UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 10-Q
(X) QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES AND EXCHANGE ACT OF 1934
For the quarterly period ended September 30, 2000

OR
TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES AND EXCHANGE ACT OF 1934 For the transition period from $\qquad$ to $\qquad$
Commission File Number 0-16914
THE E. W. SCRIPPS COMPANY
(Exact name of registrant as specified in its charter) Ohio

31-1223339
(State or other jurisdiction of incorporation or organization)
(I.R.S. Employer

Identification Number)
312 Walnut Street
Cincinnati, Ohio
45202
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (513) 977-3000
Not Applicable
(Former name, former address and former fiscal year, if changed since last report.)

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities and Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes $X$
No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date. As of October 31, 2000 there were 59,517,363 of the Registrant's Class A Common Shares outstanding and 19,216,913 of the Registrant's Common Voting Shares outstanding.

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REPORT ON FORM 10-Q FOR THE QUARTER ENDED SEPTEMBER 30, 2000

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## ITEM 1. FINANCIAL STATEMENTS

The information required by this item is filed as part of this Form 10-Q See Index to Financial Information at page F-1 of this Form 10-Q.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The information required by this item is filed as part of this Form 10-Q See Index to Financial Information at page F-1 of this Form 10-Q.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK
The information required by this item is filed as part of this Form 10-Q See Index to Financial Information at page F-1 of this Form 10-Q.

## PART II

## ITEM 1. LEGAL PROCEEDINGS

The Company is involved in litigation arising in the ordinary course of business, such as defamation actions and various governmental and administrative proceedings relating to renewal of broadcast licenses, none of which is expected to result in material loss.

ITEM 2. CHANGES IN SECURITIES
There were no changes in the rights of security holders during the quarter for which this report is filed

ITEM 3. DEFAULTS UPON SENIOR SECURITIES
There were no defaults upon senior securities during the quarter for which this report is filed.

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS
There were no matters submitted to a vote of security holders during the quarter for which this report is filed.

ITEM 5. OTHER INFORMATION
None.

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

## Exhibits

The information required by this item is filed as part of this Form $10-\mathrm{Q}$ See Index to Exhibits at page E-1 of this Form 10-Q.

Reports on Form 8-K
No reports on Form 8-K were filed during the quarter for which this report is filed.

## SIGNATURES

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

THE E. W. SCRIPPS COMPANY

THE E. W. SCRIPPS COMPANY

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## CONSOLIDATED BALANCE SHEETS

| ( in thousands ) | $\begin{gathered} \text { September 30, } \\ 2000 \\ \text { ( Unaudited ) } \end{gathered}$ |  | $\begin{gathered} \text { As of } \\ \text { December 31, } \\ 1999 \end{gathered}$ |  | $\begin{gathered} \text { September 30, } \\ \text { ( Unaudited ) } \end{gathered}$ |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| ASSETS |  |  |  |  |  |  |
| Current Assets: |  |  |  |  |  |  |
| Cash and cash equivalents | \$ | 18,599 | \$ | 10,456 | \$ | 14,726 |
| Accounts and notes receivable (less <br> allowances $-\$ 14,608$, \$11, 266, \$11, 358) |  | 255,822 |  | 280,829 |  | 235,014 |
| Program rights and production costs |  | 117,445 |  | 93,001 |  | 102, 782 |
| Network distribution fees |  | 19,671 |  | 17,899 |  | 16,649 |
| Inventories |  | 18,905 |  | 16,538 |  | 15,481 |
| Deferred income taxes |  | 28,404 |  | 27,643 |  | 27,682 |
| Miscellaneous |  | 32,261 |  | 31, 095 |  | 31,395 |
| Total current assets |  | 491,107 |  | 477,461 |  | 443,729 |
| Investments |  | 230,756 |  | 210,308 |  | 216,258 |
| Property, Plant and Equipment |  | 484,149 |  | 485,596 |  | 482,436 |
| Goodwill and Other Intangible Assets |  | 1,201,281 |  | 1,187,274 |  | 1,181,638 |
| Other Assets: |  |  |  |  |  |  |
| Program rights and production costs (less current portion) |  | 86,437 |  | 75,702 |  | 68,530 |
| Network distribution fees (less current portion) |  | 45,231 |  | 50, 066 |  | 53,972 |
| Miscellaneous |  | 24,860 |  | 33,974 |  | 34,758 |
| Total other assets |  | 156,528 |  | 159,742 |  | 157,260 |
| TOTAL ASSETS | \$ | 2,563,821 | \$ | 2,520,381 | \$ | 2,481,321 |

See notes to consolidated financial statements.

## CONSOLIDATED BALANCE SHEETS

( in thousands, except share data )
September 30, 2000 ( Unaudited )

As of
December 31, 1999

September 30, 1999
( Unaudited )

| LIABILITIES AND STOCKHOLDERS' EQUITY |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  |  |  |  |
| Current portion of long-term debt | \$ | 209,237 | \$ | 267,600 | \$ | 257,158 |
| Accounts payable |  | 103,604 |  | 116, 201 |  | 115,428 |
| Customer deposits and unearned revenue |  | 32,988 |  | 40,583 |  | 44,971 |
| Accrued liabilities: |  |  |  |  |  |  |
| Employee compensation and benefits |  | 62,910 |  | 46,464 |  | 50, 032 |
| Network distribution fees |  | 47,808 |  | 41,712 |  | 39,329 |
| Miscellaneous |  | 65,523 |  | 64,908 |  | 52,997 |
| Total current liabilities |  | 522,070 |  | 577,468 |  | 559,915 |
| Deferred Income Taxes |  | 148,345 |  | 143,912 |  | 140, 830 |
| Long-Term Debt (less current portion) |  | 501,788 |  | 501, 847 |  | 501,869 |
| Other Long-Term Obligations and Minority Interests (less current portion) |  | 129,182 |  | 132,702 |  | 136,187 |
| Stockholders' Equity: |  |  |  |  |  |  |
| Preferred stock, \$.01 par - authorized: 25,000,000 shares; none outstanding |  |  |  |  |  |  |
| Common stock, \$.01 par: |  |  |  |  |  |  |
| Class A - authorized: 120,000,000 shares; issued and outstanding: 59,399,794; 58,925,449; and 58,989,873 shares |  | 594 |  | 589 |  | 590 |
| Voting - authorized: 30,000,000 shares; issued and outstanding: $19,216,913 ; 19,216,913$; and $19,218,913$ shares |  | 192 |  | 192 |  | 192 |
| Total |  | 786 |  | 781 |  | 782 |
| Additional paid-in capital |  | 156,140 |  | 136,731 |  | 141,577 |
| Retained earnings |  | 1,055,849 |  | 973,609 |  | 938,610 |
| Unrealized gains on securities available for sale |  | 57,891 |  | 57,298 |  | 65,969 |
| Foreign currency translation adjustment |  | 602 |  | 973 |  | 710 |
| Unvested restricted stock awards |  | $(8,832)$ |  | $(4,940)$ |  | $(5,128)$ |
| Total stockholders' equity |  | 1,262,436 |  | 1,164,452 |  | 1,142,520 |
| TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY | \$ | 2,563,821 | \$ | 2,520,381 | \$ | 2,481,321 |

See notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF INCOME ( UNAUDITED )

| ( in thousands, except per share data ) | Three months ended September 30, |  |  |  | Nine months ended September 30, |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | 2000 |  | 1999 |  | 2000 |  | 1999 |
| Operating Revenues: |  |  |  |  |  |  |  |  |
| Advertising | \$ | 319,231 | \$ | 281,055 | \$ | 982,856 |  | 863,144 |
| Circulation |  | 34,939 |  | 37,269 |  | 109,602 |  | 115,632 |
| Licensing |  | 16,731 |  | 14,520 |  | 50,391 |  | 45,571 |
| Affiliate fees |  | 14,464 |  | 13, 012 |  | 43,629 |  | 37,651 |
| Joint operating agency distributions |  | 11,924 |  | 12,479 |  | 35, 073 |  | 36,826 |
| Other |  | 12,346 |  | 14,597 |  | 38,167 |  | 41, 653 |
| Total operating revenues |  | 409,635 |  | 372,932 |  | 1,259,718 |  | 1,140,477 |
| Operating Expenses: |  |  |  |  |  |  |  |  |
| Employee compensation and benefits |  | 129,672 |  | 123,647 |  | 386,278 |  | 364,658 |
| Newsprint and ink |  | 38,228 |  | 32,827 |  | 114,066 |  | 105,841 |
| Amortization of purchased programming |  | 30,176 |  | 25,264 |  | 87,546 |  | 71, 011 |
| Other operating expenses |  | 109,920 |  | 109,146 |  | 346,966 |  | 316,581 |
| Depreciation |  | 17,209 |  | 17,240 |  | 51,468 |  | 47,644 |
| Amortization of intangible assets |  | 10,079 |  | 9,443 |  | 29,884 |  | 28,795 |
| Total operating expenses |  | 335, 284 |  | 317,567 |  | 1,016,208 |  | 934,530 |
| Operating Income |  | 74,351 |  | 55,365 |  | 243,510 |  | 205,947 |
| Other Credits (Charges): |  |  |  |  |  |  |  |  |
| Interest expense |  | $(13,393)$ |  | $(11,279)$ |  | $(39,510)$ |  | $(33,378)$ |
| Investment results, net of expenses |  | 900 |  | $(1,169)$ |  | $(9,611)$ |  | (654) |
| Net gains (losses) on divested operations |  | (73) |  |  |  | 6,196 |  |  |
| Miscellaneous, net |  | 1,002 |  | 955 |  | 1,993 |  | 3,394 |
| Net other credits (charges) |  | $(11,564)$ |  | $(11,493)$ |  | $(40,932)$ |  | $(30,638)$ |
| Income Before Taxes and Minority Interests |  | 62,787 |  | 43, 872 |  | 202,578 |  | 175,309 |
| Provision for Income Taxes |  | 26,319 |  | 17,933 |  | 84,266 |  | 71,898 |
| Income Before Minority Interests |  | 36,468 |  | 25,939 |  | 118,312 |  | 103,411 |
| Minority Interests |  | 1,040 |  | 1,077 |  | 3,159 |  | 3,223 |
| Net Income | \$ | 35,428 | \$ | 24,862 |  | 115,153 |  | 100,188 |
| Net Income per Share of Common Stock: |  |  |  |  |  |  |  |  |
| Diluted |  | . 45 |  | . 32 |  | 1.46 |  | 1.27 |

See notes to consolidated financial statements.

## CONSOLIDATED STATEMENTS OF CASH FLOWS ( UNAUDITED )

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( in thousands )
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Nine months ended September 30

Cash Flows from Operating Activities:
Net income
\$ 115, 153
Adjustments to reconcile net income
to net cash flows from operating activities
Depreciation and amortization
Deferred income taxes
Minority interests in income of subsidiary companies
Network distribution fee amortization greater (less) than payments
Program cost amortization greater (less) than payments
Other changes in certain working capital accounts, net Miscellaneous, net
Net operating activities

Cash Flows from Investing Activities
Additions to property, plant and equipment
Purchase of subsidiary companies and long-term investments
Sale of subsidiary companies and long-term investments
Change in short-term investments, net
Miscellaneous, net
Net investing activities

Cash Flows from Financing Activities:
Increase in long-term debt
Payments on long-term debt
Repurchase Class A Common shares
Dividends paid
Dividends paid to minority interests
Miscellaneous, net (primarily employee stock compensation)
Net financing activities
Increase (Decrease) in Cash and Cash Equivalents
Cash and Cash Equivalents:
Beginning of year

End of period

Supplemental Cash Flow Disclosures:
Interest paid, excluding amounts capitalized
Income taxes paid
\$ 35,691
81, 094
\$ 29,674
76,439
6,572
3, 223
$(6,719)$
$(28,389)$
$(14,386)$
5, 007
141,935
$(58,613)$
$(112,156) \quad(43,435)$

20,485
11,777
$(69,786)$

3,865
$(15,557)$
$(29,101)$
$(32,881)$
$(1,176)$
2,008
2,
(693)

15,419

18,59
\$ 14,726

Destin newspaper traded for Fort Pierce newspaper (see Note 2)
3, 857
79, 224

See notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME AND STOCKHOLDERS' EQUITY ( UNAUDITED )
( in thousands, except share data )



See notes to consolidated financial statements.

## 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation - The financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America for interim financial information and with the instructions to Form 10-Q and Rule 10-01 of Regulation S-X. The information disclosed in the notes to consolidated financial statements included in the Company's Annual Report on Form 10-K for the year ended December 31, 1999, has not changed materially unless otherwise disclosed herein. Financial information as of December 31, 1999, included in these financial statements has been derived from the audited consolidated financial statements included in that report. In management's opinion all adjustments (consisting of normal recurring accruals) necessary for a fair presentation of the interim periods have been made.

Results of operations are not necessarily indicative of the results that may be expected for future interim periods or for the full year.

Change in Method of Accounting for Inventory - Effective July 1, 2000, the Company began accounting for newsprint inventories by the first in, first out ("FIFO") method. Newsprint inventories were previously valued using the last in, first out ("LIFO") method. The Company typically maintains a 30 -day supply of newsprint and FIFO more accurately reflects the current value of the Company's newsprint inventory. Financial statements for all prior periods have been restated to apply the new method retroactively. Retained earnings at December 31, 1999, were increased \$177,000 and retained earnings at December 31, 1998, were increased \$988, 000.

The effect of the accounting change on net income as previously reported for the quarter and nine months ended September 30, 1999 was as follows:
( in thousands )

Net income as previously reported
Change in accounting for newsprint inventories
Net income as adjusted
Net income per share of common stock - basic:
As previously reported
As adjusted
Net income per share of common stock - diluted:
As previously reported
As adjusted

| Three months ended | Nine months ended |
| :---: | :---: |
| $\begin{gathered} \text { September 30, } \\ 1999 \end{gathered}$ | $\begin{gathered} \text { September 30, } \\ 1999 \end{gathered}$ |
| \$ 24,893 | \$ 101, 125 |
| (31) | (937) |
| \$ 24, 862 | \$ 100,188 |
| \$. 32 | \$1.30 |
| \$. 32 | \$1.28 |
| \$. 32 | \$1.28 |
| \$. 32 | \$1.27 |

Net income for the first half of 2000 was increased $\$ 500,000$ ( $\$ .01$ per share).

Joint Operating Agencies - The Company is currently a partner in
newspaper joint operating agencies ("JOAs") in three markets. A JOA
combines all but the editorial operations of two competing newspapers in a market in order to reduce aggregate expenses and take advantage of conomies of scale, thereby allowing the continuing operation of both newspapers in that market. The Newspaper Preservation Act of 1970 ("NPA") provides a limited exemption from anti-trust laws, generally permitting the continuance of JOAs in existence prior to the enactment of the NPA and the formation, under certain circumstances, of new JOAs between newspapers.

On May 12, 2000, the Company and MediaNews Group Inc. filed an application with the U.S. Department of Justice to form a JOA between the Company's Denver Rocky Mountain News and MediaNews Group Inc.'s Denver Post. The 50-year agreement would create a new entity called the Denver Newspaper Agency L.L.C., which would be 50\%-owned by each partner. Both partners would contribute certain assets used in the operations of their newspapers to the new entity. In addition, the Company will pay $\$ 60,000,000$ to MediaNews Group Inc. The proposed Denver JOA requires approval of the U.S. Attorney General.

