

SCHOLASTIC CORP  
Form 3  
June 10, 2016

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Â Lucchese Iole</p> <p>(Last) (First) (Middle)</p> <p>C/O CORPORATE SECRETARY, SCHOLASTIC CORP,Â 557 BROADWAY</p> <p>(Street)</p> <p>NEW YORK,Â NYÂ 10019</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>06/01/2016</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>SCHOLASTIC CORP [SCHL]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Chief Strategy Officer</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	24,765 <sup>(1)</sup>	D	Â

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

SEC 1473 (7-02)

**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 control number.**

**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 Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee stock options (right to buy)	Â (2)	12/12/2016	Common Stock	2,720	\$ 33.6	D	Â
Employee stock options (right to buy)	Â (3)	08/27/2020	Common Stock	1,000	\$ 22.81	D	Â
Employee stock options (right to buy)	Â (4)	10/07/2021	Common Stock	10,922	\$ 28.18	D	Â
Employee stock options (right to buy)	Â (5)	09/17/2023	Common Stock	16,954	\$ 30.17	D	Â
Employee stock options (right to buy)	Â (6)	09/23/2024	Common Stock	21,194	\$ 33.87	D	Â
Employee stock options (right to buy)	Â (7)	09/21/2025	Common Stock	15,972	\$ 43.56	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lucchese Iole C/O CORPORATE SECRETARY, SCHOLASTIC CORP 557 BROADWAY NEW YORK, NY 10019	Â	Â	Â Chief Strategy Officer	Â

## Signatures

Iole Lucchese, by Teresa M. Connelly,  
Attorney-in-fact

06/10/2016

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Includes 5,854 unvested restricted stock units.
  - (2) Employee stock options vest ratably over a four year period beginning with the first anniversary after the date of grant, which is December 12, 2006.
  - (3) Employee stock options vest ratably over a four year period beginning with the first anniversary after the date of grant, which is August 27, 2010.
  - (4) Employee stock options vest ratably over a four year period beginning with the first anniversary after the date of grant, which is October 7, 2011.
  - (5) Employee stock options vest ratably over a four year period beginning with the first anniversary after the date of grant, which is September 17, 2013.
  - (6) Employee stock options vest ratably over a four year period beginning with the first anniversary after the date of grant, which is September 23, 2014.

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- (7) Employee stock options vest ratably over a four year period beginning with the first anniversary after the date of grant, which is September 21, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.