

Lawlor Brian G.
Form 4
March 09, 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 *
Lawlor Brian G.

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)
03/09/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. VP/Television

(Street)
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	(D)	Price
Class A Common Shares, \$.01 par value per share	03/05/2010		C		58,139	A	\$ 9.7
Class A Common Shares, \$.01 par value per share	03/05/2010		F(1)		18,634	D	\$ 9.7

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Class A Common Shares, \$.01 par value per share	03/08/2010		<u>S(2)</u>	15,000	D	\$ 8.0206	66,451	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.

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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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Restricted Stock Units	<u>(3)</u>	03/05/2010		C	58,139	03/05/2010 03/05/2013	Restricted Stock Units
Restricted Stock Units	<u>(4)</u>	03/09/2010		A	40,000	03/09/2011 03/09/2014	Restricted Stock Units
Option	\$ 8.01					02/20/2003 02/19/2012	Class A Common
Option	\$ 8.52					02/26/2004 02/25/2013	Class A Common
Option	\$ 10.47					02/25/2005 02/24/2014	Class A Common
Option	\$ 9.9					02/10/2006 02/09/2013	Class A Common
Option	\$ 10.44					02/22/2007 02/21/2014	Class A Common

Option	\$ 10.41	02/22/2008	02/21/2015	Class A Common	3
Option	\$ 9.09	02/21/2009	02/20/2016	Class A Common	4

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lawlor Brian G. 312 WALNUT STREET 28TH FLOOR CINCINNATI, OH 45202			Sr. VP/Television	

Signatures

/s/ Mary Denise Kuprionis, Attorney-in-fact for Brian G.
Lawlor

03/09/2010

__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) One-fourth of a March 5, 2009 restricted stock unit award vested on March 5, 2010. The terms of this incentive award mandate that the Company withhold shares to satisfy the reporting person's tax obligation.
- (2) These shares were sold in accordance with a stock trading plan adopted on December 14, 2009, in accordance with the guidelines specified by Rule 10b5-1.
- (3) A restricted stock unit award was granted on March 5, 2009 and vests in four equal parts on March 5, 2010, 2011, 2012 and 2013. Upon vesting, each restricted stock unit converts into one Class A Common share of the Company.
- (4) 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 four equal parts on March 9, 2011, 2012, 2013 and 2014. If the performance objective is achieved, this portion of the award will vest over the same four-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.

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