

Heidt Julia Scripps
 Form 4
 November 08, 2018

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 *
 Heidt Julia Scripps

(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)
 10/05/2018

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 Ownership (Instr. 4) | | |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|---------|
| | | | | (A) or (D) | Price | | | | |
| | | | | Code | V | Amount | | | |
| Class A Common Shares, \$.01 par value per share | 10/05/2018 | | G | 14,365 <u>(1)</u> | D | \$ 0 | 88,052 | I | By GRAT |
| Class A Common Shares, \$.01 par value per | | | | | | | 234,913 <u>(2)</u> | D | |

share

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

118,487

I

By GRAT

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

148,843 ⁽³⁾

D

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

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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. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Heidt Julia Scripps
C/O MIRAMAR SERVICES, INC.
250 GRANDVIEW AVE., SUITE 400
FT. MITCHELL, KY 41017

X

Signatures

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

11/08/2018

__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 October 5, 2018, a grantor retained annuity trust ("GRAT") of which the reporting person is trustee transferred 14,365 Class A Common Shares to the remainder beneficiaries of the GRAT in satisfaction of the GRAT's obligations upon its termination.

17,646 of these Class A Common Shares were previously reported as indirectly beneficially owned through a GRAT of which the reporting person is trustee, but on October 5, 2018 such shares were delivered to the reporting person in satisfaction of the GRAT's annuity obligations. As a result, such shares are again directly owned by the reporting person.
 - (2) These shares were previously reported as indirectly beneficially owned through a GRAT of which the reporting person is trustee, but on October 5, 2018 such shares were delivered to the reporting person in satisfaction of the GRAT's annuity obligations. As a result, such shares are again directly owned by the reporting person.
 - (3) These shares were previously reported as indirectly beneficially owned through a GRAT of which the reporting person is trustee, but on October 5, 2018 such shares were delivered to the reporting person in satisfaction of the GRAT's annuity obligations. As a result, such shares are again directly owned by the reporting person.

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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