

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person * <b>HOLLAND LARRY V</b>  (Last) (First) (Middle) <b>C/O CORPORATE SECRETARY</b> <b>SCHOLASTIC CORPORATION 557 BROADWAY</b>  (Street) <b>NEW YORK NY 10012</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>SCHOLASTIC CORP [ SCHL ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>SVP Human Resources</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>03/29/2005</b>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	03/29/2005		M		12,887	A	\$35.905	21,268	D	
Common Stock	03/29/2005		S		1,000	D	\$37.22	20,268	D	
Common Stock	03/29/2005		S		1,000	D	\$37.25	19,268	D	
Common Stock	03/29/2005		S		1,000	D	\$37.24	18,268	D	
Common Stock	03/29/2005		S		2,000	D	\$37.2765	16,268	D	
Common Stock	03/29/2005		S		2,000	D	\$37.26	14,268	D	
Common Stock	03/29/2005		S		300	D	\$37.2867	13,968	D	
Common Stock	03/29/2005		S		1,000	D	\$37.23	12,968	D	
Common Stock	03/29/2005		S		1,200	D	\$37.2308	11,768	D	
Common Stock	03/29/2005		S		1,000	D	\$37.133	10,768	D	
Common Stock	03/29/2005		S		2,000	D	\$37.16	8,768	D	
Common Stock	03/29/2005		S		387	D	\$37.12	8,381	D	
Common Stock	03/29/2005		M		15,408	A	\$31.565	23,789	D	
Common Stock	03/29/2005		S		408	D	\$37.12	23,381	D	
Common Stock	03/29/2005		S		10,000	D	\$37.041	13,381	D	
Common Stock	03/29/2005		S		5,000	D	\$37.05	8,381	D	
Common Stock								344	I	By trustee of 401(k)Plan

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Option (right to buy)	\$35.905	03/29/2005		M			12,887	(1)	12/15/2010	Common Stock	12,887	\$0	0	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$31.565	03/29/2005		M			15,408	(2)	07/19/2010	Common Stock	15,408	\$0	24,592	D	

**Explanation of Responses:**

- The option vested in four equal installments on December 14, 2001, 2002, 2003 and 2004.
- The option vested in four equal installments on July 18, 2001, 2002, 2003 and 2004.

Teresa M. Connelly, Attorney-  
in-fact      03/31/2005

\*\* 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.**