

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

|  |   |   |
|--|---|---|
| 1. Name and Address of Reporting Person*<br><u>O'Brian Kate</u><br><br>(Last) (First) (Middle)<br>312 WALNUT STREET<br>28TH FLOOR<br><br>(Street)<br>CINCINNATI OH 45202<br><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 (Check all applicable)<br><br><input checked="" type="checkbox"/> Director 10% Owner<br><input type="checkbox"/> Officer (give title below) Other (specify below)<br><br>President, Scripps News |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br>12/31/2024                |   |
| 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 |                                      |  |                                |   |   |            |       | 6,957   | 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 |   |  |  |   |  |
| Restricted Stock Units                     | (1)  |                                      |  |                                |   |  |     | 03/01/2023   | 03/01/2025      | Class A Common Shares   | 1,699                                      | 1,699  | D   |  |
| Restricted Stock Units                     | (2)  |                                      |  |                                |   |  |     | 05/01/2024   | 03/01/2027      | Class A Common Shares   | 20,033                                     | 20,033   | D   |  |
| Restricted Stock Units                     | (3)  |                                      |  |                                |   |  |     | 03/01/2025   | 03/01/2028      | Class A Common Shares   | 14,752                                     | 14,752   | D   |  |

**Explanation of Responses:**

- This restricted stock award will vest in 2025. One-third of the award vested in 2023 and 2024. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.
- This restricted stock award will vest in 2025, 2026 and 2027. One-fourth of the award vested in 2024. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.
- This restricted stock award will vest in 2025, 2026, 2027 and 2028. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.

**Remarks:**

The reporting owner has retired as President, Scripps News, effective December 31, 2024, and is no longer obligated under the rules of Section 16.

/s/ Robert Oestreicher by 12/31/2024  
Power of Attorney

\*\* 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.

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.