

E.W. SCRIPPS Co
 Form 4
 December 28, 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 *
BOEHNE RICHARD A

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

CINCINNATI, OH 45202

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
 12/24/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 President & CEO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Class A Common Shares, \$.01 par value per share	12/24/2015		M ⁽¹⁾		6,853	A	\$ 8.01
Class A Common Shares, \$.01 par value per share	12/24/2015		S ⁽¹⁾		6,853	D	\$ 19.823

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Class A Common Shares, \$.01 par value per share	441,734	I	Investment LLC
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.

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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)	Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Option	\$ 8.01	12/24/2015		M ⁽¹⁾	6,853	02/21/2009 02/20/2016	Class A Common	6,853
Restricted Stock Units	(2)					03/15/2013 03/15/2016	Restricted Stock Units	27,740
Restricted Stock Units	(3)					03/09/2014 03/09/2017	Restricted Stock Units	31,766
Restricted Stock Units	(4)					03/09/2015 03/09/2018	Restricted Stock Units	32,825
Restricted Stock Units	(5)					03/09/2016 03/09/2019	Restricted Stock Units	86,617

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOEHNE RICHARD A 312 WALNUT STREET, 28TH FLOOR CINCINNATI, OH 45202	X		President & CEO	

Signatures

/s/ William Appleton, Attorney-in-fact for Richard A. Boehne

12/28/2015

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) This option exercise and sale of shares were in accordance with a stock trading plan adopted on November 16, 2015, in accordance with the guidelines specified by Rule 10b5-1.
- (2) This restricted stock unit award will vest in 2016. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.
- (3) This restricted stock unit award will vest in equal parts in 2016 and 2017. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.
- (4) This restricted stock unit award will vest in equal parts in 2016, 2017 and 2018. 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 2016, 2017, 2018 and 2019. 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.