Net Income Per Share - The following table presents additional information about basic and diluted weighted-average shares outstanding:

## ( in thousands )

Three months ended
September 30, 20001999
78,186

Nine months ended September 30, 20001999

78,114

Recently Issued Accounting Standards - The Financial Accounting Standards Board issued FAS No. 133 - Accounting for Derivative Instruments and Hedging Activities. The standard must be adopted by January 1, 2001. Under the new standard changes in the fair value of foreign currency forward and option contracts qualifying as hedges will be initially reported as a separate component of comprehensive income and reclassified into earnings when the related licensing revenue is earned. Newsprint forward contracts will be recorded at fair value and changes in the value of the contracts will be initially reported as a separate component of comprehensive income and reclassified into earnings when the newsprint is consumed. The Company currently does not hold any foreign currency or newsprint derivatives. The Company's investment portfolio includes derivative financial instruments, some of which may be required to be marked to market through earnings. The Company has not yet quantified the impact of the new standard on its investment portfolio.

Reclassifications - For comparative purposes, certain 1999 amounts have been reclassified to conform to 2000 classifications.

## 2. ACQUISITIONS AND DIVESTITURES

## Acquisitions

2000 - In the first quarter the Company acquired the daily newspaper in Fort Pierce, Florida, in exchange for its newspaper in Destin, Florida, and cash, and acquired television station KMCI in Lawrence, Kansas, which the Company had previously operated under a Local Management Agreement.

In the third quarter the Company acquired the weekly newspaper in Marco Island, Florida from The New York Times Company.

1999 - In the first quarter the Company acquired the $70 \%$ of Colorado Real Estate On-Line, a provider of real estate listings on the Internet, that it did not already own and acquired an additional $1.86 \%$ interest in The Television Food Network.

The following table presents additional information about the acquisitions:

|  | Nine months ended September 30, |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  |  | 2000 |  | 1999 |
| Goodwill and other intangible assets acquired |  | 5 5, 589 | \$ | 4,250 |
| Other assets acquired |  | 7,532 |  | 58 |
| Total |  | 63, 121 |  | 4,308 |
| Fair value of Destin newspaper |  | $(3,857)$ |  |  |
| Liabilities assumed |  | (197) |  | (806) |
| Cash paid |  | 59,067 | \$ | 3,502 |

The acquisitions have been accounted for as purchases. The allocations of the purchase prices are based on preliminary appraised values of the assets acquired and liabilities assumed, and are therefore subject to change. The operating results of the Fort Pierce newspaper and the Marco Island newspaper are included in the Consolidated Statements of Income from the dates of acquisitions. Pro forma results are not presented because the combined results of operations would not be significantly different than the reported amounts. The operating results for KMCI were included in the Consolidated Statements of Income while the Company operated the station under the LMA.

Divestitures

2000 - In the first quarter the Company sold its independent telephone directories in Memphis, Tennessee; Kansas City, Missouri; and North Palm Beach, Florida, and traded its Destin, Florida, newspaper and cash for the daily newspaper in Fort Pierce, Florida. In the third quarter the Company sold its remaining independent telephone directories in Louisiana. The sales and trade resulted in year-to-date net gains of $\$ 6,196,000$, \$3,700, 000 after-tax (\$.05 per share).

Included in the consolidated financial statements are the following results of divested operations (excluding gains on sales):

| ( in thousands ) | Three months ended <br> September 30, |  |  |  | Nine months ended September 30, |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | 00 |  | 1999 |  | 2000 |  | 1999 |
| Operating revenues | \$ | 2,436 | \$ | 3,847 | \$ | 10,500 | \$ | 14,456 |
| Operating income (loss) |  | 97 |  | (372) |  | (275) |  | (684) |

2000 - In addition to the gains on divested operations described in Note 2, the Company's reported results of operations were affected by the following items:

Net investment income includes recognized net investment gains totaling \$3,000,000 for the quarter and net investment losses totaling \$3,200,000 year-to-date. Accrued incentive compensation for Scripps Ventures I's portfolio managers was increased $\$ 2,400,000$ in the third quarter, to $\$ 13,200,000$ in conjunction with the increase in the net gain on Scripps Ventures I's portfolio of $\$ 15,800,000$, to $\$ 87,800,000$. In the first nine months of the year accrued incentive compensation was increased $\$ 6,200,000$ in conjunction with the $\$ 40,800,000$ increase in the net gain. Net investment results increased net income \$800,000 (\$.01 per share) for the third quarter and reduced net income $\$ 6,100,000$ ( $\$ .08$ per share) year-to-date.
\$3,200,000 of expenses associated with preparations for the anticipated joint newspaper operations in Denver, of which $\$ 2,400,000$ was recognized in the third quarter. Net income was reduced $\$ 1,600,000$ ( $\$ .02$ per share) in the third quarter and $\$ 2,100,000$ ( $\$ .03$ per share) year-to-date.

The combined effect of the above items was to reduce 2000 net income \$800,000 (\$.01 per share) for the third quarter and $\$ 4,500,000$ ( $\$ .05$ per share) year-to-date.

1999 - The Company's reported results of operations were affected by the following items:

Net investment income includes recognized net investment gains totaling \$8,600,000 for the quarter. Scripps Ventures also accrued $\$ 9,600,000$ of incentive compensation for its managers in the third quarter. Net investment results reduced net income \$800,000 (\$.01 per share) for the quarter and $\$ 400,000$ ( $\$ .01$ per share) year-to-date.

A $\$ 2,500,000$ accrual for "make goods" to Home \& Garden Television ("HGTV") advertisers and $\$ 800,000$ of costs incurred to move the Food Network's operations to a different location in Manhattan in the third quarter. Net income was reduced \$2,100,000 (\$.03 per share). The effect on year-to-date net income was \$900,000 less, or \$1,200,000 (\$. 02 per share), because $\$ 1,400,000$ of the $\$ 2,500,000$ accrual was for advertisements aired in the first half of 1999.

Severance payments totaling $\$ 1,200,000$ to certain television station employees in the third quarter, reducing net income $\$ 700,000$ (\$.01 per share).

The combined effect of the above items was to reduce 1999 net income $\$ 3,600,000$ ( $\$ .04$ per share) for the quarter and $\$ 2,400,000$ ( $\$ .03$ per share) year-to-date.
4. LONG-TERM DEBT

Long-term debt consisted of the following:

| ( in thousands ) | $\begin{gathered} \text { September } 30, \\ 2000 \end{gathered}$ |  | $\begin{gathered} \text { As of } \\ \text { December 31, } \\ 1999 \end{gathered}$ |  | $\begin{gathered} \text { September 30, } \\ 1999 \end{gathered}$ |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Variable rate credit facilities, including commercial paper | \$ | 509,196 | \$ | 565,689 | \$ | 555,474 |
| \$100 million, 6.625\% note, due in 2007 |  | 99,898 |  | 99, 887 |  | 99,883 |
| \$100 million, 6.375\% note, due in 2002 |  | 99,959 |  | 99,944 |  | 99,940 |
| Other notes |  | 1,972 |  | 3,927 |  | 3,730 |
| Total long-term debt |  | 711, 025 |  | 769,447 |  | 759, 027 |
| Current portion of long-term debt |  | 209,237 |  | 267,600 |  | 257,158 |
| Long-term debt (less current portion) | \$ | 501,788 | \$ | 501,847 | \$ | 501,869 |

The Company has a Competitive Advance and Revolving Credit Facility Agreement, which permits aggregate borrowings up to $\$ 700,000,000$ (the "Variable Rate Credit Facilities"). The Variable Rate Credit Facilities are comprised of two unsecured lines, one limited to $\$ 400,000,000$ principal amount maturing in 2001 and the other limited to $\$ 300,000,000$ principal amount maturing in 2002. Borrowings under the Variable Rate Credit Facilities are available on a committed revolving credit basis at the Company's choice of three short-term rates or through an auction procedure at the time of each borrowing. The Variable Rate Credit Facilities are also used by the Company in whole or in part, in lieu of direct borrowings, as credit support for its commercial paper. The weighted-average interest rates on the Variable Rate Credit Facilities were $6.7 \%$ at September 30, 2000, 6.0\% at December 31, 1999, and 5.5\% at September 30, 1999.

