





**ATTACHMENT TO FORM 8937  
 (“REPORT OF ORGANIZATIONAL ACTIONS AFFECTING BASIS OF SECURITIES”)**

**MERGER INVOLVING DESK SPINCO, INC.**

Part I, Items 1-2	Issuer Name and EIN	Desk Spinco, Inc. Employer Identification No. _____
Part I, Items 3-7	Contact information	Name of contact: Douglas Lyons Telephone No. of contact: 513-977-3000 Email address of contact: doug.lyons@scripps.com Address of contact: PO Box 5380 Cincinnati, OH 45201-5380
Part I, Item 8	Date of action	April 1, 2015
Part I, Items 9-12	Security information	The E.W. Scripps Company CUSIP #: 811054204 Ticker Symbol: SSP  Desk Spinco, Inc. CUSIP #: 811054204 Ticker Symbol: SSP

Part II, Item 14	Description of organizational action	<p>At 12:01:01 a.m., Central Time, on April 1, 2015, the shares of Desk Spinco, Inc. (“<u>Scripps Spinco</u>”) were exchanged for (i) shares of common stock of Journal Media Group, Inc. (“<u>JMG</u>”) pursuant to a merger of Desk NP Merger Co. (a subsidiary of The E.W. Scripps Company) with and into Scripps Spinco, and (ii) cash in lieu of fractional shares of JMG. In this merger, each share of Scripps Spinco common stock was entitled to receive 0.2500 shares of JMG common stock, subject to cash being received in lieu of fractional shares.</p> <p>The Scripps Newspaper Merger was preceded by a pro rata distribution of common stock of Scripps Spinco to holders of the Class A common stock and Common Voting stock of The E.W. Scripps Company (“<u>EWS</u>”), which distribution (the “<u>Distribution</u>”) occurred at 12:01:00 a.m., Central Time, on April 1, 2015. In the Distribution, one (1) share of Scripps Spinco common stock was distributed with respect to every share of EWS Class A common stock outstanding as of the close of business on March 25, 2015, the record date. The effects of the Distribution are addressed in a separate Form 8937 filed by Scripps. The shares of Scripps Spinco common stock did not trade on a securities exchange, and these shares do not have a CUSIP number or ticker symbol. The shares of Scripps Spinco common stock that were distributed to the Journal shareholders in the Distribution were delivered to the exchange agent and held for the benefit of such shareholders until these shares were exchanged in the Scripps Newspaper Merger for JMG shares and cash in lieu of fractional shares.</p>
Part II, Item 15	Description of the quantitative effect of the organizational action on the basis of the security in the hands of the U.S. taxpayer as an adjustment per share or as a percentage of old stock basis	<p>The Newspaper Merger qualified either as a reorganization within the meaning of Section 368(a)(1)(A) of the Internal Revenue Code (the “<u>Code</u>”) by reason of Section 368(a)(2)(E) of the Code or as a transaction described in Section 351 of the Code. No gain or loss was recognized by a holder of Scripps Spinco common stock, solely as a result of the receipt of JMG common shares in the Scripps Newspaper Merger, except with respect to any cash received in lieu of fractional shares. The aggregate tax basis of the JMG common shares received in the Scripps Newspaper Merger (including any fractional shares deemed received and sold for cash as described below) by a holder is the same as the aggregate tax basis of the Scripps Spinco common stock held by the holder immediately before the merger. A Scripps Spinco shareholder who received cash in lieu of a fractional JMG common share in the merger is treated as having sold such fractional share for the amount of cash received, and this shareholder generally recognized capital gain or loss in an amount equal to the difference between the amount of such cash received and such shareholder’s adjusted tax basis in the fractional share.</p>

Part II, Item 16	Description of the calculation of the change in basis and the data that supports the calculation	<p>There was no change in the tax basis for Scripps Spinco shareholders as a result of the Scripps Newspaper Merger, other than with respect to the cash received in lieu of fractional shares as described in item 15.</p> <p>The allocation of tax basis in connection with the Distribution is addressed in a separate Form 8937 filed by Scripps.</p>
Part II, Items 17-18	List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based and ability of any resulting loss to be recognized.	<p>Sections 354(a)(1), 358(a)(1), 368(a), 368(b), and 1001.</p> <p>No loss may be recognized, except with respect to a fractional share deemed received and sold for cash as described in item 15.</p>
Part II, Item 19	Provide any other information necessary to implement the adjustment	<p>The treatment of the Distribution that preceded the Merger is addressed in a separate Form 8937 filed by Scripps.</p>