

SCRIPPS E W CO /DE
Form 4/A
March 16, 2015

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
STAUTBERG TIMOTHY E

(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)
03/09/2015

4. If Amendment, Date Original Filed(Month/Day/Year)
03/11/2015

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior VP/Newspapers

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 | 03/09/2015 | | C ⁽¹⁾ | | 23,544 | A ⁽²⁾ | \$ 24.11 |
| Class A Common Shares, \$.01 par value per share | 03/09/2015 | | F ⁽³⁾ | | 7,761 | D | \$ 24.11 |

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| | | | |
|---|----|---|---------|
| Class A Common Shares, \$.01 par value per share | 53 | I | By wife |
| 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 | |
| Restricted Stock Units | \$ 24.11 | 03/09/2015 | | <u>C</u> (1) | 7,929 | 03/11/2012 03/11/2015 | Restricted Stock Units | 7,929 |
| Restricted Stock Units | \$ 24.11 | 03/09/2015 | | <u>C</u> (1) | 8,143 | 03/15/2013 03/15/2016 | Restricted Stock Units | 16,287 |
| Restricted Stock Units | \$ 2,411 | 03/09/2015 | | <u>C</u> (1) | 4,662 | 03/09/2014 03/09/2017 | Restricted Stock Units | 13,987 |
| Restricted Stock Units | \$ 24.11 | 03/09/2015 | | <u>C</u> (1) | 2,810 | 03/09/2015 03/09/2018 | Restricted Stock Units | 18,736 |
| Restricted Stock | \$ 24.11 | 03/09/2015 | | <u>J</u> (4) | 7,494 | 03/09/2015 03/09/2018 | Restricted Stock | 15,926 |

| | | | | | |
|------------|-----|------------|------------|------------|-------|
| Units | | | | Units | |
| Restricted | | | | Restricted | |
| Stock | (5) | 07/01/2012 | 07/01/2015 | Stock | 5,728 |
| Units | | | | Units | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| STAUTBERG TIMOTHY E 312 WALNUT STREET, 28TH FLOOR CINCINNATI, OH 45202 | | | Senior VP/Newspapers | |

Signatures

| | |
|---|------------|
| /s/ William Appleton, Attorney-in-fact for Timothy E. Stautberg | 03/16/2015 |
|---|------------|

__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 transaction reflects the conversion of restricted stock units into Class A Common Shares.
- (2) An administrative error occurred when reporting shares owned by this individual. This transaction should have reflected an "A" for acquired, instead of a "D" for disposed of securities.
- (3) The terms of this long-term incentive award mandate that the Company withhold shares to satisfy the reporting person's tax obligation.
- (4) Forty percent of the units awarded in 2014 were contingent on performance measures. Because the company did not meet these measures, the subject units did not vest and were forfeited under terms of the award.
- (5) This restricted stock unit award will vest in 2015. Upon vesting, each restricted stock unit will convert 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.