

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 4)*

The E.W. Scripps Company

(Name of Issuer)

Class A Common Stock, par value \$0.01 per share

(Title of Class of Securities)

811054402

(CUSIP Number)

**Narinder K. Sahai
c/o Sinclair, Inc., 10706 Beaver Dam Road
Hunt Valley, MD, 21030
410-568-1500**

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

01/16/2026

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No. 811054402

Name of reporting person

1

Sinclair, Inc.

Check the appropriate box if a member of a Group (See Instructions)

2

(a)

(b)

3

SEC use only

Source of funds (See Instructions)

4

WC

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

Citizenship or place of organization

6

MARYLAND

Number of Shares Sole Voting Power

7

Beneficially Owned by 7,625,401.00

Each Shared Voting Power

8

Reporting 0.00

Person With: 9 Sole Dispositive Power
7,625,401.00
10 Shared Dispositive Power
0.00
11 Aggregate amount beneficially owned by each reporting person
7,625,401.00
12 Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

13 Percent of class represented by amount in Row (11)
9.9 %
14 Type of Reporting Person (See Instructions)
CO

Comment for Type of Reporting Person: The percent of class beneficially owned by Sinclair, Inc. (the "Reporting Person") was calculated based on 76,869,408 shares of Class A Common Stock, par value \$0.01 per share, outstanding as of September 30, 2025, as disclosed in the Issuer's Form 10-Q filed with the Securities and Exchange Commission on November 7, 2025.

SCHEDULE 13D

Item 1. Security and Issuer
Title of Class of Securities:
(a) Class A Common Stock, par value \$0.01 per share
Name of Issuer:
(b) The E.W. Scripps Company
Address of Issuer's Principal Executive Offices:
(c) 312 WALNUT STREET, CINCINNATI, OHIO , 45202.

Item 1 Comment: This Amendment No. 4 ("Amendment No. 4") further amends and supplements the Schedule 13D initially filed on November 17, 2025, as amended by Amendment No. 1 filed on November 19, 2025, as amended by Amendment No. 2 filed on November 24, 2025, and as amended by Amendment No. 3 filed on November 26, 2025.

Item 4. Purpose of Transaction
Item 4 is supplemented to include the following: On January 16, 2026, the Reporting Person issued a press release in which it disclosed that it has continued to reinforce to the Issuer the Reporting Person's willingness to engage with the Issuer on a proposed combination, and the Issuer has refused to do so, instead stating the Issuer's preference to execute its standalone plan. A copy of the Reporting Person's press release is attached as Exhibit A to this Amendment No. 4. A copy of the Reporting Person's letter to the Issuer dated December 22, 2025, is attached as Exhibit B to this Amendment No. 4, and a copy of Issuer's response dated January 9, 2026, is attached as Exhibit C to this Amendment No. 4.

Item 7. Material to be Filed as Exhibits.
(1) Exhibit A (2) Exhibit B (3) Exhibit C

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Sinclair, Inc.

Signature: Narinder K. Sahai
Name/Title: Narinder K. Sahai/Chief Financial Officer
Date: 01/16/2026

Sinclair Provides Update on Merger Proposal Discussions with The E.W. Scripps Company

BALTIMORE, January 16, 2025 – Sinclair, Inc. (Nasdaq: SBGI) (the “Company” or “Sinclair”) today filed with the Securities and Exchange Commission (“SEC”) the full text of letters exchanged between the Company and The E.W. Scripps Company (Nasdaq: SSP) (“Scripps”). Sinclair issued the following statement:

“Over the last few weeks, Sinclair has continued to reinforce to Scripps its willingness to engage on a proposed Sinclair-Scripps combination. Scripps has refused the invitations to speak with its single largest shareholder and instead has stated its preference to execute its standalone plan. Our last proposal to Scripps represents a premium of more than 240% over Scripps’ unadjusted share price, while the cash portion alone represents a 32.7% premium over the unadjusted share price. We believe this proposal is attractive to Scripps’ shareholders and, at a minimum, is worthy of engagement. As we evaluate our options, the previously announced strategic review of Sinclair’s Broadcast business and work related to the separation of Ventures will continue. Our Board and management team are committed to unlocking the full potential of both businesses and driving continued value creation for all Sinclair shareholders.”

The full text of the letters between Sinclair and Scripps has been filed in an amended Schedule 13D with the SEC.

About Sinclair:

Sinclair, Inc. is a diversified media company and a leading provider of local news and sports. The Company owns, operates and/or provides services to 179 television stations in 81 markets affiliated with all major broadcast networks; and owns Tennis Channel, the premium destination for tennis enthusiasts, and multicast networks CHARGE, Comet, ROAR and The Nest. Sinclair’s AMP Media produces a growing portfolio of digital content and original podcasts. Additional information about Sinclair can be found at www.sbgi.net.

Investor Contact:

Christopher C. King, VP, Investor Relations
(410) 568-1500

Media Contact:

Jessica Bellucci
jbellucci-c@sbgtv.com

Category: Financial

December 22, 2025

To the Board of Directors of The E.W. Scripps Company (the "Board"):

While we are disappointed that the Board rejected our proposal without any engagement and without sharing which elements of our proposal it did not find attractive, we would rather focus on a constructive path forward. Sinclair, Inc. ("Sinclair") has flexibility to enhance its proposal to address any issues that may be important to the Board, including valuation, the amount of cash consideration per share, post-combination leadership arrangements, governance, and any other key elements that bear on long-term stewardship and value.

We believe the best next step is for the principal decision-makers at Sinclair to have an in-person meeting with you next month. Given challenging macro trends in the television broadcasting industry and increasing competition from "Big Tech," broadcasters need strength and scale to create shareholder value in the long run. A combination of Sinclair and Scripps would unlock substantial and enduring value for shareholders, strengthen local journalism, and position the combined company and its employees for long-term success.

In addition to this letter, the Smith family is addressing a separate letter to the Scripps family to simply make a personal introduction. That outreach is not intended to discuss transaction terms or to bypass or interfere with existing Board or management processes.

We look forward to hearing back from you regarding an in-person meeting in January. Please contact me directly to organize logistics.

Christopher S. Ripley
Chief Executive Officer & President
Sinclair, Inc.

January 9, 2026

Sinclair, Inc.
10706 Beaver Dam Road
Hunt Valley, MD 21030
Attention: Board of Directors

Ladies and Gentlemen:

The E.W. Scripps Company's ("Scripps") board of directors has determined that the continued focus on driving value through the execution of the company's strategic plan is in the best interests of Scripps and all of its shareholders as well as Scripps' employees and the many communities and audiences it serves across the United States. In arriving at its determination, the board had the benefit of, among other things, input from Scripps' management and the board's legal and financial advisors, and discussions with the Scripps family shareholders.

As you are aware and we have publicly disclosed, the Scripps board unanimously rejected the unsolicited acquisition proposal submitted by Sinclair, Inc. on November 24, 2025. The Scripps board determined, following a careful review and evaluation in consultation with its financial and legal advisors, that Sinclair's offer is not in the best interests of Scripps and its shareholders.

That said, the Scripps board remains open to evaluating all opportunities presented to the company to enhance shareholder value and is committed to acting in the best interests of Scripps and all of its constituents.

Sincerely,



Adam Symson

cc: Kim Williams
