

ROBINSON RICHARD
Form 4
December 20, 2017

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

OMB APPROVAL

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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 *
ROBINSON RICHARD

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)

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

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

CEO, Chairman and President

C/O CORPORATE SECRETARY,
SCHOLASTIC CORP, 557
BROADWAY

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

(Street)

NEW YORK, NY 10012

(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 or Disposed of (A) or (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)
Common Stock	12/18/2017		S	3,500 (1) D	\$ 40.33 (2) 27,238 (3)	I	sale made by and shares owned by son
Common Stock	12/18/2017		J	V 697 (4) D	\$ 40.105 4,364,236 (5)	D	
Common Stock	12/18/2017		G	V 680 (6) D	\$ 0 4,364,236 (7)	D	

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

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- (5) Includes an increase in number of shares in the 401(k) Plan since the last report relating to the 401(k) Plan.
- (6) Represents a gift of 340 shares to each of his sons, which shares continue to be deemed beneficially owned by the reporting person.
- (7) See Exhibit 99.1.

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