Investments consisted of the following:

| ( in thousands ) | September 30,2000 |  | $\begin{gathered} \text { As of } \\ \text { December 31, } \\ 1999 \end{gathered}$ |  | $\begin{gathered} \text { September 30, } \\ 1999 \end{gathered}$ |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Securities available for sale (at market value): |  |  |  |  |  |  |
| Time Warner common stock (1,344,000 shares) | \$ | 105,318 | \$ | 97,227 | \$ | 81,681 |
| Centra Software (1,792,500 common shares) |  | 11,653 |  |  |  |  |
| garden.com Inc. (2,414,000 common shares and 276,000 warrants) |  | 2,112 |  | 22,636 |  | 50,175 |
| iVillage Inc. (41,000 common shares at September 30, 2000, and 270,000 common shares at December 31 and September 30, 1999) |  | 157 |  | 5,897 |  | 9,510 |
| Other |  | 4,285 |  | 9,177 |  | 4,053 |
| Total available-for-sale securities |  | 123,525 |  | 134,937 |  | 145,419 |
| FOX SportSouth and other joint ventures |  | 8,948 |  | 7,282 |  | 11,598 |
| Other (primarily investments in private companies, at adjusted cost) |  | 98,283 |  | 68,089 |  | 59,241 |
| Total investments | \$ | 230,756 | \$ | 210,308 | \$ | 216,258 |
| Unrealized gains on securities available for sale | \$ | 89,076 | \$ | 88,214 | \$ | 101, 520 |

Investments available for sale represent securities in publicly traded companies which are recorded at fair value. Fair value is based upon the closing price of the security on the reporting date. In the first quarter of 2000 Centra Software completed an initial public offering of its common stock. In the third quarter of 1999 garden.com completed an initial public offering of its common stock and the Company sold its interest in Family Point, Inc. to iVillage for cash and stock. These investments had previously been included in the Other category.

The values of several of the Company's investments in available-for-sale securities declined below historical cost in 2000. Investment results (see Note 3) in the year-to-date period include a total of $\$ 10,700,000$ in write-downs to market value for such investments. During the third quarter the Company received $\$ 5,000,000$ upon delivery of 229,000 iVillage shares under the provisions of a zero-cost collar.

Securities of private companies do not trade in public markets, so they do not have readily determinable fair values. However, if fair value is assumed to be the price from the most recent round of financing or, for some securities, less based on management's judgment of the circumstances, then the total estimated value of these investments was $\$ 173,000,000$ on September 30, 2000, and \$96,000,000 on December 31, 1999. There can be no assurance as to the amounts the Company would receive if these securities were sold.

The Company's Scripps Ventures Funds I and II invest in new businesses focusing primarily on new media technology. Scripps Ventures I invested $\$ 54,000,000$. The managers' compensation includes a share of the portfolio's cumulative net gain (realized and unrealized) through June 2001 if a specified minimum return is achieved. This incentive compensation, which will be paid in 2001, was $\$ 13,200,000$ at September 30, 2000, based on the portfolio's net gain of $\$ 87,800,000$. Scripps Ventures II is authorized to invest up to \$100,000,000, and \$35,800,000 was invested as of September 30, 2000. The managers have a minority equity interest in the return on Scripps Ventures II's investments if a specified minimum return is achieved.

## 6. SEGMENT INFORMATION

The Company's reportable segments are strategic businesses that offer different products and services. The Company primarily evaluates the operating performance of its segments based on earnings before interest, income taxes, depreciation and amortization ("EBITDA"), excluding divested operating units, unusual items and all credits and charges classified as non-operating in the Consolidated Statements of Income. No single customer provides more than $10 \%$ of the Company's revenue. The Company derives less than $10 \%$ of its revenues from markets outside of the U.S.

## ( in thousands )

OPERATING REVENUES
Newspapers
Category media
Broadcast television
Licensing and other media
Total
Unusual item
Divested operating units
Per consolidated financial statements

## EBITDA

Newspapers
Category media
Broadcast television
Licensing and other media
Corporate
Total
Unusual items
Divested operating units
Per consolidated financial statements

## DEPRECIATION

Newspapers
Category media
Broadcast television
Licensing and other media
Corporate
Total
Divested operating units
Per consolidated financial statements
AMORTIZATION OF INTANGIBLE ASSETS
Newspapers
Category media
Broadcast television
Licensing and other media
Total
Divested operating units
Per consolidated financial statements
OPERATING INCOME
Newspapers
Category media
Broadcast television
Licensing and other media
Corporate
Total
Unusual items
Divested operating units
Per consolidated financial statements
OTHER NONCASH ITEMS
Category media
Broadcast television
Total

Three months ended September 30, 2000
$\$ 231,296$
72,540
79,793
23,570
407,199
\$ 409,63
\$ 63,272 \$
13

13, 8
28,191
3,947
$(5,518)$
103,698
$(2,407)$
348
\$ 101, 639
\$

| \$ | 10,293 | $\Phi$ | 10,560 |
| :---: | :---: | :---: | :---: |
|  | 1,896 |  | 1,447 |
|  | 4,787 |  | 4,367 |
|  | (218) |  | 477 |
|  | 255 |  | 291 |
|  | 17,013 |  | 17,142 |
|  | 196 |  | 98 |
| \$ | 17,209 | \$ | 17,240 |
| \$ | 5,841 | \$ | 5,433 |
|  | 1,802 |  | 1,574 |
|  | 2,381 |  | 2,367 |
|  | 10,024 |  | 9,405 |
|  | 55 |  | 38 |
| \$ | 10,079 | \$ | 9,443 |
| \$ | 47,138 | \$ | 50,907 |
|  | 10,108 |  | (884) |
|  | 21,023 |  | 12,723 |
|  | 4,165 |  | 1,849 |
|  | $(5,773)$ |  | $(4,358)$ |
|  | 76,661 |  | 60,237 |
|  | $(2,407)$ |  | $(4,500)$ |
|  | 97 |  | (372) |
| \$ | 74,351 | \$ | 55,365 |
| \$ | $(7,029)$ | \$ | $(5,123)$ |
|  | 595 |  | 1,923 |
| \$ | $(6,434)$ | \$ | $(3,200)$ |

Nine months ended September 30, 2000

| \$ | \$ 700,593 | \$ | 672,611 |
| :---: | :---: | :---: | :---: |
|  | 232,329 |  | 158,354 |
|  | 243,951 |  | 229,177 |
|  | 72,345 |  | 66,979 |
|  | 1,249,218 |  | 1,127,121 |
|  |  |  | $(1,100)$ |
|  | 10,500 |  | 14,456 |
|  | \$1,259,718 |  | 1,140,477 |
| \$ | \$ 191,368 | \$ | 200,457 |
|  | 54,323 |  | 20,021 |
|  | 84,655 |  | 68,614 |
|  | 12,577 |  | 9,610 |
|  | $(15,079)$ |  | $(12,916)$ |
|  | 327,844 |  | 285,786 |
|  | $(3,243)$ |  | $(3,100)$ |
|  | 261 |  | (300) |
|  | \$ 324,862 | \$ | 282,386 |
| \$ | \$ 30,653 | \$ | 28,240 |
|  | 5,337 |  | 3,896 |
|  | 14,196 |  | 13,470 |
|  | 166 |  | 993 |
|  | 759 |  | 782 |
|  | 51,111 |  | 47,381 |
|  | 357 |  | 263 |
| \$ | \$ 51,468 | \$ | 47,644 |
| \$ | \$ 17,214 | \$ | 16,661 |
|  | 5,402 |  | 4,756 |
|  | 7,089 |  | 7,107 |
|  |  |  | 150 |
|  | 29,705 |  | 28,674 |
|  | 179 |  | 121 |
| \$ | \$ 29,884 | \$ | 28,795 |
| \$ | \$ 143,501 | \$ | 155,556 |
|  | 43,584 |  | 11,369 |
|  | 63,370 |  | 48,037 |
|  | 12,411 |  | 8,467 |
|  | $(15,838)$ |  | $(13,698)$ |
|  | 247,028 |  | 209, 731 |
|  | $(3,243)$ |  | $(3,100)$ |
|  | (275) |  | (684) |
|  | \$ 243,510 | \$ | 205,947 |
|  | \$ (17,118) |  | $(37,843)$ |
|  | 449 |  | 2,735 |
|  | \$ $(16,669)$ | \$ | $(35,108)$ |

