

Lawlor Brian G.
Form 4/A
November 13, 2018

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Lawlor Brian G.

2. Issuer Name and Ticker or Trading Symbol
E.W. SCRIPPS Co [SSP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
312 WALNUT STREET, 28TH FLOOR
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/02/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President, Local Media

CINCINNATI, OH 45202
(City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)
02/03/2010

6. Individual or Joint/Group Filing (Check Applicable Line)
 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) | 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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Amount or Price | | |
| Class A Common Shares, \$.01 par value per share | 02/02/2010 | | S | | 20,832 <u>(1)</u> <u>(2)</u> | D | \$ 6.93 42,151 |
| Common Voting Shares, \$.01 par value per share | | | | | 0 | D | |

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

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option | \$ 8.01 | | | | | 02/20/2003 02/19/2012 | Class A Common | 5,633 |
| Option | \$ 8.52 | | | | | 02/26/2004 02/25/2013 | Class A Common | 3,755 |
| Option | \$ 10.47 | | | | | 02/25/2005 02/24/2014 | Class A Common | 9,389 |
| Option | \$ 9.9 | | | | | 02/10/2006 02/09/2013 | Class A Common | 9,389 |
| Option | \$ 10.44 | | | | | 02/22/2007 02/21/2014 | Class A Common | 21,907 |
| Option | \$ 10.41 | | | | | 02/22/2008 02/21/2015 | Class A Common | 34,425 |
| Option | \$ 9.09 | | | | | 02/21/2009 02/20/2016 | Class A Common | 46,948 |
| Restricted Stock Units | (3) | | | | | 03/05/2010 03/05/2013 | Restricted Stock Units | 232,558 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------------|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Lawlor Brian G. 312 WALNUT STREET | | | President, Local Media | |

28TH FLOOR
CINCINNATI, OH 45202

Signatures

/s/ William Appleton, Attorney-in-fact for Brian G.
Lawlor

11/13/2018

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) A clerical error occurred when reporting the number of shares sold by the reporting person.
- (2) These restricted shares vested on February 1, 2010 and the shares were sold in accordance with a stock trading plan adopted on December 14, 2009, in accordance with the guidelines specified by Rule 10b5-1.
- (3) This restricted stock unit award will vest in equal parts on March 5, 2010, 2011, 2012 and 2013. Upon vesting, each restricted stock unit will convert into one Class A Common share of the Company based on the closing price of the Company's shares on the vesting date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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