| SEC Form 4 |  |
|------------|--|
|------------|--|

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to 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

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden hours per response: 05

| 1. Name and Addre | 1 0        | Person*   | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>E.W. SCRIPPS Co</u> [SSP] |          | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |                      |  |  |  |
|-------------------|------------|-----------|--|----------|--|----------------------|--|--|--|
| Knutson Lis       | <u>a A</u> |           |  |          | Director   | 10% Owner            |  |  |  |
|                   |            |           |  | x        | Officer (give title  | Other (specify       |  |  |  |
| (Last)            | (First)    | (Middle)  | 3. Date of Earliest Transaction (Month/Day/Year)                                   |          | below)   | below)               |  |  |  |
| . ,               | ( )        | · · · · · | 03/14/2017   |          | Senior VP/Chief A  | dmin. Officer        |  |  |  |
| 312 WALNUT        | STREET, 28 | TH FLOOR  |  |          |  |                      |  |  |  |
|                   |            |           | 4. If Amendment, Date of Original Filed (Month/Day/Year)                           | 6. Indiv | vidual or Joint/Group Fili   | ng (Check Applicable |  |  |  |
| (Street)          |            |           |  | Line)    |  |                      |  |  |  |
| CINCINNATI        | OH         | 45202     |  | X        | Form filed by One Re   | porting Person       |  |  |  |
|                   |            |           |  |          | Form filed by More th  | an One Reporting     |  |  |  |
| (City)            | (State)    | (Zip)     |  |          | Person   |                      |  |  |  |
| (0.0)             | (Cluic)    | (4-12)    | 1  |          |  |                      |  |  |  |

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

| 1. Title of Security (Instr. 3)                  | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |      |   |        |               |       | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |  |  |
|--|--|---|------|---|--------|---------------|-------|---|---|---|--|--|
|  |  |   | Code | v | Amount | (A) or<br>(D) | Price | Transaction(s)<br>(Instr. 3 and 4)  |   | (Instr. 4)  |  |  |
| Class A Common Shares, \$.01 par value per share |  |   |      |   |        |               |       | 9,138   | D   |   |  |  |
| Class A Common Shares, \$.01 par value per share |  |   |      |   |        |               |       | 5,499   | Ι   | Children's<br>Trusts                                |  |  |
| 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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   |        |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|--------|-----|--|--------------------|---|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A)    | (D) | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Restricted<br>Stock<br>Units                        | (1)   | 03/14/2017                                 |   | A                            |   | 22,000 |     | 03/01/2018   | 03/01/2021         | Restricted<br>Stock<br>Units  | 22,000                                 | \$0.00  | 22,000 <sup>(1)</sup>  | D  |  |
| Restricted<br>Stock<br>Units                        | (2)   |  |   |                              |   |        |     | 03/09/2015   | 03/09/2018         | Restricted<br>Stock<br>Units  | 3,192                                  |   | 3,192 <sup>(2)</sup>   | D  |  |
| Restricted<br>Stock<br>Units                        | (3)   |  |   |                              |   |        |     | 03/09/2016   | 03/09/2019         | Restricted<br>Stock<br>Units  | 8,662                                  |   | 8,662 <sup>(3)</sup>   | D  |  |
| Restricted<br>Stock<br>Units                        | (4)   |  |   |                              |   |        |     | 03/09/2017   | 03/09/2020         | Restricted<br>Stock<br>Units  | 10,806                                 |   | 10,806 <sup>(4)</sup>  | D  |  |
| Restricted<br>Stock<br>Units                        | (5)   |  |   |                              |   |        |     | 11/08/2017   | 11/08/2018         | Restricted<br>Stock<br>Units  | 57,931                                 |   | 57,931 <sup>(5)</sup>  | D  |  |

#### **Explanation of Responses:**

1. This restricted stock unit award will vest in equal parts in 2018, 2019, 2020 and 2021. A portion of the award is performanced based. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company

2. 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.

3. 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.

4. 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.

5. This restricted stock unit award will vest in equal parts in 2017 and 2018. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.

Remarks:

/s/ William Appleton, Attorney-03/16/2017

Knutson in-fact for Lisa A

\*\* 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.