Three months ended
September 30,

| \$ | 11,690 | \$ | 6,497 |
| ---: | ---: | ---: | ---: |
|  | 2,721 |  | 6,901 |
|  | 2,852 |  | 5,964 |
|  | 1,016 |  | 2,558 |
|  | 111 |  | 231 |
|  | 18,390 |  | 22,151 |
| $\$$ | 18,390 |  | $\$$ |
|  |  |  |  |
|  |  |  | 161 |
|  |  |  |  |

\$ 17,334

|  |  |  |  |
| ---: | ---: | ---: | ---: |
| $\$$ | 17,334 |  | 107 |
|  | 3,833 | $\$$ | 6,044 |
|  | 50 |  | 35 |
|  | 4,874 |  | 12,443 |
| $\$$ | 26,091 | $\$$ | 18,629 |

\$ 26,091
\$ 18,629
additions to property, PLANT AND EQUIPMENT
Newspapers
Category media
Broadcast television

ASSETS
Newspapers
Category media
Broadcast television
Licensing and other media
Corporate
Total
Unusual items
Divested operating units
Total

Nine months ended

| \$ | 19,338 | \$ | 21,594 |
| :---: | :---: | :---: | :---: |
|  | 4,543 |  | 15,322 |
|  | 15,326 |  | 15,525 |
|  | 4,832 |  | 5,192 |
|  | 404 |  | 513 |
|  | 44,443 |  | 58,146 |
|  | 92 |  | 467 |
| \$ | 44,535 | \$ | 58,613 |
| \$ | 50,140 | \$ | 1,236 |
|  | 12,825 |  | 22,841 |
|  | 14,710 |  | 105 |
|  | 50,936 |  | 41,957 |
| \$ | 128,611 | \$ | 66,139 |
| \$1, 241, 792 |  |  | 222,001 |
| 496, 022 |  |  | 417,668 |
| 500,583 |  |  | 503,194 |
| 260,211 |  |  | 238,301 |
| $\begin{array}{r} 56,980 \\ 2,555,588 \end{array}$ |  |  | 58,714 |
|  |  |  | 439,878 |
| 8,233 |  |  | 41,443 |
| \$2,563, 821 |  |  | 481,321 |

Other noncash items include programming and program production expenses in excess of (less than) the amounts paid, and, for category media, amortization of network distribution fees in excess of (less than) distribution fee payments. Other additions to long-lived assets include investments and network distribution fees. Corporate assets are primarily cash, investments, and refundable and deferred income taxes.

## MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The Company operates in three reportable segments: newspapers, category media, and broadcast television.

## FORWARD-LOOKING STATEMENTS

This discussion and the information contained in the notes to the consolidated financial statements contain certain forward-looking statements that are based on management's current expectations. Forward-looking statements are subject to certain risks, trends and uncertainties that could cause actual results to differ materially from the expectations expressed in the forward-looking statements. Such risks, trends and uncertainties, which in most instances are beyond the Company's control, include changes in advertising demand and other economic conditions; consumers' taste; newsprint prices; program costs; labor relations; technological developments; competitive pressures; interest rates; regulatory rulings; and reliance on third-party vendors for various products and services. The words "believe," "expect," "anticipate," "estimate," "intend" and similar expressions identify forward-looking statements. All forwardlooking statements, which are as of the date of this filing, should be evaluated with the understanding of their inherent uncertainty.

All per share disclosures included in management's discussion and analysis of financial condition and results of operation are on a diluted basis. Consolidated results of operations were as follows:
( in thousands, except per share data )

Operating revenues:
Newspapers
Category medi

Broadcast television
Licensing and other media
Total
Unusual item
Divested operating units
Total operating revenues
Operating income:
Newspapers
Category media
Broadcast television
Licensing and other media
Corporate

## Total

Unusual items
Divested operating units
Total operating income
Interest expense
Investment results, net of expenses
Net gains on divested operations
Miscellaneous, net
Income taxes
Minority interest
Net income
Per share of common stock: Net income

Weighted-average shares outstanding
Reconciliation to earnings from core operations:
Reported net income
Investment results
Net gains on divested operations
Denver JOA expenses
Category Media
Broadcast television severance
Net income from core operations
Reported net income per share of common stock
Investment results
Net gains on divested operations
Denver JOA expenses
$\left.\begin{array}{rrrrr}\$ & 231,296 & 3.2 \% & \$ & 224,040 \\ & 72,540 & 34.4 \%\end{array}\right)$
\$

| \$ | 47,138 | (7.4)\% | \$ | 50,907 |
| :---: | :---: | :---: | :---: | :---: |
|  | 10,108 |  |  | (884) |
|  | 21,023 | 65.2 \% |  | 12,723 |
|  | 4,165 | 125.3 \% |  | 1,849 |
|  | $(5,773)$ | (32.5)\% |  | $(4,358)$ |
|  | 76,661 | 27.3 \% |  | 60,237 |
|  | $(2,407)$ |  |  | $(4,500)$ |
|  | 97 |  |  | (372) |
|  | 74,351 | 34.3 \% |  | 55,365 |
|  | $(13,393)$ |  |  | $(11,279)$ |
|  | 900 |  |  | $(1,169)$ |
|  | (73) |  |  |  |
|  | 1,002 |  |  | 955 |
|  | $(26,319)$ |  |  | $(17,933)$ |
|  | $(1,040)$ |  |  | $(1,077)$ |
| \$ | 35,428 | 42.5 \% | \$ | 24,862 |


| \$. 45 | 40.6 \% | \$. 3 |
| :---: | :---: | :---: |
| 79,173 | 0.3 \% | 78,925 |
| 35,428 | 42.5 \% | 24,862 |
| (772) |  | 76 |
| 47 |  |  |
| 1,565 |  |  |
|  |  | 2,05 |
| 36,268 | 27.6 \% | 28,42 |
| \$. 45 | 40.6 \% | \$. 3 |
| (.01) |  | . 0 |
| . 02 |  |  |

Broadcast television severance
Net income from core operations per share of common stock
$2000 \quad$ Quarterly Period

1999

( in thousands )

Total advertising revenues
Advertising revenues as a percentage of total revenues

EBITDA:
Newspapers
Category media
Broadcast television
Licensing and other media
Corporate
Total
Effective income tax rate

Net cash provided by operating activities
Capital expenditures
Business acquisitions and other additions to long-lived assets
Increase (decrease) in long-term debt
Dividends paid, including minority interests Purchase and retirement of common stock

| Quarterly Period |  |  |  |
| :---: | :---: | :---: | :---: |
|  | 2000 |  |  |
|  |  |  |  |
| Change |  |  |  |
| $\$ 316,926$ | $13.2 \%$ | $\$$ | 279,963 |

13, 806
$\begin{array}{rrr}28,191 & 44.9 \% & 19,457\end{array}$
3,947 67.5 \% 2,357
$(5,518)$
(35.7)\%
\$ 103,698
$19.5 \%$
41.9 \%
\$ 76,298
$(18,390)$
$(26,091)$
$(50,098)$
(11, 382 )
75.3 \%
\$ 66,900
2,137

