

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 10-K

(X) ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES AND EXCHANGE ACT OF 1934 (Fee Required)  
For the fiscal year ended December 31, 1993

OR

\_\_\_ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES AND EXCHANGE ACT OF 1934 (No Fee Required)  
For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number 1-10701

THE E.W. SCRIPPS COMPANY

(Exact name of registrant as specified in its charter)

Delaware

51-0304972

(State or other jurisdiction of  
incorporation or organization)

(I.R.S. Employer  
Identification Number)

1105 N. Market Street

19801

Wilmington, Delaware

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (302) 478-4141

Title of each class

Name of exchange on which registered

Securities registered pursuant to

Section 12(b) of the Act:

Class A Common stock, \$.01 par value

New York Stock Exchange

Securities registered pursuant to Section 12(g) of the Act:

Not applicable

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 by check mark if disclosure of delinquent filers pursuant to Item  
405 of Regulation S-K is not contained herein, and will not be contained,  
to the best of the registrant's knowledge, in definitive proxy or  
information statements incorporated by reference in Part III of this Form  
10-K or any amendment to this Form 10-K.

The aggregate market value of Class A Common stock of the Registrant held  
by non-affiliates of the Registrant, based on the \$28.375 per share closing  
price for such stock on March 1, 1994, was approximately \$618,600,000. As  
of March 1, 1994 non-affiliates held approximately 870,000 shares of Common  
Voting stock. There is no active market for such stock.

As of March 1, 1994 there were 54,586,495 shares outstanding of the  
Registrant's Class A Common stock, \$.01 par value per share and 20,174,833  
shares outstanding of the Registrant's Common Voting stock, \$.01 par value  
per share.

Document incorporated by reference Part  
Proxy Statement for the 1994 Annual Meeting of Stockholders III

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## PART I

## ITEM 1. BUSINESS

The Company is a diversified media company operating principally in three segments: publishing, broadcasting, and cable television. In 1993 the Company announced plans to introduce the Home & Garden Television Network, a 24-hour cable channel, and established a new business, Scripps Howard Productions, to develop news and entertainment programming for domestic and international distribution. In February 1994 the Company acquired Cinetel Productions, one of the largest independent producers of cable television programming. See "Business - New Businesses."

A summary of segment information for the three years ended December 31, 1993 is set forth on page F-30 of this Form 10-K.

## Publishing

General - The Company publishes 19 metropolitan and suburban daily newspapers. From its Washington bureau the Company operates the Scripps Howard News Service ("SHNS"), a supplemental wire service covering stories in the capital, other parts of the United States, and abroad. While the revenue for this service is not significant, management believes the Company's image is enhanced by the wide distribution of SHNS. In addition to its newspaper operations, the Company, under the trade name United Media, is a leading distributor of news columns, comics, and other features for the newspaper industry. United Media owns and licenses worldwide copyrights relating to "Peanuts" and "Garfield," and other character properties for use on numerous products, including plush toys, greeting cards, and apparel, and for exhibit on television, video cassettes, and other media.

The Company acquired or divested the following publishing operations in the three years ended December 31, 1993:

1993 - The Company acquired the remaining 2.7% minority interest in the Knoxville News-Sentinel. The Company divested its book publishing operations and its newspapers in Tulare, California, and San Juan.

1992 - The Company purchased three daily newspapers in California (including The Monterey County Herald in connection with the sale of The Pittsburgh Press). The Company sold The Pittsburgh Press and its television listings business.

Revenues - The composition of the Company's publishing operating revenues for the most recent five years is as follows:

( in thousands )

	1993	1992	1991	1990	1989
Newspaper advertising:					
Local	\$ 178,253	\$ 169,634	\$ 167,307	\$ 176,903	\$ 179,793
Classified	143,258	123,314	119,866	124,916	125,841
National	12,042	12,138	12,523	14,870	15,594
Preprint	57,639	51,083	46,035	44,824	43,868
Total newspaper advertising	391,192	356,169	345,731	361,513	365,096
Circulation	112,937	103,238	98,659	95,885	92,968
Joint operating agency distributions	38,647	40,018	36,647	37,394	36,825
Other newspaper revenues	9,126	9,285	8,319	8,457	9,390
Total newspaper operating revenues	551,902	508,710	489,356	503,249	504,279
Licensing	55,083	57,136	62,167	63,127	69,131
Miscellaneous	29,658	30,053	29,444	28,585	30,702
Total	636,643	595,899	580,967	594,961	604,112
Divested operations	24,278	144,169	246,087	252,809	246,189
Total publishing operating revenues	\$ 660,921	\$ 740,068	\$ 827,054	\$ 847,770	\$ 850,301

Substantially all of the Company's newspaper publishing operating revenues are derived from advertising and circulation. Advertising rates and revenues vary among the Company's newspapers depending on circulation demographics, type of advertising, local market conditions, and competition. Advertising revenues are derived from "run-of-paper" advertisements included in each copy of a newspaper's editions, from "zoned" editions which feature sections with stories and advertisements intended for limited areas of distribution, from "preprinted" advertisements that are inserted into newspapers, and from "shoppers" which have little or no news content and contain primarily advertising run in the regular edition of the newspaper. Run-of-paper advertisements are generally more profitable to the Company than other advertisements.

Advertising revenues vary through the year, with the first and third quarters generally having lower revenues than the second and fourth quarters. Advertising rates and volume are highest on Sundays, primarily because circulation and readership is greater on Sundays.

