Tomlin Laura Form 4 March 12, 2019

# FORM 4

#### OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005 Estimated average

0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

response...

burden hours per

1(b).

share

(Print or Type Responses)

1. Name and Address of Reporting Person * Tomlin Laura	2. Issuer Name <b>and</b> Ticker or Trading Symbol E.W. SCRIPPS Co [SSP]	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle)	3. Date of Earliest Transaction	(Check all applicable)			
	(Month/Day/Year)	Director 10% Owner			
312 WALNUT STREET, 28TH FLOOR	03/09/2019	_X_ Officer (give title Other (specify below)  SVP, National Media			
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
CINCINNATI, OH 45202	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

							1 CISOII		
(City)	(State) (	Zip) Table	e I - Non-D	erivative	Secur	ities Acqu	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	any Code (Instr. 3, 4 and (Month/Day/Year) (Instr. 8)		sposed of (D)		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	or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Class A Common Shares, \$.01 par value per share	03/09/2019		C(1)	565	A	\$ 22.4	6,625	D	
Class A Common Shares, \$.01 par value per	03/09/2019		F(2)	258	D	\$ 22.4	6,367	D	

#### Edgar Filing: Tomlin Laura - Form 4

Class A Common Shares, \$.01 par value per share	03/11/2019	S(3)	880	D	\$ 22.41	5,487	D
Common Voting Shares, \$.01 par value per share						0	D

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)

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. Transactic Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 20.4	03/09/2019		C(1)	565	03/09/2017	03/09/2019	Restricted Stock Units	565
Restricted Stock Units	<u>(4)</u>					03/01/2018	03/01/2020	Restricted Stock Units	763
Restricted Stock Units	<u>(5)</u>					09/01/2018	09/01/2020	Restricted Stock Units	7,172
Restricted Stock Units	<u>(6)</u>					03/01/2019	03/01/2022	Restricted Stock Units	12,123

Edgar Filing: Tomlin Laura - Form 4

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Tomlin Laura 312 WALNUT STREET 28TH FLOOR CINCINNATI, OH 45202

SVP, National Media

### **Signatures**

/s/ William Appleton, Attorney-in-fact for Laura Tomlin

03/12/2019

\*\*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) This transaction reflects the conversion of restricted stock units into Class A Common Shares.
- (2) The terms of this long-term incentive award mandate that the Company withhold shares to satisfy the reporting person's tax obligation.
- (3) This transaction is in accordance with a stock trading plan adopted on September 14, 2018, in accordance with the guidelines specified by Rule 10b5-1.
- (4) This restricted stock unit award will vest in 2020. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.
- (5) 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.
- (6) This restricted stock unit award will vest in equal parts in 2020, 2021 and 2022. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.

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.

Reporting Owners 3