, in which case you (or your beneficiary) will be furnished with a notice of the extension prior to the termination of the initial 90-day period.

A notice of an adverse determination regarding your claim will explain:

- the reason for the adverse determination;
- the Savings Plan provisions on which the adverse determination is based;
- any additional material or information needed to make the claim acceptable and an explanation of why it's necessary; and
- a description of the Savings Plan's review procedures and the time limits applicable to such procedures, and a statement of your right to bring a civil action under Section 502(a) of ERISA following an adverse determination on review.

If you do not agree with the Plan Administrator's decision, you (or your beneficiary) must make a written request for a review of the decision within 60 days after being notified of the determination. You must make a written request for review and exhaust the review process available under the Savings Plan before you can file any claim in court regarding your claim for benefits under the Savings Plan. The request must:

- state that you want the claim reviewed;
- provide the reasons for your request and any supporting facts; and
- provide any other issues or comments that you believe are relevant to the claim and the review.

You or your authorized representative must submit a written request to obtain copies of any documents, records and other information related to the claim, which will be provided free of charge. You may provide additional written comments, documents, records, and other information relating to the claim. The final decision on your claim will normally be made within 60 days (but no later than 120 days) after your request for review is received.

If you fail to request a review within the time set forth above, you will have waived review of your denied claim. If your claim for benefits is denied, you may not bring a lawsuit to recover the denied benefits until you have exercised all of your appeal rights and your appeal has been denied in whole or in part.

## **Situations Affecting Your Benefits**

Some situations that could affect your Savings Plan benefits are summarized here:

- You will not be entitled to receive a distribution of any DallasNews Corporation matching or discretionary profit sharing contributions or their earnings if you stopped working for all DallasNews Corporation companies before you were vested.
- Benefits may be delayed if you fail to make proper application or do not provide necessary information.

- Benefits may be delayed if you do not provide the Plan Administrator with your most recent address and can't be located. Once you (or your beneficiary) provide a current address, benefits can be paid.

Benefits may be delayed if there are other claims to your benefit under the Plan, such as a claim related to a divorce or child support obligation that has been filed with the Plan Administrator in the form of a domestic relations order, whose qualification is pending adjudication, or if you are deceased and there is more than one beneficiary claiming to be the rightful beneficiary of your benefit, such as claims from persons who were not listed on your beneficiary designation form.

- The IRS sets maximum limits on the amount that you and DallasNews Corporation can contribute each year. There are other limitations that could also affect how much you can contribute each year. You will be notified if these limits affect you. The Savings Plan may be required to refund a portion of your contribution, and/or you may forfeit a portion of your company match, should these limits be exceeded.
- Under most circumstances, your savings belong to you and may not be sold, assigned, transferred, pledged, or garnished. If you become divorced or separated, a court order known as a Qualified Domestic Relations Order (QDRO) may affect your account. It requires that part of your account be paid to someone else – your children or former spouse, for example. This could apply to benefits paid to you, as well as to any beneficiary. As soon as you are aware of any court proceeding that could affect your Savings Plan benefit, contact Fidelity at (800) 835-5098 or <http://qd.ro.fidelity.com>. A copy of the Savings Plan's QDRO procedures and QDRO guidelines are available without charge upon request directly from Fidelity.
- If you are unable to care for yourself or if your beneficiary is a minor or legally disabled, benefits may be paid to a guardian or conservator of your estate.

## Blackout Periods

It may become necessary at certain times for the Savings Plan to temporarily suspend, limit or restrict your ability to direct the investment of your Savings Plan account or to obtain a loan or other distribution (a "blackout period"). A blackout period may occur, for example, if the Savings Plan is changing trustees or recordkeepers, and Savings Plan activity must be suspended while Savings Plan assets and records are being transferred from the former service provider to the new service provider. If the Savings Plan imposes a blackout period that is expected to last for more than three consecutive business days, you will be given at least 30 days advance notice, unless unforeseeable circumstances beyond the control of the Plan Administrator prevent such notice.