Circulation revenues are derived from home delivery sales of newspapers to subscribers and from single-copy sales made through retail outlets and vending machines serviced by delivery and collection agents. Circulation information for the Company's newspapers is as follows:

( in thousands ) (1) Newspaper	Morning (M) Evening (E)		Daily Paid Circulation			
	1993	1992	1991	1990	1989	
Albuquerque (New Mexico) Tribune (2)	E	34.7	35.5	38.6	40.1	39.9
Birmingham (Alabama) Post (2)	M (3)	60.1	61.9	60.6	62.0	61.8
Bremerton (Washington) Sun	E	39.6	38.6	40.4	41.2	40.0
Cincinnati (Ohio) Post (2)	E (6)	95.1	98.5	100.9	104.3	107.4
Denver (Colorado) Rocky Mountain News	M	342.9	356.9	355.9	352.0	343.6
El Paso (Texas) Herald Post (2)	E	25.2	27.6	28.3	28.2	29.7
Evansville (Indiana) Courier (2)	M	64.3	63.9	62.8	63.2	63.4
Knoxville (Tennessee) News-Sentinel	M	123.9	126.0	103.9	104.2	100.3
Memphis (Tennessee) Commercial Appeal	M	202.7	191.8	194.9	210.5	209.2
Monterey County (California) Herald	M (5)	34.3	36.7	35.3	35.6	34.8
Naples (Florida) Daily News	M	44.1	42.0	39.8	36.7	34.1
Redding (California) Record-Searchlight	E	38.4	38.6	40.6	40.4	38.6
San Luis Obispo (California) Telegram-Tribune	E	32.5	31.5	32.5	32.3	31.8
Stuart (Florida) News	M	31.0	28.5	27.7	27.0	25.8
Ventura County (California): Star Free Press	M (4)	79.2	61.1	60.0	59.8	59.9
News-Chronicle (Thousand Oaks)	E	21.1	21.3	22.3	22.4	23.5
Enterprise (Simi Valley)	E (5)	14.9	15.4	16.6	17.4	16.3
Watsonville (California) Register Pajaronian	E	12.1	12.3	13.2	13.8	14.2
<b>Total Daily Circulation</b>		<b>1,296.1</b>	<b>1,288.1</b>	<b>1,274.3</b>	<b>1,291.1</b>	<b>1,274.3</b>

(1) Based on Audit Bureau of Circulation Publisher's Statements ("Statements") for the six-month periods ending September 30, except for 1) the Naples Daily News which are from the Statements for the twelve-month periods ending September 30, and 2) The Knoxville News-Sentinel which are based on a three-month average.

(2) This newspaper is published under a JOA with another newspaper in its market. See "Joint Operating Agencies."

(3) Will move to evening distribution in 2000.

(4) Moved from evening to morning distribution in March 1990. Includes the Camarillo Daily News, acquired November 1992, for the years 1989 through 1992.

(5) Acquired in 1992.

(6) Includes circulation of The Kentucky Post.

( in thousands ) (1) Newspaper	Sunday Paid Circulation				
	1993	1992	1991	1990	1989
Bremerton (Washington) Sun	40.7	39.5			
Denver (Colorado) Rocky Mountain News	453.3	430.1	425.4	407.9	401.5
Evansville (Indiana) Courier	118.6	118.1	117.7	116.9	115.7
Knoxville (Tennessee) News-Sentinel	183.5	182.9	174.9	171.9	167.6
Memphis (Tennessee) Commercial Appeal	279.5	282.3	282.4	288.8	290.2
Monterey County (California) Herald	(3) 35.1	38.2	37.3	37.2	35.9
Naples (Florida) Daily News	57.4	54.8	51.7	48.5	45.9
Redding (California) Record-Searchlight	40.7	40.9	40.0	39.3	36.8
Stuart (Florida) News	38.5	34.8	33.3	32.5	30.4
Ventura County (California):					
Star Free Press	(2) 83.9	67.0	66.5	66.3	66.5
News-Chronicle (Thousand Oaks)	22.0	22.3	23.5	23.5	24.9
Enterprise (Simi Valley)	(3) 15.5	16.1	17.2	18.0	17.0
Total Sunday Circulation	(3) 1,368.7	1,327.0	1,269.9	1,250.8	1,232.4

(1) Based on Audit Bureau of Circulation Publisher's Statements ("Statements") for the six-month periods ending September 30, except figures for 1) the Naples Daily News which are from the Statements for the twelve-month periods ending September 30, and 2) The Knoxville News-Sentinel which are based on a three-month average.

(2) Includes the Camarillo Daily News, acquired November 1992, for the years 1989 through 1992.

(3) Acquired in 1992.

Joint operating agency distributions represent the Company's share of profits of newspapers managed by the other party to a joint operating agency (see "Joint Operating Agencies"). Other newspaper operating revenues include commercial printing.

Under the trade names United Feature Syndicate and Newspaper Enterprise Association, the Company sells news columns, comic strips, crossword puzzles, editorial cartoons, and miscellaneous features and games to newspapers and other organizations throughout the world. Included among these features are "Peanuts" and "Garfield," two of the most successful strips in the history of comic art. These syndication revenues are included in miscellaneous revenues. Licensing revenues are derived from royalties on the sale of merchandise such as plush toys, greeting cards, and apparel. Such royalties are generally a negotiated percentage of the licensee's sales. More than half of the licensing revenues are from markets outside the United States. The Company generally pays a percentage of gross syndication and licensing royalties to the creators of these properties.

