

NEWMAN JUDITH  
Form 4  
December 30, 2009

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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**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 \*  
NEWMAN JUDITH

2. Issuer Name and Ticker or Trading Symbol  
SCHOLASTIC CORP [SCHL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
C/O CORPORATE SECRETARY,  
SCHOLASTIC CORP, 557  
BROADWAY

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/28/2009

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP, President Book Clubs

(Street)  
NEW YORK, NY 10012

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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	(A) or (D)	Price			
Common Stock	12/28/2009		M		20,000	A	\$ 24.8	44,641	D	
Common Stock	12/28/2009		S		11,210	D	\$ 30.17	33,431	D	
Common Stock	12/28/2009		S		1,200	D	\$ 30.175	32,231	D	
Common Stock	12/28/2009		S		2,990	D	\$ 30.18	29,241	D	
Common Stock	12/28/2009		S		700	D	\$ 30.19	28,541	D	

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Common Stock	12/28/2009	S	600	D	\$ 30.2	27,941	D
Common Stock	12/28/2009	S	400	D	\$ 30.21	27,541	D
Common Stock	12/28/2009	S	1,900	D	\$ 30.22	25,641	D
Common Stock	12/28/2009	S	200	D	\$ 30.23	25,441	D
Common Stock	12/28/2009	S	406	D	\$ 30.24	25,035	D
Common Stock	12/28/2009	S	194	D	\$ 30.25	24,841	D
Common Stock	12/28/2009	S	200	D	\$ 30.26	24,641	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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee stock option (right to buy)	\$ 24.8	12/28/2009		M	20,000	<u>(1)</u>	03/17/2013	Common Stock	20,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

NEWMAN JUDITH  
C/O CORPORATE SECRETARY, SCHOLASTIC  
CORP  
557 BROADWAY  
NEW YORK, NY 10012

EVP, President Book Clubs

## Signatures

Judith Newman, by Teresa M. Connelly,  
Attorney-in-fact

12/30/2009

\_\_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) The option vested 25% per year beginning on the first anniversary of the date of grant.

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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