FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL Washington, D.C. 20549 OMB Number:

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

or Section 30(h) of the Investment Company Act of 1940 3. Issuer Name and Ticker or Trading Symbol 2. Date of Event 1. Name and Address of Reporting Person Requiring Statement SCHOLASTIC CORP [SCHL] Henderson Kaya (Month/Day/Year) 03/20/2024 (Last) (First) (Middle) 5. If Amendment, Date of Original 4. Relationship of Reporting Person(s) to Filed (Month/Day/Year) Issuer C/O LEGAL DEPT., SCHOLASTIC (Check all applicable) CORP Director 10% Owner 6. Individual or Joint/Group Filing 557 BROADWAY Officer (give Other (specify (Check Applicable Line) title below) below) Form filed by One Reporting Person (Street) Form filed by More than One **NEW** Reporting Person NY 10012 **YORK** (City) (Zip) (State) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security (Instr. 4) 2 Amount of Securities 3. Ownership 4. Nature of Indirect Beneficial Form: Direct Beneficially Owned (Instr. Ownership (Instr. 5) (D) or Indirect 4) (I) (Instr. 5) **Table II - Derivative Securities Beneficially Owned** (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 4) 2. Date Exercisable and 3. Title and Amount of Securities 6. Nature of **Expiration Date Underlying Derivative Security** Conversion Ownership **Indirect Beneficial** (Month/Day/Year) (Instr. 4) or Exercise Form: Ownership (Instr. Direct (D) Price of **Amount** Derivative or Indirect Security (I) (Instr. 5) Number

Explanation of Responses:

No securities are beneficially owned.

/s/ Kaya Henderson, by

Vanessa Hill, Attorney-in- 03/29/2024

of

Shares

** Signature of Reporting

Date

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

Date

Exercisable

- * If the form is filed by more than one reporting person, see Instruction 5 (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).

Expiration

Date

Title

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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