Joint Operating Agencies - The Company is currently a party to newspaper joint operating agencies ("JOAs") in five markets. JOAs combine all but the editorial operations of two competing newspapers in a market in order to reduce aggregate expenses and take advantage of economies 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. Except for the Company's JOA in Cincinnati, all of the Company's JOAs were entered into prior to the enactment of the NPA. From time to time the legality of pre-NPA JOAs has been challenged on anti-trust grounds but no such challenge has yet succeeded in the courts.

JOA revenues less JOA expenses, as defined in each JOA, equals JOA profits, which are split between the parties to the JOA. In each case JOA expenses exclude editorial expenses. The Company manages the JOA in Evansville and receives approximately 80% of JOA profits. Each of the other four JOAs are managed by the other party to the JOA. The Company receives approximately 20% to 40% of JOA profits for those JOAs.

The table below provides certain information about the Company's JOAs.

Newspaper	Publisher of Other Newspaper	Year JOA Entered Into	Year of JOA Expiration
Managed by the Company:			
The Evansville Courier	Hartmann Publications	1938	1998
Managed by Other Publisher:			
The Albuquerque Tribune	Journal Publishing Company	1933	2022
Birmingham Post	Newhouse Newspapers	1950	2015
The Cincinnati Post	Gannett Newspapers	1977	2007
El Paso Herald Post	Gannett Newspapers	1936	2015

The JOAs generally provide for automatic renewal terms of ten years unless an advance notice of termination ranging from two to five years is given by either party. The Company has notified Hartmann Publications of its intent to terminate the Evansville JOA.

Competition - Competition occurs primarily in local markets, however certain newspapers, such as The New York Times and The Wall Street Journal, are sold in all of the Company's markets. The Company's newspapers compete for advertising revenues in varying degrees with other types of publications, such as magazines, and with other media such as television, radio, cable television, and direct mail. Competition for advertising revenues is based upon circulation levels, readership demographics, price, and effectiveness. The Company's newspapers compete for readership with other publications and compete for readers' discretionary time with other information and entertainment media.

All of the Company's newspaper markets are highly competitive, particularly Denver, which is the largest market in which the Company operates a newspaper.

Newspaper Production - The Company's daily newspapers are printed using letterpress, offset, or flexographic presses and use computer systems for writing, editing, and composing and producing the printing plates used in each edition.

Raw Materials and Labor Costs - The Company consumed approximately 188,000 metric tonnes of newsprint in 1993. The Company purchases newsprint from various suppliers, many of which are Canadian. Management believes that the Company's sources of supply of newsprint are adequate for its anticipated needs. Newsprint costs accounted for approximately 17% of the Company's newspaper operating expenses in 1993.

Labor costs accounted for approximately 47% of the Company's newspaper operating expenses in 1993. A substantial number of the Company's newspaper employees are represented by labor unions. See "Employees."

## Broadcasting

General - The Company's broadcasting operations are owned by Scripps Howard Broadcasting Company ("SHB"), an Ohio corporation. The Company, through Scripps Howard, Inc. (its wholly-owned subsidiary), owns 86.1% of the outstanding shares of SHB Common stock. The remainder of the shares trade in the over-the-counter market under the NASDAQ symbol "SCR.P." On February 17, 1994 the Company announced it had offered to acquire the 13.9% of SHB that it does not already own. See Item 7 "Management's Discussion and Analysis of Financial Condition and Results of Operations - Proposed Merger."

The Company's broadcast operations consist of six network-affiliated VHF television stations and three Fox-affiliated UHF television stations. The Company acquired or divested the following broadcast operations in the three years ended December 31, 1993:

1993 - The Company purchased 589,000 shares of SHB Common stock, increasing the Company's ownership from 80.4% to 86.1%, and sold its radio stations and its Memphis television station.

1991 - The Company purchased its Baltimore television station.

Revenues - The composition of the Company's broadcasting operating revenues for the most recent five years is as follows:

( in thousands )

	1993	1992	1991	1990	1989
Local Advertising	\$ 130,603	\$ 120,148	\$ 106,610	\$ 98,235	\$ 96,206
National advertising	114,558	109,204	99,459	89,110	84,584
Political advertising	1,344	8,836	665	8,292	1,178
Other	8,439	9,037	9,661	9,509	8,996
Total	254,944	247,225	216,395	205,146	190,964
Divested operations	29,350	30,062	29,055	30,434	31,663
Total broadcasting operating revenues	\$ 284,294	\$ 277,287	\$ 245,450	\$ 235,580	\$ 222,627

Substantially all of the Company's broadcasting operating revenues are derived from advertising. Local advertising consists of short announcements and sponsored programs on behalf of advertisers in the area served by the station. National advertising consists of short announcements and sponsored programs on behalf of regional and national advertisers.

The first and third quarters of each year generally have lower advertising revenues than the second and fourth quarters, due in part to higher retail advertising during the holiday seasons and political advertising in election years. Advertising rates charged by the stations are based primarily upon the population of the market, the number of stations competing in the market, as well as the station's ability to attract audiences.

