

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): June 5, 2021

SCHOLASTIC CORPORATION
(Exact Name of Registrant as Specified in Charter)

DELAWARE
(State or Other Jurisdiction
of Incorporation)

**557 BROADWAY, NEW YORK,
NEW YORK**
(Address of Principal Executive Offices)

000-19860
(Commission File Number)

(212) 343-6100
(Registrant's telephone number, including area code)

13-3385513
(I.R.S. Employer
Identification No.)

10012
(Zip Code)

N/A
(Former Name or Former address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12(b) under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.01	SCHL	The NASDAQ Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01 Other events.

On June 6, 2021, Scholastic Corporation issued the attached press release announcing the untimely death of its Chairman and CEO, M. Richard (Dick) Robinson, Jr.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

**Exhibit
Number****Description of Exhibit**

99.1

[Press release of Scholastic Corporation dated June 6, 2021.](#)

104

Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SCHOLASTIC CORPORATION

Date: June 6, 2021

By /s/ Andrew S. Hedden
Name: Andrew S. Hedden
Title: Executive Vice President, General Counsel and
Secretary

Scholastic Announces The Untimely Death Of Its Chairman And CEO M. Richard (Dick) Robinson, Jr.

NEW YORK, June 6, 2021 /PRNewswire/ -- Scholastic Corporation (NASDAQ: SCHL), the global children's publishing, education and media company, today announced that M. Richard Robinson, Jr. the Company's Chairman and CEO passed away yesterday unexpectedly. Mr. Robinson, 84 years old, had been in excellent health and had been overseeing Scholastic's long-term strategic direction and day-to-day operations for the better part of five decades.

The Board of Directors issued the following statement: "We are deeply saddened by the sudden passing of Dick Robinson. Dick was a true visionary in the world of children's books and an unrelenting advocate for children's literacy and education with a remarkable passion his entire life. The Company's directors and employees, as well as the many educators, parents and students whose lives he touched, mourn his loss."

Under a pre-authorized framework for the continued success of the Company, James Barge, Scholastic's lead independent director will work with Iole Lucchese, Executive Vice President, Chief Strategy Officer; Andrew S. Hedden, Executive Vice President, General Counsel and Secretary; and Kenneth Cleary, Chief Financial Officer to ensure that all day-to-day operations continue without interruption.

The Company's Class A shareholders and the Company's board of directors will be meeting independently to determine the best course for the Company's direction, including the appointment of an interim operating head.

About Scholastic

For 100 years, Scholastic Corporation (NASDAQ: SCHL) has been encouraging the personal and intellectual growth of all children, beginning with literacy. Having earned a reputation as a trusted partner to educators and families, Scholastic is the world's largest publisher and distributor of children's books, a leading provider of literacy curriculum, professional services, and classroom magazines, and a producer of educational and entertaining children's media. The Company creates and distributes bestselling books and e-books, print and technology-based learning programs for pre-K to grade 12, and other products and services that support children's learning and literacy, both in school and at home. With 15 international operations and exports to 165 countries, Scholastic makes quality, affordable books available to all children around the world through school-based book clubs and book fairs, classroom libraries, school and public libraries, retail, and online. Learn more at www.scholastic.com.

SCHL: Financial



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