

BURLINGAME JOHN H
Form 4
November 19, 2004

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 *
BURLINGAME JOHN H

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
312 WALNUT STREET, 28TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)
11/17/2004

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

(Street)

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

CINCINNATI, OH 45202

(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. 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) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
| Class A Common Shares, \$.01 par value per share | | | | (A) or (D) Price | 1,428 | D | |
| Class A Common Shares, \$.01 par value per share | 11/17/2004 | | S | 5,000,000 D \$ 47.67 | 39,192,222 | D ⁽¹⁾ | |

Common
Voting
Shares,
\$.01 par
value per
share

32,080,000 D ⁽¹⁾

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. Pr Deriv Secur (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|------------------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Option | \$ 24.25 | | | | | 05/13/2000 | 05/12/2009 | Class A Common | 4,000 |
| Option | \$ 24.47 | | | | | 05/18/2001 | 05/17/2010 | Class A Common | 10,000 |
| Option | \$ 32.16 | | | | | 05/10/2002 | 05/09/2011 | Class A Common | 10,000 |
| Option | \$ 39.005 | | | | | 05/09/2003 | 05/08/2012 | Class A Common | 10,000 |
| Option | \$ 39.82 | | | | | 04/29/2004 | 04/28/2013 | Class A Common | 10,000 |
| Phantom Stock | \$ 47.91 | | | | | <u>(2)</u> | <u>(2)</u> | Class A Common | 166.37 <u>(2)</u> |
| Option | \$ 52.91 | | | | | 04/15/2005 | 04/14/2014 | Class A Common | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BURLINGAME JOHN H 312 WALNUT STREET, 28TH FLOOR CINCINNATI, OH 45202 | X | | | |

Signatures

/s/ M. Denise Kuprionis, Attorney-in-fact for John H. Burlingame

11/19/2004

 **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).
The reporting person is a Trustee of the Edward W. Scripps Trust (the "Trust") and has the power, together with the other Trustees of the
 - (1) Trust, to vote and dispose of the shares of the company held by the Trust. Mr. Burlingame disclaims any beneficial interest in the shares held by the Trust.

Pursuant to the company's 1997 Deferred Compensation and Stock Plan for Directors, directors may defer fees into a phantom stock fund.
 - (2) Under this plan, fees are converted quarterly into phantom shares at the fair market value of the company's Class A Common shares on the last trading day of each quarter. Upon retirement as a director or at another specified date, the balance may be paid in either shares or cash. The balance at 9/30/04 is 2,377.44 phantom shares.

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.