STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

1. Name and Address of Reporting Person:
   O'Brian Kate
   (First) (Last) (Middle)
   312 WALNUT ST., SUITE 2800
   CINCINNATI OH 45202

2. Issuer Name and Ticker or Trading Symbol:
   E.W. SCRIPPS Co [ SSP ]

3. Date of Earliest Transaction (Month/Day/Year):
   03/01/2023

4. If Amendment, Date of Original Filed (Month/Day/Year):
   03/01/2024

5. Relationship of Reporting Person(s) to Issuer:
   Director
   Officer (give title below)
   President, Scripps News

6. Individual or Joint/Group Filing (Check Applicable Line):
   X Form filed by One Reporting Person
   Form filed by More than One Reporting Person

Rule 10b5-1(c) Transaction Indication

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

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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, If any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 5)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Shares, $.01 par value per share</td>
<td>03/01/2024</td>
<td>(1)</td>
<td>A</td>
<td>$3.76</td>
<td>2,428</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Shares, $.01 par value per share</td>
<td>03/01/2024</td>
<td>(2)</td>
<td>D</td>
<td>$3.76</td>
<td>1,760</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Voting Shares, $.01 par value per share</td>
<td>03/01/2024</td>
<td>0</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

e.g., puts, calls, warrants, options, convertible securities

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, If any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 5)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Units</td>
<td>$3.76</td>
<td>03/01/2024</td>
<td>C</td>
<td>1,588</td>
<td>03/01/2023</td>
<td>03/01/2025</td>
<td>Restricted Stock Units</td>
<td>1,588</td>
<td>$3.76</td>
<td>1,699</td>
<td>D</td>
</tr>
<tr>
<td>Restricted Stock Units</td>
<td>(1)</td>
<td>03/01/2024</td>
<td>A</td>
<td>15,243</td>
<td>03/01/2023</td>
<td>03/01/2028</td>
<td>Restricted Stock Units</td>
<td>15,243</td>
<td>$6.56</td>
<td>15,243</td>
<td>D</td>
</tr>
<tr>
<td>Restricted Stock Units</td>
<td>(2)</td>
<td>03/01/2024</td>
<td>(2)</td>
<td>2,765</td>
<td>03/01/2024</td>
<td>03/01/2027</td>
<td>Restricted Stock Units</td>
<td>2,765</td>
<td></td>
<td>2,765</td>
<td>D</td>
</tr>
</tbody>
</table>

Explanation of Responses:

1. This transaction reflects the conversion of restricted stock units into Class A Common Shares.
2. The terms of this long-term incentive award mandate that the Company withhold shares to satisfy the reporting person’s tax obligation.
3. This restricted stock award will vest in equal parts in 2024, 2025, 2026 and 2027. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.
4. This restricted stock award will vest in equal parts in 2024. 25% vested in 2022, and 2023. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.
5. This restricted stock award will vest in equal parts in 2024, 2025, 2026 and 2027. 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 Kate O’Brian
03/05/2024

** 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).
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.