

**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): November 29, 2021

SCHOLASTIC CORPORATION

(Exact Name of Registrant as Specified in Charter)

DELAWARE
(State or Other Jurisdiction
of Incorporation)

000-19860
(Commission
File Number)

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

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

10012
(Zip Code)

(212) 343-6100
(Registrant's telephone number, including area 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 7.01 Regulation FD Disclosure.

On November 29, 2021, the Company issued a press release announcing that a current Board member, Mary Beech, has been named its Executive Vice President, Chief Marketing & Transformation Officer, effective January 1, 2022, a copy of which is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The information in this report furnished pursuant to Item 7.01 shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section. It may only be incorporated by reference in another filing under the Exchange Act or the Securities Act of 1933, as amended (the “Securities Act”), if such subsequent filing specifically references the information furnished pursuant to Item 7.01 of this report.

Item 9.01 Financial Statements and Exhibits

(a) **Not applicable**

(b) **Not applicable**

(c) **Not applicable**

(d) **The following exhibits are filed as part of this report:**

99.1 [Press release of the Company dated November 29, 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.

Date: November 30, 2021

SCHOLASTIC CORPORATION

By: /s/ Andrew S. Hedden

Name: Andrew S. Hedden

Title: Executive Vice President, General Counsel and Secretary

SCHOLASTIC NAMES MARY BEECH AS CHIEF MARKETING & TRANSFORMATION OFFICER

November 29, 2021 – New York, NY – Scholastic (NASDAQ: SCHL), the global children’s publishing, education and media company, today announced Mary Beech has been named Scholastic’s Chief Marketing & Transformation Officer, effective January 1, 2022. A new role for the Company and based in New York, Ms. Beech will be charged with creating greater customer centricity, data-driven activations with a focus on digital, and connectivity throughout Scholastic to better serve educators, caregivers and children. She has been an independent director on Scholastic’s Board since 2018 – from which she will resign in advance of her new position which reports directly to Chief Executive Officer and President Peter Warwick.

“Mary’s new role is an important part of our larger strategy for Scholastic, leveraging our data and technology investments and transforming how cross-functional collaboration is executed at the Company,” noted Warwick. “During her tenure on the Scholastic Board, Mary has brought insightful leadership and displayed a shared commitment to our mission of reaching every child through literacy. She is a passionate leader who has proven her marketing and transformational strength through her work with powerful brands such as Disney and Kate Spade.”

“From my experience as a Board member, Scholastic has demonstrated an unwavering commitment to its mission and the strength of brand to span generations, and I’m energized by this opportunity to be part of a leadership team that I have come to know is so deeply rooted in children’s publishing and education,” shared Ms. Beech.

“Building on the trust that young readers, teachers and parents have in the Scholastic brand, our opportunity today is to realize our mission in increasingly innovative ways that anticipate evolving market needs. In Mary, I saw an incredible talent of unleashing the power of a brand and directly connecting to customers,” added Iole Lucchese, Scholastic Chief Strategy Officer and Chair of the Board.

Ms. Beech has most recently served as the Chief Executive Officer of Sarah Flint, a direct-to-consumer, luxury footwear brand for women, where she was responsible for the growth of the brand and business. Prior to joining Sarah Flint in February 2020, Ms. Beech was the principal of MRB Brand Consulting, having also served as Executive Vice President and Chief Marketing Officer of Kate Spade New York for seven years, where she was responsible for all aspects of marketing and communications for the brand. From 2000 to 2013, Ms. Beech held various management, marketing, licensing and brand management positions at The Walt Disney Company, including responsibility for the launch and growth of the Disney Princess brand. Her leadership at Disney culminated in her role as Senior Vice President, Global Licensing and Marketing for Disney/Pixar Animation. Ms. Beech is a graduate of Wake Forest University.

About Scholastic

For more than 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.