E.W. SCRIPPS Co Form 4/A March 30, 2017

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287 January 31,

Expires: 2005

**OMB APPROVAL** 

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5

See Instruction

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

(Print or Type Responses)

1(b).

			Symbol	r Name <b>an</b> CRIPPS (	d Ticker or  Co [SSP]	Tradii	ng	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 312 WALNUT STREET, 28TH FLOOR			3. Date of Earliest Transaction (Month/Day/Year) 03/09/2017					(Check all applicable)  Director 10% OwnerX Officer (give title Other (specify below) Sr. VP/Broadcast			
CINCINNA (City)	4. If Amendment, Date Original Filed(Month/Day/Year) 03/13/2017					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
1.Title of Security (Instr. 3)	(State)  2. Transaction Dat (Month/Day/Year)	Execution any		2 I - Non-Derivative Securities Acquired 3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or Code V Amount (D) Price			equired l of (D) 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	
Class A Common Shares, \$.01 par value per share	03/09/2017				17,477	. ,	¢	88,479	D		
Class A Common Shares, \$.01 par value per share	03/09/2017			F(2)	8,119	D	\$ 22.97 (3)	80,360	D		

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Common Voting Shares, 0 \$.01 par value per share

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

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D

(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)	5. Number of onDerivative 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)	
					Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
	Restricted Stock Units	(1)	03/09/2017		C <u>(1)</u>		5,294	03/09/2014	03/09/2017	Restricted Stock Units	5,294
	Restricted Stock Units	(1)	03/09/2017		C <u>(1)</u>		3,191	03/09/2015	03/09/2018	Restricted Stock Units	3,191
	Restricted Stock Units	(1)	03/09/2017		C(1)		4,331	03/09/2016	03/09/2019	Restricted Stock Units	4,331
	Restricted Stock Units	<u>(4)</u>	02/21/2017		<u>J(4)</u>		12,429	03/09/2017	03/09/2020	Restricted Stock Units	12,429
	Restricted Stock Units	(1)	03/09/2017		C(1)		4,661	03/09/2017	03/09/2020	Restricted Stock Units	4,661
	Restricted Stock Units	<u>(5)</u>						11/08/2017	11/08/2018	Restricted Stock Units	73,51

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Lawlor Brian G. 312 WALNUT STREET 28TH FLOOR CINCINNATI, OH 45202

Sr. VP/Broadcast

### **Signatures**

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

03/30/2017

\*\*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) 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) A clerical error occurred when entering the price per share.
- Forty percent of the units awarded in 2016 were contingent on performance measures. Because the company did not meet these measures, the subject units did not vest and were forfeited under terms of the award.
- (5) This restricted stock unit award will vest in equal parts in 2017 and 2018. 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.

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