4,067)
\$ 86,784
40.9 \%
\$ 59,014 $(22,151)$
$(18,629)$
$(15,666)$ $(11,339)$
$(884)$

| Year-to-Date |  |  |  |
| :---: | :---: | :---: | :---: |
| 2000 | Change |  | 1999 |
| \$ 972,739 | 14.4 \% | \$ | 850,599 |
| 77.9 \% |  |  | 75.5 \% |
| \$ 191, 368 | (4.5)\% | \$ | 200,457 |
| 54,323 | 171.3 \% |  | 20, 021 |
| 84, 655 | 23.4 \% |  | 68,614 |
| 12,577 | 30.9 \% |  | 9,610 |
| $(15,079)$ | (16.7)\% |  | $(12,916)$ |
| \$ 327,844 | 14.7 \% | \$ | 285,786 |
| 41.6 \% |  |  | 41.0 \% |
| \$ 191, 938 |  | \$ | 141,935 |
| $(44,443)$ |  |  | $(58,146)$ |
| $(128,611)$ |  |  | $(66,139)$ |
| $(57,533)$ |  |  | $(11,692)$ |
| $(34,088)$ |  |  | $(34,057)$ |
|  |  |  | $(29,101)$ |

Earnings before interest, income taxes, depreciation and amortization ("EBITDA") is included in the discussion of results of operations because:

Management believes the year-over-year change in EBITDA, combined with information on past and future capital spending, is a more useful and reliable measure of year-over-year performance than the change in operating income.

Banks and other lenders use EBITDA to determine the Company's borrowing capacity.

Financial analysts and acquirors use EBITDA, combined with capital spending requirements, to value communications media companies.

EBITDA should not, however, be construed as an alternative measure of the amount of the Company's income or cash flows from operating activities.

See Note 1 to the Consolidated Financial Statements on page $\mathrm{F}-7$ regarding a change in the method of accounting for newsprint inventories. All prior periods have been restated to apply the new method retroactively.

See Note 2 to the Consolidated Financial Statements on page F-9 regarding acquisitions and divestitures.

See Note 3 to the Consolidated Financial Statements on page $\mathrm{F}-10$ regarding unusual credits and charges. Excluding these items, which management believes is required to determine earnings from core operations, net income per share for the third quarter was $\$ .46$ in 2000 and $\$ .36$ in 1999. Earnings from core operations for the year-todate period were $\$ 1.51$ in 2000 and $\$ 1.30$ in 1999.

See Note 1 to the Consolidated Financial Statements on page F-8 regarding the JOA in the Denver market. Excluding operating losses at the Denver Rocky Mountain News, third quarter earnings per share from core operations were $\$ .50$ in 2000 and $\$ .38$ in 1999 and for the year-todate period were \$1.70 in 2000 and \$1.39 in 1999.

Operating results for each of the Company's reportable segments, excluding divested operating units and unusual items, are presented on the following pages.

| ( in thousands ) | Quarterly Period |  |  |  | Year-to-Date |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | 2000 | Change |  | 1999 |  | 2000 | Change |  | 1999 |
| Operating revenues: |  |  |  |  |  |  |  |  |  |
| Local \$ | 63,294 | 0.5 \% | \$ | 62,963 |  | \$ 199,751 | 2.5 \% | \$ | 194,798 |
| Classified | 79,284 | 7.3 \% |  | 73,905 |  | 231, 335 | 8.2 \% |  | 213,828 |
| National | 9,254 | 13.3 \% |  | 8,171 |  | 28,126 | 8.7 \% |  | 25,884 |
| Preprint and other | 29,235 | 13.9 \% |  | 25,656 |  | 86,155 | 15.0 \% |  | 74,944 |
| Newspaper advertising | 181, 067 | 6.1 \% |  | 170,695 |  | 545,367 | 7.0 \% |  | 509,454 |
| Circulation | 34,939 | (6.1)\% |  | 37,206 |  | 109,542 | (5.1)\% |  | 115,455 |
| Joint operating agency distributions | 11,924 | (4.4)\% |  | 12,479 |  | 35, 073 | (4.8)\% |  | 36,826 |
| Other | 3,366 | (8.0)\% |  | 3,660 |  | 10,611 | (2.4)\% |  | 10,876 |
| Total operating revenues | 231,296 | 3.2 \% |  | 224,040 |  | 700,593 | 4.2 \% |  | 672,611 |
| Expenses, excluding depreciation and amortization: |  |  |  |  |  |  |  |  |  |
| Editorial and newspaper content | 25,696 | (4.7)\% |  | 26,971 |  | 79,277 | 0.1 \% |  | 79,195 |
| Newsprint and ink | 37,317 | 17.1 \% |  | 31, 860 |  | 111, 254 | 8.2 \% |  | 102, 861 |
| Other press and production | 24,158 | 2.0 \% |  | 23,690 |  | 73,068 | 5.6 \% |  | 69,197 |
| Circulation and distribution | 26,821 | 0.5 \% |  | 26,677 |  | 83,352 | 10.2 \% |  | 75,614 |
| Commercial printing and other | 9,225 | 51.8 \% |  | 6,078 |  | 27,048 | 49.8 \% |  | 18, 062 |
| Advertising sales and marketing | 21,007 | (1.2)\% |  | 21,254 |  | 65,249 | 5.6 \% |  | 61, 808 |
| General and administrative | 23,103 | 12.4 \% |  | 20,552 |  | 67,587 | 3.7 \% |  | 65,194 |
| Total | 167,327 | 6.5 \% |  | 157,082 |  | 506,835 | 7.4 \% |  | 471,931 |
|  | 63,969 | (4.5)\% |  |  |  |  | (3.4)\% |  |  |
| Share of pre-tax earnings of equity-method investments | (697) |  |  | (58) |  | $(2,390)$ |  |  | (223) |
| Total EBITDA | 63,272 | (5.4)\% |  | 66,900 |  | 191,368 | (4.5)\% |  | 200,457 |
| Depreciation and amortization | 16,134 | 0.9 \% |  | 15,993 |  | 47,867 | 6.6 \% |  | 44,901 |
| Operating income \$ | 47,138 | (7.4)\% | \$ | 50,907 |  | \$ 143,501 | (7.7)\% | \$ | 155,556 |
| Other Financial and Statistical Data: |  |  |  |  |  |  |  |  |  |
| Percent of operating revenues: |  |  |  |  |  |  |  |  |  |
| EBITDA | 27.4 \% |  |  | 29.9 \% |  | 27.3 \% |  |  | 29.8 \% |
| Operating income | 20.4 \% |  |  | 22.7 \% |  | 20.5 \% |  |  | 23.1 \% |
| Capital expenditures \$ | 11,690 |  | \$ | 6,497 |  | \$ 19,338 |  | \$ | 21,594 |
| Business acquisitions and other additions to long-lived assets | 17,334 |  |  | 107 |  | 50,140 |  |  | 1,236 |

Circulation revenue decreased primarily due to promotions and discounts offered in the Denver market. Year-to-date circulation and distribution costs increased primarily due to the effort to gain market share in Denver. Excluding Denver, EBITDA decreased 1\% in the quarter and was flat year-to-date.