Information concerning the Company's stations and the markets in which they operate is as follows:

Station and Market	Network Affiliation	Expiration of FCC License	Rank of Market(1)	Stations in Market(3)	1993	1992	1991	1990	1989
VHF Stations:									
WXYZ, Detroit, Michigan	ABC	1997	9	7					
Average Audience Share (2)					21	22	23	22	23
Station Rank in Market (3)					1	1	1	1	1
WEWS, Cleveland, Ohio	ABC	1997	12	12					
Average Audience Share (2)					20	21	20	21	22
Station Rank in Market (3)					1	1	1	1	1
WMAR, Baltimore, Maryland (6)	NBC	1991 (4)	22	6					
Average Audience Share (2)					19	17	21	21	22
Station Rank in Market (3)					2	2	1	2	2
WCPO, Cincinnati, Ohio	CBS	1997	31	5					
Average Audience Share (2)					21	22	20	24	24
Station Rank in Market (3)					1	1	1	1	2
WPTV, W. Palm Beach, Florida	NBC	1997	46	6					
Average Audience Share (2)					24	23	25	25	29
Station Rank in Market (3)					1	1	1	1	1
KJRH, Tulsa, Oklahoma	NBC	1998	59	7					
Average Audience Share (2)					15	16	17	17	20
Station Rank in Market (3)					3	3	3	3	3
UHF Stations:									
WFTS, Tampa, Florida	Fox	1997	16	9					
Average Audience Share (2)					8	7	7	8	5
Station Rank in Market (3)					4	4	4	4	5
KNXV, Phoenix, Arizona	Fox	1993 (5)	21	10					
Average Audience Share (2)					9	10	10	8	7
Station Rank in Market (3)					4	4	4	5	4
KSHB, Kansas City, Missouri	Fox	1998	29	7					
Average Audience Share (2)					10	11	9	10	9
Station Rank in Market (3)					4	4	4	4	4

All market and audience data is based on November A.C. Nielsen Company or Arbitron Ratings Co. surveys.

- (1) Rank of Market represents the relative size of the television market in the United States.
- (2) Represents the number of television households tuned to a specific station Sign-On/Sign-Off, Sunday - Saturday, as a percentage of total viewing households in Area of Dominant Influence.
- (3) Stations in Market does not include public broadcasting stations, satellite stations, or translators which rebroadcast signals from distant stations. Station Rank in Market is based on Average Audience Share as described in (2).
- (4) The Company filed an application for renewal of the Federal Communications Commission ("FCC") license on June 3, 1991. A competing application has been filed with the FCC for the Baltimore market.
- (5) The Company's application for renewal of the FCC license is pending.
- (6) Station purchased May 30, 1991.

Competition - Competition occurs primarily in local markets. The Company's television stations compete for advertising revenues with other television stations and other providers of video entertainment in their market, and in varying degrees with other media, such as newspapers and magazines, radio, and direct mail. Competition for advertising revenues is based upon audience levels, demographics, price, and effectiveness. The Company's television stations compete for viewers' time with other information and entertainment media. All of the Company's television markets are highly competitive.

Network Affiliation and Programming - The Company's television stations are affiliated with national television networks under standard two-year affiliation agreements. These agreements are customarily renewed for successive two-year terms. The networks offer a variety of programs to affiliated stations, which have the right of first refusal before such programming may be offered to other television stations in the same market. Pursuant to the affiliation agreements, compensation is paid to the affiliated station for carrying network programming. The network has the right to decrease the amount of such compensation during the terms of the affiliation agreements but, upon any such decrease, an affected station has the right to terminate the agreement.

The ranking of a station in its local market is affected by fluctuations in the national ranking of the affiliated network. Management believes such fluctuations are normal and has not sought to change the Company's network affiliations because of declines in national rankings of the affiliated networks.

In addition to network programs, the Company's television stations broadcast locally produced programs, syndicated programs, sports events, movies, and public service programs. Local news is the focus of the Company's network-affiliated stations' locally produced programming and is an integral factor in developing the station's ties to its community and viewer loyalty. Advertising relating to local news and information programs generally represent more than 30% of a station's revenues. The Company's Kansas City Fox-affiliated station began broadcasting local news in 1993 and the Company expects to add local news programming at its Phoenix and Tampa stations.

Federal Regulation of Broadcasting - Television broadcasting is subject to the jurisdiction of the Federal Communications Commission ("FCC") pursuant to the Communications Act of 1934, as amended ("Communications Act"). The Communications Act prohibits the operation of television broadcasting stations except in accordance with a license issued by the FCC and empowers the FCC to revoke, modify, and renew broadcasting licenses, approve the transfer of control of any corporation holding such licenses, determine the location of stations, regulate the equipment used by stations, and adopt and enforce necessary regulations.

Television broadcast licenses are granted for a maximum of five years, and are renewable upon application. Application for renewal of the license for the Company's Phoenix station was filed in 1993 and is still pending. While there can be no assurances the Company's existing licenses will be renewed, the Company has never been denied a renewal and all previous renewals have been for the maximum term. The Company's application for renewal of the FCC license for its Baltimore station has been challenged by a competing applicant. The FCC is required to hold a hearing to assess which applicant's proposal would better serve the public interest. That hearing is proceeding on qualifications issues added by the presiding judge against both applicants, but the FCC has "frozen" its consideration of the comparative issues in light of an appeals court decision invalidating one of the principal criteria the FCC had used in assessing new applicants' qualifications. Revising the process so as to permit continuation of the comparative hearing may take an extended period of time, but the Company will continue to operate the station while its renewal of license application is pending. Management believes that granting of the Company's renewal would best serve the public interest and thus expects the renewal application to be granted.

