SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b).
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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			or Section So(ii) of the Investment Company Act of 1940			
1. Name and Address of Reporting Person [*] SCRIPPS CHARLES E			2. Issuer Name and Ticker or Trading Symbol <u>E.W. SCRIPPS Co</u> [SSP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner		
C/O MIRAMAR SERVICES, INC. 250 GRANDVIEW AVE., SUITE 400		S, INC.	3. Date of Earliest Transaction (Month/Day/Year) 12/04/2020	Officer (give title Other (specify below) below)		
		UITE 400	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street)				X Form filed by One Reporting Person		
FT. MITCI	HELL KY	41017		Form filed by More than One Reporting Person		
(City)	(State)	(Zip)				

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

Table 1 Hon Bertvarve Geournies Acquirea, Bisposea of, or Beneficiary Owned											
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.		4. Securities Disposed Of			5. Amount of Securities Beneficially Owned Following Benerted	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Class A Common Shares, \$.01 par value per share	12/04/2020		J ⁽¹⁾		706,367	D	\$13.535	0	I ⁽²⁾	By GRAT	
Class A Common Shares, \$.01 par value per share	12/04/2020		J ⁽¹⁾		706,367	A	\$13.535	811,367	D		
Common Voting Shares, \$.01 par value per share	12/04/2020		J ⁽³⁾		617,315	D	\$13.535	0	I ⁽²⁾	By GRAT	
Common Voting Shares, \$.01 par value per share	12/04/2020		J ⁽³⁾		617,315	A	\$13.535	617,315	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. Transa Code (8)		of Deriv Secu Acqu (A) o Dispo of (D (Insti	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Deriv	unt of rities rlying ative rity (Instr.	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	Amount or Number of Shares				

Explanation of Responses:

1. On December 4, 2020, the reporting person exchanged assets of equal value for 706,367 Class A Common Shares, which were valued based on the average of the high and low market price of the Class A Common Shares on such date, with a grantor retained annuity trust of which the reporting person is trustee. As a result, these Class A Common Shares are again directly owned by the reporting person.

2. These shares were previously reported as directly beneficially owned, but were contributed on June 2, 2020, to a grantor retained annuity trust of which the reporting person is a trustee.

3. On December 4, 2020, the reporting person exchanged assets of equal value for 617,315 Common Voting Shares, which were valued based on the average of the high and low market price of the Class A Common Shares on such date, with a grantor retained annuity trust of which the reporting person is trustee. As a result, these Common Voting Shares are again directly owned by the reporting person.

Remarks:

The reporting person may be deemed to have shared voting power with respect to more than 10% of the Class A Common Shares of the Issuer (due solely to the convertibility of Common Voting Shares of the Company into Class A Common Shares on a share-for-share basis) due to the voting provisions of the Amended and Restated Scripps Family Agreement dated May 19, 2015, as amended on March 29, 2017, to which the reporting person is a party. The reporting person filed a Schedule 13D with the Commission on January 24, 2013, as last amended on September 28, 2020.

<u>(s/ Tracy Tunney Ward on</u> <u>behalf of Miramar Services,</u> <u>Inc. as Attorney-In-Fact for</u> <u>Charles E. Scripps Jr.</u> ** Signature of Reporting Person

12/09/2020

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.