

SCHOLASTIC CORP

Form 4

August 02, 2005

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 *
HARRIS CHARLES T

(Last) (First) (Middle)

**C/O CORPORATE
SECRETARY, SCHOLASTIC
CORPORATION 557 BROADWAY**

(Street)

NEW YORK, NY 10012

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
07/29/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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

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. Transaction 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	07/29/2005		M		6,000	A	\$ 34.405	10,781	D
Common Stock	07/29/2005		M		6,000	A	\$ 17.875	16,871	D
Common Stock	07/29/2005		S		10,000	D	\$ 37.447	6,781	D
Common Stock	07/29/2005		M		6,000	A	\$ 28.47	12,871	D
Common Stock	07/29/2005		M		6,000	A	\$ 30.385	18,871	D

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Common Stock	07/29/2005	M	1,000	A	\$ 30.88	19,871	D	
Common Stock	07/29/2005	S	15,000	D	\$ 37.043	4,781	D	
Common Stock	08/01/2005	M	5,000	A	\$ 30.88	9,781	D	
Common Stock	08/01/2005	S	5,000	D	\$ 37.25	4,781	D	
Common Stock						4,000	I	By Harris Capital Partners L.P.
Common Stock						1,000	I	By the Charles T. Harris, Jr. Trust
Common Stock						200	I	By son
Common Stock						200	I	By son

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

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.

SEC 1474
(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 (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. Date of Acquisition or Disposition (Instr. 3, 4, and 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Outside Director Stock Option	\$ 34.405	07/29/2005		M	6,000	09/17/1997	09/17/2006	Common Stock	6,000

(right to
buy)Outside
Director

Stock Option (right to buy)	\$ 17.875	07/29/2005	M	6,000	01/07/1999	01/07/2008	Common Stock	6,000
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Outside
Director

Stock Option (right to buy)	\$ 28.47	07/29/2005	M	6,000	01/07/2000	01/07/2009	Common Stock	6,000
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Outside
Director

Option (right to buy)	\$ 30.385	07/29/2005	M	6,000	01/07/2001	01/07/2010	Common Stock	6,000
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Outside
Director

(right to buy)	\$ 30.88	07/29/2005	M	1,000	09/23/2004	09/23/2013	Common Stock	6,000
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Outside
Director

stock option (right to buy)	\$ 30.88	08/01/2005	M	5,000	09/23/2004	09/23/2013	Common Stock	5,000
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Reporting Owners

Reporting Owner Name / Address

Relationships

Director	10% Owner	Officer	Other
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HARRIS CHARLES T
C/O CORPORATE SECRETARY
SCHOLASTIC CORPORATION 557 BROADWAY
NEW YORK, NY 10012

X

Signatures

Teresa M. Connelly, Attorney-in-fact	08/02/2005
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**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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