FCC regulations govern the multiple ownership of television stations and other media. Under the multiple ownership rule, a license for a television station will generally not be granted or renewed if (i) the applicant already owns, operates, or controls a television station serving substantially the same area, or (ii) the grant of the license would result in the applicant's owning, operating, or controlling, or having an interest in, more than twelve television stations or in television stations whose total national audience reach exceeds 25% of all television households. FCC rules also generally prohibit "cross-ownership" of a television station and daily newspaper or cable television system in the same service area. The Company's television station and daily newspaper in Cincinnati were owned by the Company at the time the cross-ownership rules were enacted and enjoy "grandfathered" status. These properties would become subject to the cross-ownership rules upon their sale.

Under the Cable Television Consumer Protection and Competition Act of 1992 ("1992 Act"), each television broadcast station gained "must-carry" rights on any cable system defined as "local" with respect to that station. Stations may waive their must-carry rights and instead negotiate retransmission consent agreements with local cable companies. The Company's stations have generally elected to negotiate retransmission consent agreements with cable companies.

Management believes the Company is in substantial compliance with all applicable regulatory requirements.



Cable Television

General - The Company's cable television systems in Lake County, Florida; Sacramento, California; and the Longmont, Colorado cluster are owned by SHB. Other wholly-owned subsidiaries of the Company operate cable television systems in Florida, Georgia, Indiana, Kentucky, South Carolina, Tennessee, Virginia, and West Virginia. In the three years ended December 31, 1993 the Company purchased several cable television systems adjacent to existing service areas.

Revenues - The composition of the Company's cable television operating revenues for the most recent five years is as follows:

( in thousands )

	1993	1992	1991	1990	1989
Basic services	\$ 176,390	\$ 170,012	\$ 152,316	\$ 131,854	\$ 116,804
Premium programming services	47,566	45,293	45,280	42,050	40,316
Other monthly services	14,894	13,259	13,807	13,634	11,218
Advertising	9,071	8,394	7,071	5,663	3,623
Installation and other	12,635	9,092	6,775	6,212	5,334
Total cable television operating revenues	\$ 260,556	\$ 246,050	\$ 225,249	\$ 199,413	\$ 177,295

Substantially all of the Company's cable television operating revenues are derived from services provided to subscribers of the Company's systems. Subscriber information as of December 31 for the Company's cable television systems is as follows:

( in thousands )

Cable Television System Cluster	Homes Passed	Basic Subscribers	Penetration Rate	Premium Subscribers(1)	Premium Subs. as a % of Basic
1993					
Atlanta, Georgia cluster	97.6	66.9	69%	38.1	57%
Chattanooga, Tennessee cluster	175.5	105.8	60%	71.4	67%
Knoxville, Tennessee cluster	146.0	101.5	70%	50.3	50%
Rome, Georgia cluster	56.3	44.6	79%	33.9	76%
Elizabethtown, Kentucky cluster	48.3	40.3	83%	20.7	51%
Bluefield, West Virginia cluster	73.3	51.2	70%	30.6	60%
Longmont, Colorado cluster	48.8	32.5	67%	28.0	86%
Lake County, Florida cluster	67.2	47.4	71%	18.8	40%
Sacramento, California cluster	436.4	210.8	48%	307.8	146%
Total	1,149.4	701.0	61%	599.6	86%
1992					
Atlanta, Georgia cluster	97.4	64.6	66%	40.2	62%
Chattanooga, Tennessee cluster	173.0	99.8	58%	76.8	77%
Knoxville, Tennessee cluster	143.1	97.0	68%	50.7	52%
Rome, Georgia cluster	53.8	42.4	79%	41.7	98%
Elizabethtown, Kentucky cluster	48.0	39.8	83%	17.7	44%
Bluefield, West Virginia cluster	72.6	49.5	68%	34.1	69%
Longmont, Colorado cluster	47.2	29.9	63%	27.1	91%
Lake County, Florida cluster	65.8	45.4	69%	17.9	39%
Sacramento, California cluster	427.9	204.7	48%	270.5	132%
Total	1,128.8	673.1	60%	576.7	86%

( in thousands )