Other situations that are not initiated by the Savings Plan may temporarily prevent you from directing the investment of your account or from obtaining a loan or other distribution. For example, if you or your spouse (or former spouse) is in the process of obtaining a Qualified Domestic Relations Order, your ability to receive a distribution or a Savings Plan loan will be suspended while the Plan Administrator determines if a court order intended to be a Qualified Domestic Relations Order satisfies the applicable requirements of ERISA and the Code. Also, if a portion of your account is awarded to an alternate payee pursuant to a Qualified Domestic Relations Order, the alternate payee will not be able to direct the investment or receive a

distribution of the transferred portion of your account until the assets are transferred to a separate account in the alternate payee's name (a process that could take up to seven business days).

Finally, in the event of your death, your Savings Plan benefit will be transferred to an account in the name of your beneficiary, a process that normally takes up to seven business days after proof of death is furnished to the Plan Administrator. During this period, your beneficiary will be unable to direct the investment of your account or obtain a distribution from the Savings Plan. It is your responsibility to keep your beneficiary designation and the contact information for your beneficiary up to date by providing updates to the Plan Administrator on the plan's beneficiary designation form.

## **Top-Heavy Rules**

A plan that primarily benefits an employer's more highly compensated employees is called a "top-heavy" plan. The Internal Revenue Code defines and imposes additional qualification requirements on such plans. The Savings Plan is not and has never been top-heavy but will comply with the applicable rules in the unlikely event that it should become so.

## **Assignment of Benefits**

The Savings Plan does not permit you to assign, alienate, transfer, pledge, encumber, commute, or anticipate any interest in the trust or in any payment to be made under the Savings Plan. In general, this means you cannot use your Savings Plan benefit as collateral when taking out a commercial loan. Your interest in the Savings Plan shall not be in any manner subject to levy, attachment, or other legal process to enforce payment of any claim against you as a participant in the Savings Plan, except for claims by the Federal government for unpaid Federal taxes.

Under ERISA, a Qualified Domestic Relations Order is not considered an impermissible assignment or alienation of your right to benefits. If a domestic relations order follows a certain form and contains certain information, it will qualify, and the Plan Administrator must comply with the order.

## **Effect on Employment Status**

The Savings Plan is designed and maintained as an employee benefit plan. Nothing in the Savings Plan should be construed or interpreted as giving any employee the right to be retained in the service of DallasNews Corporation or any DallasNews Corporation company, or to be afforded any particular condition of employment. Nothing in the Savings Plan shall affect or impair the right of DallasNews Corporation or any other DallasNews Corporation company to manage its employees or terminate the service of any employee at any time.



# If the Savings Plan Should End

DallasNews Corporation expects to continue the Savings Plan indefinitely. However, DallasNews Corporation reserves the right to amend or end the Savings Plan at any time. You will be notified of a termination of the Savings Plan.

If you are an active participant and the Savings Plan is terminated, you will be 100% vested in your account without regard to your years of service. If the Savings Plan is terminated, you will receive the full value of your account (less any outstanding loans), including your rollover contributions, pretax contributions, and DallasNews Corporation contributions, plus all earnings (or minus losses) from investments. Your account will be distributed to you as soon as administratively feasible.

The Savings Plan is a profit-sharing plan with a 401(k) salary deferral feature, designed to provide retirement benefits. The value of your account depends on the contributions made and the market value of the investment funds. Because Federal law does not provide for benefits under plans of this type to be guaranteed by the Pension Benefit Guaranty Corporation (the “PBGC”), Savings Plan benefits are not insured by the PBGC.

## Administrative Information

In this section, you will find information about the administration of the Savings Plan.

### Plan Sponsor

The Savings Plan is sponsored by DallasNews Corporation:

DallasNews Corporation  
1954 Commerce Street  
Dallas, Texas 75201  
Attention: DallasNews Corporation Benefits

Telephone: (214) 977-5911

### Plan Administrator

The Savings Plan is administered by the DallasNews Corporation Benefits Administrative Committee:

DallasNews Corporation Benefits Administrative Committee  
1954 Commerce Street  
Dallas, Texas 75201  
Attention: DallasNews Corporation Benefits

Telephone: (214) 977-5911

The Plan Administrator is responsible for operating and interpreting the Savings Plan and making final decisions on issues such as eligibility and payment of benefits. Most day-to-day questions about your benefits can be answered by contacting DallasNews Corporation Benefits at (214) 977-5911 or toll-free at (877) 235-6242.