Newsprint prices increased $17 \%$ year-over-year in the third quarter.
The newspapers' Internet businesses had EBITDA of \$(1.2) million, compared to $\$(0.4)$ million in the third quarter of 1999. Year-to-date the newspapers' Internet businesses had EBITDA of \$(3.7) million, compared to \$(0.8) million in 1999.

| ( in thousands ) | Quarterly Period |  |  |  | Year-to-Date |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | 2000 | Change |  | 1999 |  | 2000 | Change |  | 1999 |
| Operating revenues: |  |  |  |  |  |  |  |  |  |
| Advertising \$ | \$ 56,559 | 51.4 \% | \$ | 37,349 | \$ | 184,736 | 64.0 \% | \$ | 112,657 |
| Affiliate fees | 14,464 | 11.2 \% |  | 13,012 |  | 43,629 | 15.9 \% |  | 37,651 |
| Other | 1,517 | (57.9)\% |  | 3,607 |  | 3,964 | (50.7)\% |  | 8,046 |
| Total operating revenues | 72,540 | 34.4 \% |  | 53,968 |  | 232,329 | 46.7 \% |  | 158,354 |
| Operating expenses, excluding depreciation and amortization: |  |  |  |  |  |  |  |  |  |
| Programming and production | 22,040 | 20.7 \% |  | 18,265 |  | 63,514 | 32.2 \% |  | 48, 039 |
| Operations and distribution | 7,568 | 9.0 \% |  | 6,941 |  | 23,936 | 27.0 \% |  | 18,845 |
| Amortization of distribution fees | 4,869 | 30.9 \% |  | 3,721 |  | 13,893 | 19.7 \% |  | 11,607 |
| Sales and marketing | 16,517 | 7.4 \% |  | 15,375 |  | 49, 066 | 26.2 \% |  | 38,885 |
| General and administrative | 9,452 | 9.1 \% |  | 8,661 |  | 30,979 | 32.9 \% |  | 23,306 |
| Total | 60,446 | 14.1 \% |  | 52,963 |  | 181,388 | 28.9 \% |  | 140,682 |
| EBITDA - consolidated networks | 12,094 |  |  | 1,005 |  | 50,941 |  |  | 17,672 |
| Share of pre-tax earnings of equity-method investments | s 1,712 |  |  | 1,132 |  | 3,382 |  |  | 2,349 |
| Total EBITDA | 13,806 |  |  | 2,137 |  | 54,323 |  |  | 20,021 |
| Depreciation and amortization | 3,698 | 22.4 \% |  | 3,021 |  | 10,739 | 24.1 \% |  | 8,652 |
| Operating income (loss) \$ | \$ 10,108 |  | \$ | (884) | \$ | 43,584 |  | \$ | 11,369 |
| Other Financial and Statistical Data: |  |  |  |  |  |  |  |  |  |
| Percent of operating revenues: |  |  |  |  |  |  |  |  |  |
| EBITDA | 19.0 \% |  |  | 4.0 \% |  | 23.4 \% |  |  | 12.6 \% |
| Operating income (loss) | 13.9 \% |  |  | (1.6)\% |  | 18.8 \% |  |  | 7.2 \% |
| Payments for programming and network distribution fees less than (greater than) |  |  |  |  |  |  |  |  |  |
| Capital expenditures | 2,721 |  |  | 6,901 |  | 4,543 |  |  | 15,322 |
| Business acquisitions and other additions to long-lived assets | 3,833 |  |  | 6,044 |  | 12,825 |  |  | 22,841 |

According to the Nielsen Homevideo Index ("Nielsen"), HGTV was distributed to 65.9 million homes in September 2000, up 8 million from September 1999 and up 3 million in the third quarter. Food Network was distributed to 52.3 million homes in September 2000, up 10 million from September 1999 and up 3.2 million in the quarter.

The Company launched DIY, its third network, in the fourth quarter of 1999. DIY had EBITDA of $\$(2.7)$ million in the third quarter of 2000, \$(7.3) million year-to-date compared to \$(0.9) million in the third quarter of 1999, $\$(2.1)$ million year-to-date.

During the second quarter the Company announced that it will launch a fourth cable television and Internet network, Fine Living, in the second half of 2001 . Fine Living will be a 24 -hour cable TV network, with companion Web site, targeting higher income viewers and the $\$ 200$ billion-plus luxury consumer goods and services market. Fine Living's impact on EBITDA is expected to be negligible in 2000 and is expected to reduce EBITDA by up to $\$ 12$ million in 2001.

Unlike the fourth quarter of 1999, management does not expect year-over-year revenue growth rates to accelerate in the fourth quarter of 2000, due largely to sharply reduced ad spending by Internet companies. Category media revenues for the fourth quarter 2000 are currently expected to increase 15 to 20 percent. Internet sector advertising revenues for category media are expected to be $\$ 2$ million in the fourth quarter compared to $\$ 6$ million in the year-ago period.

| ( in thousands ) | Quarterly Period |  |  |  |  | Year-to-Date |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | 2000 | Change |  | 1999 |  | 2000 | Change |  | 1999 |
| Operating revenues: |  |  |  |  |  |  |  |  |  |  |
| Local | \$ | 39,451 | 0.5 \% | \$ | 39,248 | \$ | 128,602 | 2.3 \% | \$ | 125,689 |
| National |  | 26,588 | (4.2)\% |  | 27,758 |  | 90, 002 | 1.9 \% |  | 88,348 |
| Political |  | 10,202 |  |  | 979 |  | 14,108 |  |  | 1,508 |
| Other |  | 3,552 | (15.8)\% |  | 4,220 |  | 11,239 | (17.6)\% |  | 13,632 |
| Total operating revenues |  | 79,793 | 10.5 \% |  | 72,205 |  | 243, 951 | 6.4 \% |  | 229,177 |
| Operating expenses, excluding depreciation and amortization: |  |  |  |  |  |  |  |  |  |  |
| Programming and station operations |  | 36,241 | (3.2)\% |  | 37,453 |  | 110,354 | (1.8)\% |  | 112,378 |
| Sales and marketing |  | 8,989 | 3.5 \% |  | 8,684 |  | 30,138 | 5.8 \% |  | 28,494 |
| General and administrative |  | 6,372 | (3.6)\% |  | 6,611 |  | 18,804 | (4.5)\% |  | 19,691 |
| Total |  | 51,602 | (2.2)\% |  | 52,748 |  | 159,296 | (0.8)\% |  | 160,563 |
| EBITDA |  | 28,191 | 44.9 \% |  | 19,457 |  | 84,655 | 23.4 \% |  | 68,614 |
| Depreciation and amortization |  | 7,168 | 6.4 \% |  | 6,734 |  | 21, 285 | 3.4 \% |  | 20,577 |
| Operating income | \$ | 21,023 | 65.2 \% | \$ | 12,723 | \$ | 63,370 | 31.9 \% | \$ | 48, 037 |
| Other Financial and Statistical Data: |  |  |  |  |  |  |  |  |  |  |
| Percent of operating revenues: |  |  |  |  |  |  |  |  |  |  |
| EBITDA |  | 35.3 \% |  |  | 26.9 \% |  | 34.7 \% |  |  | 29.9 \% |
| Operating income |  | 26.3 \% |  |  | 17.6 \% |  | 26.0 \% |  |  | 21.0 \% |
| Capital expenditures | \$ | 2,852 |  | \$ | 5,964 | \$ | 15,326 |  | \$ | 15,525 |
| Business acquisitions and other additions to long-lived assets |  | 50 |  |  | 35 |  | 14,710 |  |  | 105 |

EBITDA improved primarily due to increased political advertising and cost containment initiatives. In the fourth quarter of 1996 and 1998 the Company's television stations carried $\$ 12.4$ million and $\$ 12.8$ million in political advertising. Such advertising in the fourth quarter of 2000 is expected to be approximately $\$ 20$ million. Total operating revenue is expected to increase approximately $15 \%$ year over year in the fourth quarter.

Other revenue is primarily network compensation. The Company's network compensation revenues decreased \$0.6 million in the third quarter of 2000, and decreased $\$ 3.0$ million year-to-date. Network compensation revenues are expected to be flat in the fourth quarter.

The Company generates significant cash flow from operating activities. There are no significant legal or other restrictions on the transfer of funds among the Company's business segments. Cash flow provided by operating activities in excess of capital expenditures is used primarily to fund corporate expenditures or to invest in new businesses. Management expects total cash flow from operating activities in 2000 will be sufficient to meet the Company's expected total capital expenditures, required interest payments and dividend payments.

A 1998 authorization by the Board of Directors allows for the repurchase of an additional 2.2 million Class A Common shares.