Cable Television System Cluster	Homes Passed	Basic Subscribers	Penetration Rate	Premium Subscribers (1)	Premium Subs. as a % of Basic
1991					
Atlanta, Georgia cluster	95.2	58.8	62%	36.1	61%
Chattanooga, Tennessee cluster	164.1	96.0	59%	68.4	71%
Knoxville, Tennessee cluster	140.6	90.9	65%	46.2	51%
Rome, Georgia cluster	52.2	40.2	77%	36.1	90%
Elizabethtown, Kentucky cluster	47.5	38.2	80%	14.2	37%
Bluefield, West Virginia cluster	66.3	47.6	72%	29.8	63%
Longmont, Colorado cluster	45.8	27.3	60%	23.2	85%
Lake County, Florida cluster	63.4	42.7	67%	14.7	34%
Sacramento, California cluster	418.0	203.8	49%	245.1	120%
Total	1,093.1	645.5	59%	513.8	80%
1990					
Atlanta, Georgia cluster	93.7	57.5	61%	39.0	68%
Chattanooga, Tennessee cluster	157.3	88.3	56%	61.2	69%
Knoxville, Tennessee cluster	138.0	83.9	61%	42.6	51%
Rome, Georgia cluster	54.4	42.2	78%	22.5	53%
Elizabethtown, Kentucky cluster	46.9	36.2	77%	13.8	38%
Bluefield, West Virginia cluster	65.8	46.3	70%	24.3	52%
Longmont, Colorado cluster	44.6	25.0	56%	20.4	82%
Lake County, Florida cluster	59.5	39.3	66%	14.9	38%
Sacramento, California cluster	401.3	196.0	49%	224.4	114%
Total	1,061.5	614.7	58%	463.1	75%
1989					
Atlanta, Georgia cluster	91.5	53.3	58%	50.2	94%
Chattanooga, Tennessee cluster	154.0	84.7	55%	57.1	67%
Knoxville, Tennessee cluster	120.5	68.3	57%	36.9	54%
Rome, Georgia cluster	51.3	38.8	76%	22.3	57%
Kentucky/Tennessee cluster	119.2	89.1	75%	38.3	43%
Longmont, Colorado cluster	46.1	23.2	50%	20.1	87%
Lake County, Florida cluster	56.4	35.9	64%	14.2	40%
Sacramento, California cluster	370.0	166.2	45%	195.7	118%
Total	1,009.0	559.5	55%	434.8	78%

(1) Each subscription to a premium programming service is counted as one subscriber.

The Company's cable television systems carry a wide variety of entertainment and information services. Basic cable generally consists of video programming broadcast by local television stations, locally produced programming, and distant broadcast television signals. Advertiser-supported video programming such as ESPN and CNN and other entertainment and information services are included in various "enhanced basic" service packages. Premium programming consists of non-advertiser supported entertainment services such as Home Box Office and Showtime. Certain of the Company's systems are equipped with addressable decoding converters which enable the Company to offer interactive services, such as pay-per-view programming, and to change customer services without visiting the customer's home. Other monthly services includes revenues from services such as remote control and converter rental and audio programming.

Competition - Competition occurs primarily in local markets. The Company's cable television systems compete for subscribers with other cable television systems in certain of its franchise areas. All of the Company's cable television systems compete for subscribers with other methods of delivering entertainment and information programming to the subscriber's home, such as broadcast television, multi-point distribution systems, master and satellite antenna systems, television receive-only satellite dishes, and home systems such as video cassette and laser disc players. In the future the Company's cable television systems may compete with new technologies such as more advanced "wireless cable systems" and broadcast satellite delivery services, as well as "video dial tone" services whereby the local telephone company leases video distribution lines to programmers on a common carrier basis. Management believes additional technologies for delivering entertainment and information programming to the home will continue to be developed, and that some of those competitive services will be capable of offering interactive services.

Programming - The Company purchases programming from a variety of suppliers, the charge for which is generally based upon the number of subscribers receiving the service. Programming expenses as a percentage of basic and premium programming service revenues have risen in recent years, primarily due to additional and improved services provided to basic subscribers and to discounts offered to subscribers receiving multiple premium channels. See Item 7 "Management's Discussion and Analysis of Financial Condition and Results of Operations."

Under the Copyright Act of 1976 cable television system operators are granted compulsory licenses permitting the carriage of the copyrighted works of local and distant broadcast signals for a statutory fee. The Copyright Royalty Tribunal is empowered to review and adjust such fees. FCC rules on syndicated exclusivity provide that if a local broadcast licensee has purchased the exclusive local distribution rights for a particular syndicated program, such licensee is generally entitled to insist that a local cable television system operator delete that program from any distant television signal carried by the cable television system.

Regulation and Legislation - Cable television systems are regulated by federal, local, and in some instances, state authorities. Certain powers of regulatory agencies and officials, as well as various rights and obligations of cable television operators, are specified under the Cable Communications Policy Act of 1984 ("1984 Act") and the 1992 Act.

Pursuant to the 1984 Act, local franchising authorities are given the right to award and renew one or more franchises for the community over which they have jurisdiction, the fees for which are prohibited from exceeding 5% of a cable television system's gross annual revenues.

The 1992 Act, among other things: (i) reimposes rate regulations on most cable television systems; (ii) reimposes "must carry" rules with respect to local broadcast television signals (see "Federal Regulation of Broadcasting"); (iii) grants all broadcasters the option to refuse carriage of their signals; (iv) requires that vertically integrated cable television companies not unreasonably refuse to deal with any multichannel programming distributor or discriminate in the price, terms, and conditions of carriage of programming between cable television operators and other multichannel programming distributors if the effect would be to impede retail competition; and (v) establishes cross-ownership rules with respect to cable television systems and direct broadcast satellite systems, multi-channel multipoint distribution systems, and satellite master antenna systems.

In April 1993 the FCC issued rules that established allowable rates for cable television services (other than programming offered on a per-channel or per-program basis) and for cable equipment based on benchmarks established by the FCC. The rules require rates for equipment to be cost-based, and require reasonable rates for regulated cable television services based upon, at the election of the cable television system operator, application of the benchmarks established by the FCC or a cost-of-service showing based upon standards established by the FCC. The rules became effective in September 1993 and were recently revised to further reduce regulated rates. The revised rules are expected to become effective in May 1994.

Management believes the Company is in substantial compliance with all applicable regulatory requirements.

