## SEC Form 4

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

## 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

1. Name and Address of Reporting Person <sup>*</sup> BOEHNE RICHARD A				2. Issuer Name and Ticker or Trading Symbol <u>E.W. SCRIPPS Co</u> [SSP]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
BUEHNE R	ICHARD A	L		<u></u>			- 1			2	Director	10%	owner		
(Last) 312 WALNUT	(First) STREET, 28T		3. Date of Earliest Transaction (Month/Day/Year) 05/10/2018							Officer (give title below)	e Oth belo	er (specify w)			
(Street) CINCINNATI	ОН	45202		4. If Amendment, Date of Original Filed (Month/Day/Year)						Line	ndividual or Joint/Group Filing (Check Applicable e) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)													
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned														
Date			2. Transac Date (Month/Da		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			5. Amount of Securities Beneficially Owned Following	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)		
Class A Common Shares, \$.01 par value per share											200,765	D			
Class A Common Shares, \$.01 par value per share											126,170	I	Investment LLC		
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)		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	(1)	05/10/2018		Α		6,471		05/10/2019	05/10/2019	Restricted Stock Units	6,471	\$11.59	6,471 <sup>(1)</sup>	D	
Phantom Stock	(2)							(2)	(2)	Class A Common	3,664.08		3,664.08 <sup>(2)</sup>	D	
Restricted Stock Units	(1)							03/09/2016	03/09/2019	Restricted Stock Units	21,655		21,655 <sup>(1)</sup>	D	
Restricted Stock Units	(3)							03/09/2017	03/09/2020	Restricted Stock Units	33,898		33,898 <sup>(3)</sup>	D	
Restricted Stock Units	(4)							03/01/2018	03/01/2021	Restricted Stock Units	68,643		68,643 <sup>(4)</sup>	D	

## Explanation of Responses:

1. This restricted stock unit award will vest in 2019. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.

2. Pursuant to the company's 1997 Deferred Compensation and Stock Plan for Directors, directors may defer fees into a phantom stock fund. Under this plan, fees are allocated to a phantom shares account based on the fair market value of the company's Class A Common Shares on the last trading day of each quarter. Balances are paid in either shares or cash at the time a director leaves the Board.

3. This restricted stock unit award will vest in equal parts in 2019 and 2020. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.

4. This restricted stock unit award will vest in equal parts in 2019, 2020, and 2021. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.

**Remarks:** 

<u>/s/ William Appleton, Attorney-</u> <u>in-fact for Richard A. Boehne</u> 05/14/2018

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  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.