

E.W. SCRIPPS Co
 Form 4
 July 23, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 PAUL K

(Last) (First) (Middle)

C/O ARISTON SERVICES GROUP, LLC, 750 'B' STREET, SUITE 2630

(Street)

SAN DIEGO, CA 92101

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
 05/05/2015

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)

___ Form filed by One Reporting Person
 X 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) |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (D) Price | | | |
| Class A Common Shares, \$.01 par value per share | 05/05/2015 | | M | 3,649 A 11 3,649 | | D | |
| Class A Common Shares, \$.01 par value per share | 06/12/2015 | | G | 3,649 D \$ 0 0 | | D | |

| | | | | | | | | | |
|---|------------|---|-------|---|------|------------------------|---|--|------------------|
| share | | | | | | | | | |
| Class A Common Shares, \$.01 par value per share | 06/12/2015 | G | 3,649 | A | \$ 0 | 65,103 ⁽²⁾ | I | | As Trustee |
| Common Voting Shares, \$.01 par value per share | | | | | | 232,678 ⁽³⁾ | I | | As Co-Trustee |
| Common Voting Shares, \$.01 par value per share | | | | | | 232,678 ⁽⁴⁾ | I | | As Co-Trustee |
| Common Voting Shares, \$.01 par value per share | | | | | | 232,678 ⁽⁵⁾ | I | | As Co-Trustee |
| Common Voting Shares, \$.01 par value per share | | | | | | 32,921 ⁽⁶⁾ | I | | As Co-Trustee |
| Common Voting Shares, \$.01 par value per share | | | | | | 22,520 ⁽⁷⁾ | I | | As Trustee |

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.

SEC 1474
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

Edgar Filing: E.W. SCRIPPS Co - Form 4

| 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Restricted Stock Units | <u>(1)</u> | 05/05/2015 | | M | 3,649 | 05/05/2015 05/05/2015 | Restricted Stock Units | 3,649 <u>(8)</u> |
| Option | \$ 8.75 <u>(9)</u> | | | | | 06/13/2009 06/12/2018 | Class A Common Shares | 53,310 <u>(10)</u> |
| Option | \$ 8.14 <u>(9)</u> | | | | | 04/26/2008 04/25/2017 | Class A Common Shares | 10,661 <u>(10)</u> |
| Option | \$ 8.78 <u>(9)</u> | | | | | 05/04/2007 05/03/2016 | Class A Common Shares | 10,661 <u>(10)</u> |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SCRIPPS PAUL K C/O ARISTON SERVICES GROUP, LLC 750 'B' STREET, SUITE 2630 SAN DIEGO, CA 92101 | | X | | |
| PAUL K. SCRIPPS FAMILY REVOCABLE TRUST C/O ARISTON SERVICES GROUP, LLC 750 'B' STREET, SUITE 2630 SAN DIEGO, CA 92101 | | X | | |
| JOHN P. SCRIPPS TRUST UNDER AGREEMENT DATED 2/10/77 FBO BARBARA SCRIPPS EVANS C/O ARISTON SERVICES GROUP, LLC 750 'B' STREET, SUITE 2630 SAN DIEGO, CA 92101 | | X | | |
| JOHN P. SCRIPPS TRUST EXEMPT TRUST UNDER AGREEMENT DATED 2/10/77 C/O ARISTON SERVICES GROUP, LLC | | X | | |

750 'B' STREET, SUITE 2630
SAN DIEGO, CA 92101

JOHN P. SCRIPPS TRUST FBO ELLEN MCRAE SCRIPPS UNDER
AGREEMENT DATED 12/28/84
C/O ARISTON SERVICES GROUP, LLC X
750 'B' STREET, SUITE 2630
SAN DIEGO, CA 92101

JOHN P. SCRIPPS TRUST FBO PAUL K. SCRIPPS UNDER AGREEMENT
DATED 2/10/77
C/O ARISTON SERVICES GROUP, LLC X
750 'B' STREET, SUITE 2630
SAN DIEGO, CA 92101

JOHN P. SCRIPPS TRUST UNDER AGREEMENT DATED 2/10/77 FBO
PETER M. SCRIPPS
C/O ARISTON SERVICES GROUP, LLC X
750 'B' STREET, SUITE 2630
SAN DIEGO, CA 92101

Signatures

/s/ Tracy Tunney Ward, on behalf of Miramar Services, Inc., as Attorney-in-fact for Paul K. Scripps 07/23/2015

**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) Restricted stock units convert into Class A Common Stock on a one-to-one basis.
- (2) These shares are owned directly by The Paul K. Scripps Family 1994 Revocable Trust dated 2/7/1994 and indirectly by Paul K. Scripps, the Trustee of The Paul K. Scripps Family 1994 Revocable Trust dated 2/7/1994.
- (3) These shares are owned directly by the John P. Scripps Trust FBO Barbara Scripps Evans U/A dated 2/10/77 and indirectly by Paul K. Scripps, a Co-Trustee of the John P. Scripps Trust FBO Barbara Scripps Evans U/A dated 2/10/77.
- (4) These shares are owned directly by the John P. Scripps Trust FBO Paul K. Scripps U/A dated 2/10/77 and indirectly by Paul K. Scripps, a Co-Trustee of the John P. Scripps Trust FBO Paul K. Scripps U/A dated 2/10/77.
- (5) These shares are owned directly by the John P. Scripps Trust FBO Peter M. Scripps U/A dated 2/10/77 and indirectly by Paul K. Scripps, a Co-Trustee of the John P. Scripps Trust FBO Peter M. Scripps U/A dated 2/10/77.
- (6) These shares are owned directly by the John P. Scripps Trust FBO Exempt Trust U/A dated 2/10/77 and indirectly by Paul K. Scripps, a Co-Trustee of the John P. Scripps Trust Exempt Trust U/A dated 2/10/77.
- (7) These shares are owned directly by the John P. Scripps Trust FBO Ellen McRae Scripps U/A dated 12/28/1984 and indirectly by Paul K. Scripps, the Trustee of the John P. Scripps Trust FBO Ellen McRae Scripps U/A dated 12/28/1984.
- (8) The number of the reporting person's restricted stock units were automatically adjusted pursuant the issuer's 2010 Long-Term Incentive Plan, as amended, following the spin-off of the issuer's newspaper business on April 1, 2015.
- (9) The exercise price of the reporting person's options were automatically adjusted pursuant the issuer's 2010 Long-Term Incentive Plan, as amended, following the spin-off of the issuer's newspaper business on April 1, 2015.
- (10) The number of the reporting person's options were automatically adjusted pursuant the issuer's 2010 Long-Term Incentive Plan, as amended, following the spin-off of the issuer's newspaper business on April 1, 2015.

Remarks:

Edgar Filing: E.W. SCRIPPS Co - Form 4

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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.