## New Businesses

Entertainment - The Company plans to introduce the Home & Garden Television Network ("Home & Garden") in late 1994. This network will feature 24 hours of daily programming focused on home repair and remodeling, gardening, decorating, and home electronics. While most of the programming will be produced by the new network, local television stations affiliated with the network will have the opportunity for daily programming and advertised inserts. The subscriber base of the new network will be established through a collaboration of local television stations and cable television systems. Several cable television system operators, including Time Warner Cable and Continental Cablevision, the nation's second- and third-largest cable television system operators, have entered into agreements to carry the new network in exchange for permission to carry the signals of local television stations affiliated with the network. The Company is discussing carriage agreements with other cable television systems and intends to expand the network's affiliate group to include additional broadcast stations. The Company's cable television systems will carry the network and all of the Company's television stations (except the Fox-affiliated stations) are members of the network's affiliate group.

In February 1994 the Company announced that it had agreed to purchase Cinetel Productions in Knoxville, Tennessee. Cinetel is one of the largest independent producers of cable television programming. Cinetel's production facility will also be the primary production facility for Home & Garden.

In September 1993 the Company established Scripps Howard Productions to acquire, create, develop, produce, and own programming product for domestic and international television, including prime-time series for network and first-run syndication, movies, and miniseries for network, cable, and pay cable television broadcast, along with news, information, and entertainment services for the emerging multimedia marketplace.

## Employees

As of December 31, 1993 the Company had approximately 7,600 full-time employees, of whom approximately 5,100 were engaged in publishing, 1,200 in broadcasting, and 1,200 in cable television. Various labor unions represent approximately 2,400 employees, primarily in the publishing segment. Collective bargaining agreements covering approximately 50% of union-represented employees are being negotiated currently or will be negotiated in 1994. Except for work stoppages at The Pittsburgh Press, which was sold in 1992, the Company has not experienced any work stoppages since March 1985. The Company considers its relationship with employees to be generally satisfactory.

## ITEM 2. PROPERTIES

The properties used in the Company's publishing operations generally include business and editorial offices and printing plants. The Company has added or upgraded production facilities at three of its major daily newspapers in recent years, including a state-of-the-art production plant for the Denver Rocky Mountain News.

The Company's broadcasting operations require offices and studios and other real property for towers upon which broadcasting transmitters and antenna equipment are located. Ongoing advances in the technology for delivering video signals to the home, such as "high definition television" may, in the future, require a high level of expenditures by the Company for new equipment in order to maintain its competitive position of the Company's television stations.

The properties required to support the Company's cable television operations generally include offices and other real property for towers, antennas, and satellite earth stations. In recent years the Company has completed rebuilding the cable television distribution system for its Rome, Georgia, cable television system and the Company is currently upgrading the distribution systems for its Chattanooga, Knoxville, and Sacramento systems. Ongoing advances in the technology for delivering video signals to the home and emergence of the multimedia marketplace could require a high level of expenditures to further upgrade the Company's cable television distribution systems.

The Company's new entertainment operations will require offices and studios and other real and personal property to deliver programming product. The Company plans to expand the 60,000 square foot Cinetel production facility by approximately one-third to accommodate Home & Garden.

Management believes the Company's present facilities are generally well-maintained and are sufficient to serve its present needs.

ITEM 3. LEGAL PROCEEDINGS

In September 1991 Four Jacks Broadcasting, Inc., a company whose principals own and operate an existing Baltimore television station, submitted to the FCC an application for a construction permit to build and operate a new television station on channel 2 in Baltimore. This application is mutually exclusive with the Company's application for renewal of its license for its Baltimore television station. See Item 1 "Business - Broadcasting - Federal Regulation of Broadcasting."

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

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

There were no matters submitted to a vote of security holders for the quarter ended December 31, 1993.

PART II

ITEM 5. MARKET FOR REGISTRANT'S COMMON STOCK AND RELATED STOCKHOLDER MATTERS

Shares of the Company's Class A Common stock are traded on the New York Stock Exchange under the symbol "SSP." There are approximately 4,500 owners of the Company's Class A Common stock and 27 owners of the Company's Common Voting stock, which does not have a public market, based on security position listings.

The Company has declared cash dividends in every year since its incorporation in 1922. Future dividends are subject to the Company's earnings, financial condition, and capital requirements.

The range of market prices of the Company's Class A Common stock, which represents the high and low sales prices for each full quarterly period, and quarterly cash dividends are as follows:

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter	Total
1993					
Market price of common stock:					
High	\$29.125	\$28.500	\$26.625	\$30.875	
Low	23.750	24.750	22.875	25.125	
Cash dividends per share of common stock	\$ .11	\$ .11	\$ .11	\$ .11	\$ .44
1992					
Market price of common stock:					
High	\$26.750	\$29.000	\$27.875	\$26.125	
Low	22.125	23.500	24.000	23.000	
Cash dividends per share of common stock	\$ .10	\$ .10	\$ .10	\$ .10	\$ .40

ITEM 6. SELECTED FINANCIAL DATA

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

ITEM 7. 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-K. See Index to Consolidated Financial Statement Information at page F-1 of this Form 10-K.

ITEM 8. FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA

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

ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURES

Not applicable.