The Company's Scripps Ventures Funds invest in new businesses focusing primarily on new media technology. See Note 5 to the Consolidated Financial Statements. The Board of Directors has authorized up to $\$ 150$ million of such investments. At September 30, 2000, an additional $\$ 65$ million remains to be invested under the authorization.

If the Denver JOA is approved, the Company will make a $\$ 60$ million payment to MediaNews.

Fine Living is expected to launch in the second half of 2001. Depending upon the launch date, start-up operating losses could be as much as $\$ 12$ million in 2001, and the cash required for launch will substantially exceed the reported operating losses.

Net debt (borrowings less cash equivalent and other short-term investments) decreased $\$ 58$ million in the first nine months of 2000, to $\$ 711$ million at September 30, 2000.

Management believes the Company's cash flow from operations and substantial borrowing capacity, taken together, provide adequate resources to fund expansion of existing businesses and the development or acquisition of new businesses.

## MARKET RISK

The Company's earnings and cash flow can be affected by, among other things, interest rate changes, foreign currency fluctuations (primarily in the exchange rate for the Japanese yen) and changes in the price of newsprint. The information disclosed in Market Risk in the Company's Annual Report on Form 10-K for the year ended December 31, 1999, has not changed materially unless otherwise disclosed herein.

The Company may use foreign currency forward and option contracts to hedge its cash flow exposures denominated in Japanese yen and forward contracts to reduce the risk of changes in the price of newsprint on anticipated newsprint purchases. The Company held no foreign currency or newsprint forward contracts at September 30, 2000, or December 31, 1999

The following table presents additional information about the Company's market-risk-sensitive financial instruments:
( in thousands

Financial instruments subject to interest rate risk:
Variable rate credit facilities, including commercial paper
\$100 million, 6.375\% note, due in 2002
Other notes

Total long-term debt
Financial instruments subject to market value risk:
Time Warner common stock (1,344,000 shares)
Centra Software (1,792,500 common shares)
garden.com Inc. (2,414,000 common shares and 276,000 warrants)
iVillage Inc. (41,000 common shares at September 30, 2000, and 270,000 common shares at December 31, 1999)

| As of September 30, | 2000 |
| :---: | ---: |
| Cost | Fair |
| Basis | Value |


| \$ | 509, 196 | \$ | 509,196 |
| :---: | :---: | :---: | :---: |
|  | 99,898 |  | 97,100 |
|  | 99,959 |  | 98,800 |
|  | 1,972 |  | 857 |
| \$ | 711, 025 | \$ | 705,953 |
| \$ | 27,814 | \$ | 105,318 |
|  | 3,652 |  | 11,653 |
|  | 2,112 |  | 2,112 |
|  | 157 |  | 157 |
|  | 714 |  | 4,285 |
|  | 34,449 |  | 123, 525 |
|  | 98,283 |  | (a) |

Total investments in publicly-traded companies
98, 283
Investments in private companies
(a)

As of December 31, 1999
Cost Fair Basis Value

| \$ | 565,689 | \$ | 565,689 |
| :---: | :---: | :---: | :---: |
|  | 99,887 |  | 94,668 |
|  | 99,944 |  | 98,107 |
|  | 3,927 |  | 2,836 |
| \$ | 769,447 | \$ | 761,300 |
| \$ | 27,816 | \$ | 97,227 |
|  | 9,625 |  | 22,636 |
|  | 5,897 |  | 5,897 |
|  | 3,385 |  | 9,177 |
|  | 46,723 |  | 134,937 |
|  | 68,089 |  | (a) |

(a) Securities of private companies do not trade in public markets, so they do not have readily determinable fair values. However, if fair value is assumed to be the price from the most recent round of financing or, for some securities, less based on management's judgment of the circumstances, then the estimated value of these investments was \$173,000,000 on September 30, 2000, and $\$ 96,000,000$ on December 31,1999 . There can be no assurance as to the amounts the Company would receive if these securities were sold.

The Company manages interest rate risk primarily by maintaining a mix of fixed-rate and variable-rate debt. The Company currently does not use interest rate swaps, forwards or other derivative financial instruments to manage its interest rate risk. See Note 4 to the Consolidated Financial Statements. The weighted-average interest rate on borrowings under the Variable Rate Credit Facilities was 6.7\% at September 30, 2000, and 6.0\% at December 31, 1999.

The Company holds $1,792,500$ shares of Centra Software, which became publicly traded in January 2000. The Company's investment in Centra Software had previously been included in private companies in the above table. The estimated fair value of the Centra Software investment on December 31, 1999, was $\$ 6$ million.

Several of the Company's investments in available for sale securities declined below historical cost during 2000 and were written down to fair value.

THE E. W. SCRIPPS COMPANY

Index to Exhibits

## Exhibit

No. Item Page
12 Ratio of Earnings to Fixed Charges E-2
18 Independent Auditors' Letter of Preferability 27 Financial Data Schedule

E-2
E-3
( in thousands )
Three months ended September 30, 2000 1999
Three months ended
September 30,
2000

EARNINGS AS DEFINED:
Earnings from operations before income taxes after eliminating undistributed earnings of $20 \%$ - to $50 \%$-owned affiliates
Fixed charges excluding capitalized interest and preferred stock dividends of majority-owned subsidiary companies

Earnings as defined
FIXED CHARGES AS DEFINED:
Interest expense, including amortization of debt issue costs
Interest capitalized
Portion of rental expense representative of the interest factor
Preferred stock dividends of majority-owned subsidiary companies

Fixed charges as defined
RATIO OF EARNINGS TO FIXED CHARGES

Nine months ended September 30, 2000 1999

| \$ | 61,744 | \$ | 43,667 | \$ | 203,161 | \$ | 175,249 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | 14,935 |  | 12,639 |  | 44,438 |  | 37,421 |
| \$ | 76,679 | \$ | 56,306 | \$ | 247,599 | \$ | 212,670 |
| \$ | 13,393 | \$ | 11,279 | \$ | 39,510 | \$ | 33,378 |
|  | 17 |  | 333 |  | 47 |  | 342 |
|  | 1,542 |  | 1,360 |  | 4,928 |  | 4,043 |
|  | 20 |  | 20 |  | 60 |  | 60 |
| \$ | 14,972 | \$ | 12,992 | \$ | 44,545 | \$ | 37,823 |
|  | 5.12 |  | 4.33 |  | 5.56 |  | 5.62 |

October 25, 2000

The E. W. Scripps Company
312 Walnut Street
Cincinnati, Ohio 45202
Dear Sirs/Madams:
At your request, we have read the description included in your Quarterly Report on Form 10-Q to the Securities and Exchange Commission for the quarter ended September 30, 2000, of the facts relating to the change in accounting method for newsprint inventory from last-in, first-out (LIFO) to first-in, first-out (FIFO). We believe, on the basis of the facts so set forth and other information furnished to us by appropriate officials of the Company, that the accounting change described in your Form 10-Q is an alternative accounting principle that is preferable under the circumstances.

We have not audited any consolidated financial statements of The E. W. Scripps Company and its consolidated subsidiaries as of any date or for any period subsequent to December 31, 1999. Therefore, we are unable to express, and we do not express, an opinion on the facts set forth in the abovementioned Form 10-Q, on the related information furnished to us by officials of the Company, or on the financial position, results of operations, or cash flows of The E. W. Scripps Company and its consolidated subsidiaries as of any date or for any period subsequent to December 31, 1999.

Yours truly,

## 9-MOS

DEC-31-2000
SEP-30-2000

270,430
14,608
18,905
491,107
482,410
2,563, 821
522, 070
0
501, 788
0
786 1, 261, 650

2,563, 821

0
1,259,718

1, 006,165
10, 043
39,510
202,578
$115,15384,266$ ${ }^{0}$
0

## 0

115,153 \$1.47
$\$ 1.46$
YEAR
9-MOS

