

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL | |
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|---|---|---|
| 1. Name and Address of Reporting Person* <u>Lyons Douglas F</u> (Last) (First) (Middle) 312 WALNUT STREET (Street) CINCINNATI OH 45202 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>E.W. SCRIPPS Co [SSP]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP, Controller & Treasurer</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) 10/02/2018 | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|------------|---------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Class A Common Shares, \$.01 par value per share | 10/02/2018 | | C ⁽¹⁾ | | 5,531 | A | \$16.25 | 29,131 | D | |
| Class A Common Shares, \$.01 par value per share | 10/02/2018 | | F ⁽²⁾ | | 2,570 | D | \$16.25 | 26,561 | D | |
| Common Voting Shares, \$.01 par value per share | | | | | | | | 0 | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|-------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | | Title |
| Restricted Stock Units | (1) | 10/02/2018 | | C ⁽¹⁾ | | 5,531 | | 10/02/2018 | 10/02/2020 | Restricted Stock Units | 5,531 | \$16.25 | 11,061 | D | |
| Restricted Stock Units | (3) | | | | | | | 03/09/2017 | 03/09/2019 | Restricted Stock Units | 1,469 | | 1,469 ⁽³⁾ | D | |
| Restricted Stock Units | (4) | | | | | | | 03/01/2018 | 03/01/2020 | Restricted Stock Units | 3,965 | | 3,965 ⁽⁴⁾ | D | |
| Restricted Stock Units | (5) | | | | | | | 03/01/2019 | 03/01/2022 | Restricted Stock Units | 16,743 | | 16,743 ⁽⁵⁾ | D | |

Explanation of Responses:

- This transaction reflects the conversion of restricted stock units into Class A Common Shares.
- The terms of this long-term incentive award mandate that the Company withhold shares to satisfy the reporting person's tax obligation.
- This restricted stock unit award will vest in 2019. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.
- This restricted stock unit award will vest in equal parts in 2019 and 2020. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.
- This restricted stock unit award will vest in equal parts in 2019, 2020, 2021, and 2022. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.

Remarks:

/s/ William Appleton,
Attorney-in-fact for Douglas F. Lyons
10/04/2018

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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