SEC Form 4

FORM 4

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

OMB APPROVAL

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	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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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 Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

1. Name and Addres	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol <u>E.W. SCRIPPS Co</u> [SSP]		tionship of Reporting Pers all applicable) Director	on(s) to Issuer 10% Owner				
(Last) 312 WALNUT S	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/28/2019	- x	Officer (give title below) SVP, Controller &	Other (specify below) Treasurer				
(Street) CINCINNATI (City)	INCINNATI OH 45202		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person 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)						5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(
Class A Common Shares, \$.01 par value per share								26,561	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. Transa Code (8)		of		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)	02/28/2019		A		1,741		03/01/2019	03/01/2022	Restricted Stock Units	1,741(1)	\$0.00	18,484	D	
Restricted Stock Units	(2)							03/09/2017	03/09/2019	Restricted Stock Units	1,469		1,469 ⁽²⁾	D	
Restricted Stock Units	(3)							03/01/2018	03/01/2020	Restricted Stock Units	3,965		3,965 ⁽³⁾	D	
Restricted Stock Units	(4)							10/02/2018	10/02/2020	Restricted Stock Units	11,061		11,061 ⁽⁴⁾	D	

Explanation of Responses:

1. Since the Company exceeded performance goals, additional restricted stock units were credited. This restricted stock award will vest in equal parts in 2019, 2020, 2021 and 2022. 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 2019. 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 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 and 2020. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.

Remarks:

/s/ William Appleton, Attorney-03/21/2019

in-fact for Douglas F. Lyons

** 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.