| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL |
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| OMB Number: | 3235-0287 |
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| Estimated average bur | den |
| hours per response: | 0.5 |

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

| E.W. SCRIPPS Co [SSP] (Check all applicable) X Director X 10% | Owner | | | | | | | | | | | | |
|---|---|--|--|--|--|--|--|--|--|--|--|--|--|
| Image: display line 3. Date of Earliest Transaction (Month/Day/Year) Officer (give title below) Other below 05/06/2020 05/06/2020 05/06/2020 05/06/2020 05/06/2020 | r (specify v) | | | | | | | | | | | | |
| | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | | | | | | | |
| 17 X Form filed by One Reporting Per Form filed by More than One Reporting Per Person | | | | | | | | | | | | | |
| | | | | | | | | | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | |
| 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 Dependence (I) (Instr. 4) 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) | | | | | | | | | | | | |
| O5/06/2020 4. If Amendment, Date of Original Filed (Month/Day/Year) 5. Individual or Joint/Group Filing (Check Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person Person 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. 3. 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and Securities Beneficially Owned Following Reported 6. Ownership Form: Direct (D) or Indirect | Appli rson portir 7. of Be Ov | | | | | | | | | | | | |

| | Class A Common Shares, \$.01 par value per share | 05/06/2020 | C ⁽¹⁾ | 4,279 | A | \$7.32 | 14,048 | |
|---|--|------------|------------------|-------|---|--------|---------|---|
| | Common Voting Shares, \$.01 par value per share | | | | | | 267,283 | |
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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 | | 6. Date Exerc Expiration Da (Month/Day/Y | ate | 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 | (1) | 05/06/2020 | | С | | | 4,279 | 05/06/2020 | 05/06/2020 | Restricted Stock Units | 4,279 | \$7.32 | 0 | D | |
| Restricted Stock Units | (2) | | | | | | | 05/04/2020 | 05/04/2021 | Restricted Stock Units | 12,978 | | 12,978 | D | |

Explanation of Responses:

1. This transaction reflects the conversion of restricted stock units into Class A Common Shares.

2. This restricted stock unit award will vest in 2021. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.

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 January 11, 2019.

/s/ William Appleton,

Attorney-in-fact for R. Michael 05/08/2020

<u>Scagliotti</u>

** 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.