

SCRIPPS E W CO /DE
Form 8-K
December 29, 2005
[Table of Contents](#)

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) December 22, 2005

THE E.W. SCRIPPS COMPANY

(Exact name of registrant as specified in its charter)

Ohio
(State or other jurisdiction of
incorporation or organization)

0-16914
(Commission File Number)

31-1223339
(I.R.S. Employer

Identification Number)

312 Walnut Street

45202

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Cincinnati, Ohio
(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (513) 977-3000

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Table of Contents

THE E.W. SCRIPPS COMPANY

INDEX TO CURRENT REPORT ON FORM 8-K

<u>Item No.</u>		<u>Page</u>
1.01	<u>Entry into a Material Definitive Agreement</u>	3

Table of Contents

Item 1.01 Entry into a Material Definitive Agreement

On December 22, 2005, Frank Gardner announced his retirement from his position as Senior Vice President of The E. W. Scripps Company and Chairman, Scripps Networks, effective December 31, 2005. He will continue to perform his current duties through December 31, 2005, and will thereafter be available to perform business consulting services to our company and its operating divisions pursuant to a two-year agreement beginning January 1, 2006. The following compensation arrangements pertain to his planned retirement.

1. On or about January 31, 2006, Mr. Gardner will receive a pension supplement of \$450,000 and a payment of \$550,000 in lieu of the compensation forfeited due to his early retirement.
2. Mr. Gardner will receive an annual retainer of \$250,000 pursuant to the consulting agreement referred to above.

Table of Contents

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE E.W. SCRIPPS COMPANY

BY: /s/ Joseph G. NeCastro

Joseph G. NeCastro
Senior Vice President and Chief Financial Officer

Dated: December 28, 2005