

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

|                          |           |
|--------------------------|-----------|
| <b>OMB APPROVAL</b>      |           |
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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

|  |  |  |   |  |  |  |  |  |
|--|--|--|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person*<br><u>BOEHNE RICHARD A</u><br>(Last) (First) (Middle)<br>312 WALNUT STREET, 28TH FLOOR<br>(Street)<br>CINCINNATI OH 45202<br>(City) (State) (Zip) |  |  | 2. Issuer Name and Ticker or Trading Symbol<br><u>E.W. SCRIPPS Co [ SSP ]</u> |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br>Officer (give title below) Other (specify below) |  |  |
|  |  |  | 3. Date of Earliest Transaction (Month/Day/Year)<br>06/30/2018                |  |  |  |  |  |
|  |  |  | 4. If Amendment, Date of Original Filed (Month/Day/Year)                      |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person    |  |  |

**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 | 07/01/2018                           |  | F <sup>(1)</sup>               |   | 42,204  | D          | \$13.39 | 158,561   | D  |   |
| Class A Common Shares, \$.01 par value per share | 07/01/2018                           |  | C <sup>(2)</sup>               |   | 124,196   | A          | \$13.39 | 282,757   | D  |   |
| Class A Common Shares, \$.01 par value per share |                                      |  |                                |   |   |            |         | 126,170   | I  | Investment LLC  |
| 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   | Amount or Number of Shares |  |  |   |  |
| Restricted Stock Units                     | (2)  | 07/01/2018 <sup>(3)</sup>            |  | C <sup>(2)</sup>               |   |  | 21,655 | 03/09/2016   | 03/09/2019      | Restricted Stock Units  | 21,655                     | \$13.39                                    | 0  | D   |  |
| Restricted Stock Units                     | (2)  | 07/01/2018 <sup>(3)</sup>            |  | C <sup>(2)</sup>               |   |  | 33,898 | 03/09/2017   | 03/09/2020      | Restricted Stock Units  | 33,898                     | \$13.39                                    | 0  | D   |  |
| Restricted Stock Units                     | (2)  | 07/01/2018 <sup>(3)</sup>            |  | C <sup>(2)</sup>               |   |  | 68,643 | 03/01/2018   | 03/01/2021      | Restricted Stock Units  | 68,643                     | \$13.39                                    | 0  | D   |  |
| Phantom Stock                              | (4)  | 06/30/2018                           |  | J                              |   | 3,342.05   |        | (4)  | (4)             | Class A Common  | 3,342.05                   | \$13.39                                    | 7,006.13 <sup>(4)</sup>  | D   |  |
| Phantom Stock                              | (5)  | 06/30/2018                           |  | J                              |   | 26.16  |        | (5)  | (5)             | Class A Common  | 26.16                      | \$13.39                                    | 7,032.29 <sup>(5)</sup>  | D   |  |
| Restricted Stock Units                     | (6)  |                                      |  |                                |   |  |        | 05/10/2019   | 05/10/2019      | Restricted Stock Units  | 6,471                      |  | 6,471 <sup>(6)</sup>   | D   |  |

**Explanation of Responses:**

- The terms of this long-term incentive award mandate that the Company withhold shares to satisfy the reporting person's tax obligation.
- This transaction reflects the conversion of restricted stock units into Class A Common Shares.
- Vesting of award was accelerated in connection with the reporting person's retirement.
- Pursuant to the company's 1997 Deferred Compensation and Stock Plan for Directors, directors may defer fees into a phantom stock fund. Under this plan, fees are allocated to a phantom shares account based on the fair market value of the company's Class A Common Shares on the last trading day of each quarter. Balances are paid in either shares or cash at the time a director leaves the Board.
- Pursuant to the company's 1997 Deferred Compensation and Stock Plan for Directors, at the end of each calendar quarter, the number of shares credited to a Phantom Stock Account shall be increased by any dividends paid on shares during that calendar quarter.
- 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.

**Remarks:**

/s/ William Appleton, Attorney-in-fact for Richard A. Boehne 07/03/2018

\*\* 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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