

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 | |
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|--|---|---|
| 1. Name and Address of Reporting Person* <u>Scripps Gerald J.</u> (Last) (First) (Middle) <u>C/O MIRAMAR SERVICES, INC.</u> <u>250 GRANDVIEW AVE., SUITE 400</u> (Street) <u>FT. MITCHELL KY 41017</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>E.W. SCRIPPS Co [SSP]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>05/16/2019</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |

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) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 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 | | | |
| Class A Common Shares, \$.01 par value per share | 05/16/2019 | | J ⁽¹⁾ | | 31,332 | D | \$17.495 | 0 | I ⁽²⁾ | By GRAT |
| Class A Common Shares, \$.01 par value per share | 05/16/2019 | | J ⁽¹⁾ | | 31,332 | A | \$17.495 | 103,854 | D ⁽²⁾ | |
| Common Voting Shares, \$.01 par value per share | 05/16/2019 | | J ⁽³⁾ | | 41,191 | D | \$17.495 | 0 | I ⁽²⁾ | By GRAT |
| Common Voting Shares, \$.01 par value per share | 05/16/2019 | | J ⁽³⁾ | | 41,191 | A | \$17.495 | 92,000 | D ⁽²⁾ | |

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. Transaction Code (Instr. 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 | | | | | |

Explanation of Responses:

- On May 16, 2019, the reporting person exchanged assets of equal value for 31,332 Class A Common Shares, which were valued based on the average of the high and low market price of the Class A Common Shares on such date, with a grantor-retained annuity trust of which the reporting person is trustee. As a result, these Class A Common Shares are again directly owned by the reporting person.
- Immediately following the transactions reported on the reporting person's previously filed Form 4, the reporting person: (i) directly held 103,854 Class A Common Shares and 15 Common Voting Shares; and (ii) indirectly held 91,985 Common Voting Shares through a grantor-retained annuity trust of which the reporting person was trustee (the "2016 GRAT"). Since that last filing, the reporting person: (a) received all shares held by the 2016 GRAT in satisfaction of the 2016 GRAT's annuity obligations; and (b) contributed 31,332 Class A Common Shares and 41,191 Common Voting Shares on May 14, 2018 to a separate grantor-retained annuity trust of which the reporting person is trustee (the "2018 GRAT"). Therefore, the reporting person indirectly held all shares in the 2018 GRAT and directly held all other shares immediately prior to the transactions reported on this Form 4, and there has been no change in the aggregate number of shares reported since the last filing.
- On May 16, 2019, the reporting person exchanged assets of equal value for 41,191 Common Voting Shares, which were valued based on the average of the high and low market price of the Class A Common Shares on such date, with a grantor-retained annuity trust of which the reporting person is trustee. As a result, these Common Voting Shares are again directly owned by the reporting person.

Remarks:

The reporting person may be deemed to have shared voting power with respect to more than 10% of the Class A Common Shares of the Issuer (due solely to the convertibility of Common Voting Shares of the Company into Class A Common Shares on a share-for-share basis) due to the voting provisions of the Amended and Restated Scripps Family Agreement dated May 19, 2015, as amended on March 29, 2017, to which the reporting person is a party. The reporting person filed a Schedule 13D with the Commission on January 24, 2013, as last amended on January 11, 2019.

/s/ Tracy Tunney Ward on behalf of Miramar Services, Inc. as Attorney-in-Fact for Gerald J. Scripps 05/20/2019

** 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.