

SCAGLIOTTI NACKEY E
Form 4
March 18, 2013

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 *
SCAGLIOTTI NACKEY E

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)
03/14/2013

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

(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

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 Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Class A Common Shares, \$.01 par value per share	03/14/2013		G		326,602	A (1)	\$ 0 383,385	D (2)
Class A Common Shares, \$.01 par value per share	03/14/2013		G		12,737,477	D (3)	\$ 0 326,610	I (3) EWS Trust

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Common Voting Shares, \$.01 par value per share	03/14/2013	G	10,425,987	<u>D</u> (3)	\$ 0	267,333	I (3)	EWS Trust
Common Voting Shares, \$.01 par value per share	03/14/2013	G	267,333	<u>A</u> (1)	\$ 0	267,333	D (2)	

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)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option	\$ 11.28					04/15/2005	04/14/2014	Class A Common	4,694
Option	\$ 10.92					04/14/2006	04/13/2015	Class A Common	4,694
Option	\$ 9.96					05/04/2007	05/03/2016	Class A Common	4,694
Option	\$ 9.24					04/26/2008	04/25/2017	Class A Common	4,694
Option	\$ 9.93					06/13/2009	06/12/2018	Class A Common	23,474
Restricted Stock	(4)					05/02/2013	05/02/2013	Restricted Stock	4,206

Units

Units

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCAGLIOTTI NACKEY E 312 WALNUT STREET, 28TH FLOOR CINCINNATI, OH 45202	X	X		

Signatures

/s/ William Appleton, Attorney-in-fact for Nackey E.
Scagliotti

03/18/2013

__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) Ms. Scagliotti is a residuary beneficiary of the Trust and received the reported Common Voting Shares and Class A Common Shares of the Company upon distribution from the Trust.

Ms. Scagliotti may be deemed to have shared voting power with respect to more than 10% of the Class A Common Shares of the Company (due solely to the convertibility of Common Voting Shares of the Company into Class A Common Shares on a share-for-share basis) as a result of the voting provisions of the Scripps Family Agreement dated October 15, 1992, as amended, to which she is a party.
- (2) The Class A Common Shares beneficially owned by Ms. Scagliotti (and those held by other Signatories to the Scripps Family Agreement) are not subject to voting or any other provisions of that agreement. Along with other parties to the Scripps Family Agreement, Ms. Scagliotti filed a Schedule 13D with the Commission on January 24, 2013, as amended on March 18, 2013.

Ms. Scagliotti is a Trustee of The Edward W. Scripps Trust (the "Trust") and has the power, together with the other Trustees of the Trust, to vote and dispose of the shares of the Company held by the Trust, subject to an order entered under seal by the Court of Common Pleas, Probate Division, Butler County, Ohio on January 22, 2013, giving effect to certain of the voting provisions of the Scripps Family Agreement. The Trust terminated on October 18, 2012. On March 14, 2013, the Trust distributed the reported Common Voting Shares and Class A Common Shares of the Company to certain residuary beneficiaries of the Trust. The remaining shares held by the Trust are expected to be distributed to the other residuary beneficiaries in the next few months. Ms. Scagliotti disclaims any beneficial interest in the shares held by the Trust.
- (3) This restricted stock unit award will vest on May 2, 2013. Upon vesting, each restricted stock unit will convert into one Class A Common Share of the Company.
- (4)

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.