

Tribune Company  
435 North Michigan Avenue  
Chicago, Illinois 60611

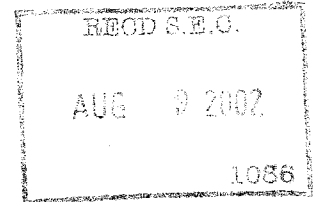
# TRIBUNE

0456

312/222-9100

August 9, 2002

Mr. Jonathan G. Katz  
Secretary  
Securities and Exchange Commission  
450 Fifth Street, NW  
Washington, DC 20549



Re: Statement Under Oath of Principal Financial Officer Relating to Exchange Act Filings for Tribune Company

Dear Mr. Katz:

Enclosed you will find an original of the Statement Under Oath of Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings signed by Donald C. Grenesko, Senior Vice President of Finance and Administration of Tribune Company.

Tribune Company's 10-Q for the second quarter of 2002 was filed with the Commission today.

If there are any questions, my telephone number is 312-222-3889.

Sincerely,

R. Mark Mallory  
Vice President and Controller

Enclosure

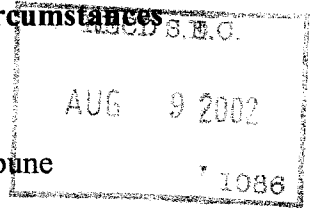
cc: Donald C. Grenesko

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**Statement Under Oath of Principal Financial Officer Regarding Facts and Circumstances  
Relating to Exchange Act Filings**



I, Donald C. Grenesko, Senior Vice President of Finance and Administration of Tribune Company, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Tribune Company, and, except as corrected or supplemented in a subsequent covered report:
  - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
  - Annual Report on Form 10-K for the fiscal year ended December 30, 2001 for Tribune Company;
  - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Tribune Company filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - any amendments to any of the foregoing.

Donald C. Grenesko  
Senior Vice President of  
Finance and Administration

August 9, 2002

Subscribed and sworn to  
before me this 9<sup>th</sup> day of  
August 2002.

*/s/ Marcia K. Arnemann*

Notary Public

My Commission Expires: 07/13/06

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