| SEC | Form | 4 |
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

|) | Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b). |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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|---|---------|--|--|--|--------|---|-------------|--------|---|--|---|------------------|--|--|
| 1. Name and Address of Reporting Person* <u>ROBINSON RICHARD</u> | | | | 2. Issuer Name and Ticker or Trading Symbol <u>SCHOLASTIC CORP</u> [SCHL] | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner | | | | |
| CORP | | (Middle) FARY, SCHOLAST | | 3. Date of Earliest Transaction (Month/Day/Year) 09/01/2010 | | | | | | Officer (give title below) CEO, Chairm | Othe | r (specify v) | | |
| 557 BROADWAY | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| (Street) NEW YORK | NY | 10012 | | | | | | | | Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| (City) | (State) | (Zip) | | | | | | | | | | | | |
| | | Table I - Non- | -Derivative | Securities Acqu | uired, | Disp | oosed of, o | or Ben | eficially | Owned | | | | |
| Date | | 2. Transaction Date (Month/Day/Yea | ar) 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5) | | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | | Code | v | Amount (A) or (D) | | Price | Reported Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | | | |
| | | Table II - D | Derivative S | Securities Acqui | red, D | ispo | sed of, or | Benef | icially O | wned | | | | |

(e.g., puts, calls, warrants, options, convertible securities)

| <u></u> | | | | | | | | 3 | | | | | | | |
|---|---|--|---|------------------------------|---|--|---------------------------------|--|--------------------|-----------------|--|---|--|--|--|
| 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. Transa Code (8) | | 5. Numl of Derivati Securiti Acquire (A) or Dispose of (D) (I 3, 4 and | ive ies ed ed nstr. | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | e of Securities | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Restricted Stock Units | (1) | 09/01/2010 | | A | | 74,644 | | 09/01/2013 ⁽¹⁾ | (1) | Common Stock | 74,644 | \$16.9 ⁽¹⁾ | 74,644 | D | |

Explanation of Responses:

1. Acquired under the Scholastic Corporation Management Stock Purchase Plan in lieu of cash bonus; to be converted into shares of Common Stock on a one-for-one basis upon expiration of the deferral period selected by the reporting person. Vests on third anniversary of the award date. Price is equal to 75% of the lowest closing price for the underlying Common Stock in the fiscal quarter ended August 31, 2010.

| Richard Robinson, by Teresa | <u>09/02/2010</u> | | |
|--------------------------------------|-------------------|--|--|
| <u>M. Connelly, Attorney-in-fact</u> | Date | | |
| | | | |

** Signature of Reporting Person

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.