

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

|  |   |  |
|--|---|--|
| 1. Name and Address of Reporting Person*<br><u>Tomlin Laura</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<br>(Check all applicable)<br><br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>SVP, National Media</u> |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>03/01/2018</u>         |  |
|  |   | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> 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 | 03/01/2018                           |  | C <sup>(1)</sup>               |   | 762   | A          | \$13.25 | 4,341   | D  |   |
| Class A Common Shares, \$.01 par value per share | 03/01/2018                           |  | F <sup>(2)</sup>               |   | 242   | D          | \$13.25 | 4,099   | 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 |
| Restricted Stock Units                     | <sup>(3)</sup>   | 02/14/2018                           |  | J                              |   |  | 28  | 03/01/2018   | 03/01/2020      | Restricted Stock Units  | 28   | \$13.25  | 2,287   | D  |       |
| Restricted Stock Units                     | <sup>(1)</sup>   | 03/01/2018                           |  | C                              |   |  | 762 | 03/01/2018   | 03/01/2020      | Restricted Stock Units  | 762  | \$13.25  | 1,525 <sup>(1)</sup>                                      | D  |       |
| Restricted Stock Units                     | <sup>(4)</sup>   |                                      |  |                                |   |  |     | 03/09/2017   | 03/09/2019      | Restricted Stock Units  | 1,130                                      |  | 1,130 <sup>(4)</sup>                                      | D  |       |
| Restricted Stock Units                     | <sup>(5)</sup>   |                                      |  |                                |   |  |     | 03/09/2016   | 03/09/2018      | Restricted Stock Units  | 722  |  | 722 <sup>(5)</sup>  | D  |       |
| Restricted Stock Units                     | <sup>(6)</sup>   |                                      |  |                                |   |  |     | 09/01/2018   | 09/01/2020      | Restricted Stock Units  | 10,758                                     |  | 10,758 <sup>(6)</sup>                                     | 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.
- Forty percent of the units awarded in 2017 were contingent on performance measures. Because the company did not meet these measures, the subject units did not vest and were forfeited under terms of the award.
- This restricted stock unit award will vest in equal parts in 2018 and 2019. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.
- This restricted stock unit award will vest in 2018. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.
- This restricted stock unit award will vest in equal parts in 2018, 2019 and 2020. 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 Laura Tomlin      03/05/2018

\*\* 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.

**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.**

BE IT KNOWN, that Laura Tomlin, Senior Vice President, National Media of The E. W. Scripps Company, effective August 23, 2017, does hereby make and appoint each of Timothy M. Wesolowski, Executive Vice President, Chief Financial Officer, William Appleton, Executive Vice President and General Counsel, and Julie McGehee, Vice President, Benefits and Compensation and Corporate Secretary of The E. W. Scripps Company, or any person designated by him or her, 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.

Executed on August 23, 2017.

/s/ Laura Tomlin