## **Plan Type, Year, and Identification Numbers**

The official name of the Savings Plan is the DallasNews Corporation Savings Plan. The Savings Plan is a profit-sharing 401(k) plan designed to provide retirement benefits. Plan records are kept on a plan year which begins on January 1 and ends on December 31. The initial plan year was the short plan year beginning on February 5, 2008 and ending on December 31, 2008.

The Savings Plan is filed with the United States Department of Labor and the Internal Revenue Service under two numbers:

- Employer Identification Number (EIN): 38-3765318.
- Plan Number (PN): 001.

## **Plan Trustee**

Savings Plan assets are held in a trust. The trustee for the Savings Plan is:

Fidelity Management Trust Company  
82 Devonshire Street  
Boston, Massachusetts 02109

## **Agent for Service of Legal Process**

Service of legal process regarding the Savings Plan can be delivered to the Savings Plan trustee, the Plan Administrator, or to the DallasNews Corporation Legal Department:

DallasNews Corporation  
1954 Commerce Street  
Dallas, Texas 75201  
Attention: Legal Department

## **Your Rights Under ERISA**

As a participant in the Savings Plan you are entitled to certain rights and protections under ERISA and to receive information about the Savings Plan and your benefits. ERISA provides that all plan participants shall be entitled to:

- Examine, without charge, at the Plan Administrator's office, all documents governing the Savings Plan, including collective bargaining agreements and a copy of the latest annual report (Form 5500 Series) filed by the Savings Plan with the U.S. Department of

Labor and available at the Public Disclosure Room of the Employee Benefits Security Administration.

- Obtain, upon written request to the Plan Administrator, copies of documents governing the operation of the Savings Plan, including collective bargaining agreements and copies of the latest annual report (Form 5500 Series) and an updated summary plan description. The Plan Administrator may make a reasonable charge for the copies.
- Receive a summary of the Savings Plan's annual financial report. The Plan Administrator is required by law to furnish each participant with a copy of this summary annual report.

## **Prudent Action by Plan Fiduciaries**

In addition to creating rights for participants, ERISA imposes duties upon those who are responsible for the operation of the Savings Plan. The people who operate the Savings Plan, called "fiduciaries" of the plan, have a duty to do so prudently and in the interest of you and other participants and beneficiaries. No one may fire you or otherwise discriminate against you in any way to prevent you from obtaining a benefit or exercising your rights under ERISA.

## **Enforce Your Rights**

If your claim for a benefit is denied or ignored, in whole or in part, you have a right to know why this was done, to obtain copies of documents relating to the decision without charge, and to appeal any denial, all within certain time schedules.

Under ERISA, there are steps you can take to enforce the above rights. For instance, if you request a copy of plan documents or the latest annual report from the Savings Plan and do not receive them within 30 days, you may file suit in a Federal court. In such a case, the court may require the Plan Administrator to provide the materials and pay you up to \$165 a day until you receive the materials, unless the materials were not sent because of reasons beyond the control of the Plan Administrator.

If you have a claim for benefits which is denied or ignored, in whole or in part, and you have exhausted the Plan's administrative appeal process, you may file suit in a state or Federal court. In addition, if you disagree with the Savings Plan's decision or lack thereof concerning the qualified status of a domestic relations order and you have exhausted the Plan's administrative appeal process, you may file suit in Federal court.

If it should happen that Savings Plan fiduciaries misuse the Savings Plan's money, or if you are discriminated against for asserting your rights, you may seek assistance from the U.S. Department of Labor, or you may file suit in a Federal court. The court will decide who should pay court costs and legal fees.

If you are successful, the court may order the person you have sued to pay these costs and fees. If you lose, the court may order you to pay these costs and fees, for example, if it finds your claim is frivolous.

## **Assistance With Your Questions**

If you have any questions about the Savings Plan or this summary, you should contact the Plan Administrator. If you have any questions about this statement or about your rights under ERISA, or if you need assistance in obtaining documents from the Plan Administrator, you should contact:

- the nearest office of the Employee Benefits Security Administration, U.S. Department of Labor, listed in your telephone directory; or
- the Division of Technical Assistance and Inquiries, Employee Benefits Security Administration, U.S. Department of Labor, 200 Constitution Avenue N.W., Washington, D.C. 20210.

You may also obtain certain publications about your rights and responsibilities under ERISA by calling the toll-free publications hotline of the Employee Benefits Security Administration at (866) 444-EBSA (3272).