

SCRIPPS E W CO /DE
Form 4
February 14, 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 *
LOWE KENNETH W

(Last) (First) (Middle)

312 WALNUT STREET, 28TH FLOOR

(Street)

CINCINNATI, OH 45202

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SCRIPPS E W CO /DE [SSP]

3. Date of Earliest Transaction (Month/Day/Year)
02/10/2005

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)
President & CEO

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 Ownership (Instr. 4) | |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|
| | | | Code | V | Amount | (D) | Price | |
| Class A Common Shares, \$.01 par value per share | 02/10/2005 | | A | | 36,883 | A | <u>(1)</u> 36,883 <u>(1)</u> | D |
| Class A Common Shares, \$.01 par value per share | | | | | 325,326 | | | D |

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| | | | |
|---|---------|---|-----------------|
| Class A Common Shares, \$.01 par value per share | 147,690 | I | Wife's trust |
| Common Voting Shares, \$.01 par value per share | 0 | D | |

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.

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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) | | |
|---|---|---|---|---|---|--|---|-------------------|----------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Option | \$ 17.25 | | | | | 01/10/1998 | 01/09/2007 | Class A Common | 47,000 |
| Option | \$ 23.61 | | | | | 01/15/1999 | 01/14/2008 | Class A Common | 60,000 |
| Option | \$ 24.5 | | | | | 01/24/2001 | 01/23/2010 | Class A Common | 120,000 |
| Option | \$ 26.395 | | | | | 10/01/2001 | 09/30/2010 | Class A Common | 120,000 |
| Option | \$ 32.125 | | | | | 01/25/2002 | 01/24/2011 | Class A Common | 200,000 |
| Option | \$ 37.555 | | | | | 02/20/2003 | 02/19/2012 | Class A Common | 250,000 |

| | | | | | | | | |
|------------------------------|-----------|------------|---|---|---------------------------|------------|-------------------|---------|
| Option | \$ 39.985 | | | | 02/26/2004 | 02/25/2013 | Class A Common | 250,000 |
| Option | \$ 48.71 | | | | 03/23/2005 | 03/22/2014 | Class A Common | 187,500 |
| Restricted Share Units | (2) | | | | (2) | (2) | Class A Common | 40,000 |
| Option | \$ 46.46 | 02/10/2005 | A | 1 | 02/15/2006 ⁽³⁾ | 02/09/2013 | Class A Common | 125,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| LOWE KENNETH W 312 WALNUT STREET, 28TH FLOOR CINCINNATI, OH 45202 | X | | President & CEO | |

Signatures

/s/ M. Denise Kuprionis, Attorney-in-fact for Kenneth W.
Lowe

02/14/2005

__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) This restricted share award is performance vested and shall vest, if at all, as follows: 25% on 2/15/06, 25% on 2/15/07 and 50% on 2/15/08.

Pursuant to the Company's Amended and Restated 1997 Long-Term Incentive Plan (the "Plan"), the reporting person has exchanged 40,000 shares previously awarded to him as restricted shares under the Plan for 40,000 restricted share units (the "Units"). Each Unit shall

(2) be exchanged for one Class A Common share of the Company following the reporting person's retirement or termination of his employment under certain circumstances as set forth in a Restricted Share Unit Agreement between the Company and the reporting person. The 40,000 Units shall vest on January 2, 2007.

(3) This option is exercisable in equal installments on 2/15/06, 2/15/07 and 2/15/08.

(4) The exercise price of this nonqualified stock option award granted under the company's Long-Term Incentive Plan is \$46.46.

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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