

E.W. SCRIPPS Co  
Form 4  
March 03, 2017

**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 \*  
Scripps J. Sebastian

(Last) (First) (Middle)

C/O MIRAMAR SERVICES,  
INC., 250 GRANDVIEW AVE.,  
SUITE 400

(Street)

FT. MITCHELL, KY 41017

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/01/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

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) | 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  | (D)  | Price   |
| Common Voting Shares, \$.01 par value per share | 03/01/2017                           |  | J <sup>(1)</sup>               |   | 289,819   | D  | \$ 23.64  |
|   |                                      |  |                                |   | 244,845   | I <sup>(2)</sup>   |   |
| Common Voting Shares, \$.01 par value per       | 03/01/2017                           |  | J <sup>(1)</sup>               |   | 289,819   | A  | \$ 23.64  |
|   |                                      |  |                                |   | 289,819   | D  |   |

share

Class A  
Common  
Shares,  
\$.01 par  
value per  
share

100

D

Class A  
Common  
Shares,  
\$.01 par  
value per  
share

100

I

Through  
Child

Class A  
Common  
Shares,  
\$.01 par  
value per  
share

100

I

Through  
Child

Class A  
Common  
Shares,  
\$.01 par  
value per  
share

653,204

I <sup>(2)</sup>

By GRAT

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

**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 control number.**

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(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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V   | (A) (D) Date Exercisable                                 | Expiration Date   | Title                                      | Amount or Number of  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Scripps J. Sebastian<br>C/O MIRAMAR SERVICES, INC.<br>250 GRANDVIEW AVE., SUITE 400<br>FT. MITCHELL, KY 41017 |               | X         |         |       |

## Signatures

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

03/03/2017

\_\_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) On March 1, 2017, the reporting person exchanged assets of equal value for 289,819 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.
  - (2) These shares were previously reported as directly beneficially owned, but were contributed on September 9, 2016, to a grantor retained annuity trust of which the reporting person is trustee.

### Remarks:

The reporting person may be deemed to have shared voting power with respect to more than 10% of the Class A Common Shares.

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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