## Edgar Filing: SCHOLASTIC CORP - Form 4

	TIC CORP										
Form 4	10 2000										
December								OMB A	PPROVAL		
FOR	VI 4 UNITED	STATES					COMMISSIO	N OMB	3235-0287		
Check this box Washington, D.C. 20549								Number:	January 31,		
if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP O								Expires:	2005		
subject Section Form 4	16.		SECURITIES					Estimated burden hou	urs per		
Form 5		suant to S	ection	16(a) of the	ne Securi	ties Excha	nge Act of 1934,	response	. 0.5		
obligati may co	ions Section 17(						of 1935 or Secti				
-	truction	30(h)	of the I	nvestment	t Compar	ny Act of 1	940				
(Print or Type	Responses										
(I fint of Type	e Kesponses)										
1. Name and Address of Reporting Person <u>*</u> HEDDEN ANDREWS S			2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
				LASTIC (	-	CHL	(Ch	eck all applicabl	e)		
(Last)	(First) (1	Middle)		of Earliest T	ransaction		V Dimeter	100	7 O		
C/O CORI	PORATE		(Month/Day/Year) 12/16/2008				_X_ Director10% Owner _X_ Officer (give title Other (specify				
	ARY, SCHOLAST	IC	12,10,1				below) EVF	below) P, General Couns	sel		
CORPOR	ATION							,			
	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check						
			Filed(Mo	onth/Day/Yea	r)		Applicable Line) _X_ Form filed by	v One Reporting P	erson		
NEW YO	RK, NY 10012							More than One R			
(City)	(State)	(Zip)	Tal	ble I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of	2. Transaction Date			3.	4. Securit		5. Amount of	6. Ownership	7. Nature of		
Security (Instr. 3)	(Month/Day/Year)	Execution 1 any	Date, if	Transactio Code	nAcquired Disposed		Securities Beneficially	Form: Direct (D) or Indirect	Indirect Beneficial		
(110410)		•	y/Year)	(Instr. 8)	•		Owned	(I)	Ownership		
							Following Reported	(Instr. 4)	(Instr. 4)		
						(A) or	Transaction(s)				
				Code V	Amount	(D) Price	(Instr. 3 and 4)				
Reminder: Re	eport on a separate line	e for each cla	uss of sec	curities bene	ficially ow	ned directly of	or indirectly.				
							spond to the colle ained in this form		SEC 1474 (9-02)		
					requii	red to resp	ond unless the fo ntly valid OMB co	rm	() ())		
					numb						
	Tab					posed of, or convertible :	Beneficially Owner securities)	d			

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities

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Security (Instr. 3)			any (Mon	nth/Day/Year)	Code (Instr. 8)	Securities Acquired ( Disposed o (Instr. 3, 4, 5)	f (D)	(Month/Day/Year)		(Instr. 3 and 4)	
					Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee stock option (right to buy)	\$ 16.48	12/16/2003	8		A	100,000		<u>(1)</u>	12/16/2018	Common Stock	100,00
Reporting Owners											
<b>Reporting Owner Name / Address</b> Dire			Relationships								
			Director	10% Owner	Officer			Other			
C/O CORP SCHOLAS	ANDREWS S ORATE SEC TIC CORPOI K, NY 10012	RETARY RATION	Х		EVP, O	General Co	ounse	el			
Signat	ures										
•	Hedden, by 7	Гeresa M. C	onnelly,			12/18/200	8				
<u>**</u> Signature of Reporting Person			Date								

## **Explanation of Responses:**

\* 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).

(1) The grant becomes exercisable in four equal installments beginning with the first anniversary of the date of grant.

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.