

Peirce Mary
Form 4
May 03, 2013

FORM 4

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

OMB APPROVAL

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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 *
Peirce Mary

(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)
05/01/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Class A Common Shares, \$.01 par value per share	05/02/2013		C ⁽¹⁾	4,206 A	\$ 14.06 339,091 ⁽²⁾	D	
Class A Common Shares, \$.01 par value per share					326,601 ⁽³⁾	I	EWS Trust

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Common Voting Shares, \$.01 par value per share	267,333 ⁽²⁾	D	
Common Voting Shares, \$.01 par value per share	267,333 ⁽³⁾	I	EWS Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount Number of Shares
Restricted Stock Units	<u>(1)</u>	05/02/2013		C	4,206	05/02/2013 05/02/2013	Restricted Stock Units 4,206
Restricted Stock Units	<u>(4)</u>	05/01/2013		A	3,918	05/01/2014 05/01/2014	Restricted Stock Units 3,918
Option	\$ 6.63					08/07/2009 08/06/2018	Class A Common 104

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Peirce Mary 312 WALNUT STREET, 28TH FLOOR	X	X		

CINCINNATI, OH 45202

Signatures

/s/ William Appleton, Attorney-in-fact for Mary McCabe
Peirce

05/03/2013

__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) This transaction reflects the conversion of restricted stock units into Class A Common Shares.

Ms. Peirce may be deemed to have shared voting power with respect to more than 10% of the Class A Common Stock of the Issuer (including Common Voting Shares of the Issuer, which are convertible into Class A Common Shares on a share-for-share basis) due to the voting provisions of the Scripps Family Agreement dated October 15, 1992, as amended, to which the reporting person is a party. The reporting person filed a Schedule 13D with the Commission on January 24, 2013, as amended on March 18, 2013.
- (2) Ms. Peirce 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 Issuer 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 dated October 15, 1992, as amended. The Trust terminated on October 18, 2012 and, on March 14, 2013, the Trust distributed the reported Common Voting Shares and Class A Common Shares of the Issuer 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. Peirce disclaims any beneficial interest in the shares held by the Trust.
- (3) This restricted stock unit award will vest in 2014. 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.