

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* <u>Lawlor Brian G.</u> (Last) (First) (Middle) 312 WALNUT STREET 28TH FLOOR (Street) CINCINNATI OH 45202 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>E.W. SCRIPPS Co [SSP]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President, Scripps Sports</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>05/01/2024</u> | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) <u>05/03/2024</u> | | |

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 | 05/01/2024 | | M ⁽¹⁾ | | 12,908 | A | \$0 | 211,455 | D | |
| Class A Common Shares, \$.01 par value per share | 05/01/2024 | | F ⁽²⁾ | | 5,546 | D | \$0 | 205,909 | 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 | Title | Amount or Number of Shares | | | | |
| Restricted Stock Units | (3) | 05/01/2024 | | A | | 28,265 | | 05/01/2024 | 03/01/2027 | Class A Common Shares | 56,659 | \$0 | 56,659 | D | |
| Restricted Stock Units | (1) | 05/01/2024 | | M ⁽¹⁾ | | 12,908 | | 05/01/2024 | 03/01/2027 | Class A Common Shares | 43,751 | \$0 | 43,751 | D | |
| Restricted Stock Units | (4) | | | | | | | 03/01/2022 | 03/01/2025 | Class A Common Shares | 11,144 | | 11,144 | D | |
| Restricted Stock Units | (5) | | | | | | | 03/01/2023 | 03/01/2026 | Class A Common Shares | 15,109 | | 15,109 | D | |
| Restricted Stock Units | (6) | | | | | | | 03/01/2025 | 03/01/2028 | Class A Common Shares | 32,774 | | 32,774 | D | |

Explanation of Responses:

- This transaction reflects the conversion of restricted stock units into Class A Common Shares.
- The terms of this long-term incentive award mandate that the Company withhold shares to satisfy the reporting person's tax obligation.
- Since the Company exceeded performance goals, additional restricted stock units were credited. This restricted stock award will vest in equal parts in 2025, 2026 and 2027. 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. 25% of the award vested in 2022, 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 and 2026. 25% 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, 2027 and 2028. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.

/s/ Robert Oestreich by Power of Attorney 12/03/2024

** 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.

POWER OF ATTORNEY

BE IT KNOWN, that Brian G. Lawlor does hereby make and appoint each of Jason Combs, Chief Financial Officer, David M. Giles, Chief Legal Officer, and Robert Oestreich, Senior Vice President, Corporate Counsel and Corporate Secretary of The E.W. Scripps Company, or any person designated by him, as his true and lawful attorney for him and in his name, place and stead, giving and granting to each the power and authority to sign and file reports required under Section 16(a) of the Securities and Exchange Act of 1934, with full power of substitution and revocation, hereby ratifying and confirming such act(s) that any said attorney shall lawfully do or cause to be done by virtue hereof.

Dated: August 14, 2024

/s/ Brian G. Lawlor
