

Lyons Douglas F
 Form 4
 November 08, 2010

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 *
 Lyons Douglas F

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
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/04/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Vice President and Controller

CINCINNATI, OH 45202

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

(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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Class A Common Shares, \$.01 par value per share | 11/04/2010 | | M | | 5,633 A \$ 8.01 | 40,309 | D |
| Class A Common Shares, \$.01 par value per share | 11/04/2010 | | M | | 5,633 A \$ 6.87 | 45,942 | D |

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| | | | | | | | |
|---|------------|---|--------|---|--------------|--------|---|
| Class A Common Shares, \$.01 par value per share | 11/04/2010 | S | 11,266 | D | \$ 9.2733 | 34,676 | D |
| 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.

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 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) | Amount or Number of Shares | |
|---|---|---|---|---|---|--|---|-------------------------------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Option | \$ 6.87 | 11/04/2010 | | M | 5,633 | 01/25/2002 | 01/24/2011 | Class A Common | 5,633 |
| Option | \$ 8.01 | 11/04/2010 | | M | 5,633 | 02/20/2003 | 02/19/2012 | Class A Common | 5,633 |
| Option | \$ 8.52 | | | | | 02/26/2004 | 02/25/2013 | Class A Common | 5,633 |
| Option | \$ 10.47 | | | | | 02/25/2005 | 02/24/2014 | Class A Common | 6,572 |
| Option | \$ 9.9 | | | | | 02/10/2006 | 02/09/2013 | Class A Common | 6,572 |
| Option | \$ 10.44 | | | | | 02/22/2007 | 02/21/2014 | Class A Common | 18,621 |
| Option | \$ 10.35 | | | | | 10/06/2007 | 10/05/2014 | | 17,212 |

| Option | \$ 10.41 | | 02/22/2008 | 02/21/2015 | Class A Common | 34,425 |
|------------------------------|----------|--|------------|------------|------------------------------|--------|
| Option | \$ 9.09 | | 02/21/2009 | 02/20/2016 | Class A Common | 46,948 |
| Restricted Stock Units | (1) | | 03/05/2011 | 03/05/2012 | Restricted Stock Units | 0 |
| Restricted Stock Units | (2) | | 03/09/2011 | 03/09/2013 | Restricted Stock Units | 15,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Lyons Douglas F 312 WALNUT STREET CINCINNATI, OH 45202 | | | Vice President and Controller | |

Signatures

/s/ William Appleton, Attorney-in-fact for Douglas F. Lyons
 11/08/2010

 **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) These restricted stock units vest in equal parts on March 5, 2011 and 2012. Upon vesting, each restricted stock unit will convert into one Class A Common share of the Company.
- (2) A restricted stock unit award was granted on March 9, 2010. The award is part time-vested and part performance-vested. The time-vested portion of the award vests in three equal parts on March 9, 2011, 2012 and 2013. If the performance objective is achieved, this portion of the award will vest over the same three-year period. Upon vesting, each restricted stock unit converts into one Class A Common share of the Company.

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.