SEC Form 4

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FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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l	hours per response:	0.5										

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

1. Name and Address of Reporting Person [*] Glover Haji						2. Issuer Name and Ticker or Trading Symbol <u>SCHOLASTIC CORP</u> [SCHL]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) C/O COI	(Last) (First) (Middle) C/O CORP. SECRETARY, SCHOLASTIC CORP					- 3. Date of Earliest Transaction (Month/Day/Year) 01/22/2024									X Officer (give title Other (specify below) below) EVP & CHIEF FINANCIAL OFFICEF					
557 BROADWAY (Street)						4. If Amendment, Date of Original Filed (Month/Day/Year)								Line	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person					
NEW YORK NY 10012														Form filed by More than One Reporting Person						
(City) (State) (Zip)					- Ri	Rule 10b5-1(c) Transaction Indication														
							Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.													
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3) 2. Transat Date (Month/Dat						Execution I			Code						Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	Amount (A) or (D)		Price	Transac	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Common Stock 01/22/					2/2024	/2024		A		3,060 A		\$39.2	1 3,060			D				
		T	able II -								osed of converti				Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	Date,	Code (Inst				6. Date E Expiratio (Month/D	n Dat	e	Amount of			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	ly Direct or Indi (I) (Inst	Ownership	Beneficial Ownershi (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	OI N OI	umber						
Employee stock option (right to buy)	\$39.2	01/22/2024			Α		6,484		(1)		01/22/2034	Commo Stock		5,484	\$0	6,484		D		

Explanation of Responses:

1. The grant becomes exercisable in three equal annual installments beginning with the first anniversary of the date of grant.

/s/ Haji Glover, by Vanessa Hill, Attorney-in-fact

03/29/2024

** Signature of Reporting Person Date

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.