

JEMISON MAE  
Form 4  
September 29, 2011

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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)

1. Name and Address of Reporting Person \*  
JEMISON MAE

2. Issuer Name and Ticker or Trading Symbol  
SCHOLASTIC CORP [SCHL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

C/O CORPORATE SECRETARY,  
SCHOLASTIC CORP, 557  
BROADWAY

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(Street)

NEW YORK, NY 10012

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code               | V Amount (A) or (D) Price   |   |  |                                   |
| Common Stock                    | 09/27/2011                           |  | M                  | 1,200 A \$ 24.54  | 8,204   | D  |                                   |
| Common Stock                    | 09/27/2011                           |  | S                  | 1,200 D \$ 28.7   | 7,004   | D  |                                   |
| Common Stock                    | 09/28/2011                           |  | M                  | 1,800 A \$ 24.54  | 8,804   | D  |                                   |
| Common Stock                    | 09/28/2011                           |  | S                  | 1,800 D \$ 28.7   | 7,004   | D  |                                   |
| Common Stock                    | 09/28/2011                           |  | M                  | 3,000 A \$ 25.61  | 10,004  | D  |                                   |

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|              |            |   |       |   |         |       |   |
|--------------|------------|---|-------|---|---------|-------|---|
| Common Stock | 09/28/2011 | S | 3,000 | D | \$ 28.7 | 7,004 | D |
| Common Stock | 09/28/2011 | S | 2,400 | D | \$ 28.7 | 4,604 | D |

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Outside Director Stock Options             | \$ 24.54   | 09/27/2011                           |  | M                              | 1,200   | 09/23/2010 09/23/2019                                    | Common Stock  | 1,200                         |
| Outside director stock options             | \$ 24.54   | 09/27/2011                           |  | M                              | 1,800   | 09/23/2010 09/23/2019                                    | Common Stock  | 1,800                         |
| Outside director stock options             | \$ 25.61   | 09/28/2011                           |  | M                              | 3,000   | 09/22/2011 09/22/2020                                    | Common Stock  | 3,000                         |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| JEMISON MAE<br>C/O CORPORATE SECRETARY, SCHOLASTIC CORP<br>557 BROADWAY | X             |           |         |       |

NEW YORK, NY 10012

## Signatures

Mae Jemison, by Teresa M. Connelly,  
Attorney-in-fact

09/29/2011

\_\_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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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