PART III

ITEM 10. DIRECTORS AND EXECUTIVE OFFICERS OF THE REGISTRANT

The executive officers of the Company are as follows:

Name	Age	Position
Charles E. Scripps	74	Chairman of the Board of Directors (since 1953)
Lawrence A. Leser	58	President, Chief Executive Officer and Director (since 1985)
William R. Burleigh	58	Executive Vice President and Director (since 1990); Vice President, Newspapers and Publishing (1986 to 1990)
Daniel J. Castellini	54	Senior Vice President, Finance and Administration (since 1986)
F. Steven Crawford	45	Senior Vice President, Cable Television (since September 1992); Vice President, Cable Television (1990 to September 1992); General Manager, TeleScripps Cable Company (1983 to 1990)
Paul F. Gardner	51	Vice President, Television (since April 1993); Senior Vice President, News Programming, Fox Broadcasting Company (1991 to 1993); Vice President and General Manager, WCPO Television, Cincinnati (1989 to 1991)
J. Robert Routt	40	Vice President and Controller (since 1985)
E. John Wolfzorn	48	Treasurer (since 1979)
M. Denise Kuprionis	37	Secretary (since 1987)

The executive officers of the Company serve at the pleasure of the Board of Directors.

The information required by Item 10 of Form 10-K relating to directors of the Company is incorporated herein by reference to the material captioned "Election of Directors" in the Company's definitive proxy statement for the Annual Meeting of Stockholders ("Proxy Statement"). The Proxy Statement will be filed with the Securities and Exchange Commission on or before April 11, 1994.

ITEM 11. EXECUTIVE COMPENSATION

The information required by Item 11 of Form 10-K is incorporated herein by reference to the material captioned "Executive Compensation" in the Proxy Statement.

ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT

The information required by Item 12 of Form 10-K is incorporated herein by reference to the material captioned "Security Ownership of Certain Beneficial Owners and Management" in the Proxy Statement.

ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS

The information required by Item 13 of Form 10-K is incorporated herein by reference to the material captioned "Certain Transactions" in the Proxy Statement.

PART IV

ITEM 14. EXHIBITS, FINANCIAL STATEMENT SCHEDULES, AND REPORTS ON FORM 8-K

Financial Statements and Supplemental Schedules

- (a) The consolidated financial statements of the Company are filed as part of this Form 10-K. See Index to Consolidated Financial Statement Information at page F-1.

The report of Deloitte & Touche, Independent Auditors, dated January 26, 1994 is filed as part of this Form 10-K. See Index to Consolidated Financial Statement Information at page F-1.

- (b) The consolidated supplemental schedules of the Company are filed as part of this Form 10-K. See Index to Consolidated Financial Statement Schedules at page S-1.

Exhibits

The information required by this item appears at page E-1 of this Form 10-K.

Reports on Form 8-K

No reports on Form 8-K were filed for the quarter ended December 31, 1993.



SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities and Exchange Act of 1934 the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereby duly authorized, on March 28, 1994.

THE E.W. SCRIPPS COMPANY

By /s/ Lawrence A. Leser  
Lawrence A. Leser  
President and Chief Executive Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant in the capacities indicated, on March 28, 1994.

Signature	Title
/s/ Lawrence A. Leser Lawrence A. Leser	President, Chief Executive Officer and Director (Principal Executive Officer)
/s/ Daniel J. Castellini Daniel J. Castellini	Senior Vice President, Finance and Administration (Principal Financial and Accounting Officer)
/s/ Charles E. Scripps Charles E. Scripps	Chairman of the Board of Directors
/s/ William R. Burleigh William R. Burleigh	Executive Vice President and Director
/s/ John H. Burlingame John H. Burlingame	Director
/s/ Daniel J. Meyer Daniel J. Meyer	Director
/s/ Nicholas B. Paumgarten Nicholas B. Paumgarten	Director
/s/ Paul K. Scripps Paul K. Scripps	Director
/s/ Robert P. Scripps Robert P. Scripps	Director
/s/ David R. Huhn David R. Huhn	Director

THE E.W. SCRIPPS COMPANY

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## SELECTED FINANCIAL DATA

( in millions, except share data )

	1993	1992	1991	1990	1989
<b>Summary of Operations</b>					
Operating Revenue:					
Publishing	\$ 660.9	\$ 740.1	\$ 827.1	\$ 847.8	\$ 850.3
Broadcasting	284.3	277.3	245.5	235.6	222.6
Cable television	260.6	246.0	225.2	199.4	177.3
Other			1.8	13.8	16.2
Total operating revenue	\$ 1,205.8	\$ 1,263.4	\$ 1,299.6	\$ 1,296.6	\$ 1,266.4
Operating Income:					
Publishing	\$ 77.0	\$ 75.1	\$ 107.8	\$ 80.2	\$ 146.7
Broadcasting	82.0	69.9	57.2	69.1	58.5
Cable television	45.2	43.7	23.7	26.8	22.2
Other			0.1	1.3	2.7
Corporate	(14.2)	(14.9)	(12.9)	(15.0)	(16.4)
Total operating income	190.0	173.8	175.9	162.4	213.7
Interest expense	(27.3)	(34.2)	(38.7)	(43.8)	(42.9)
Miscellaneous, net	92.8	72.4	0.2	(2.3)	3.1
Income taxes	(108.6)	(94.0)	(63.7)	(58.1)	(77.1)
Minority interests	(18.2)	(11.7)	(7.1)	(9.3)	(8.6)
Income before cumulative effect of accounting change	128.7	106.3	66.6	48.9	88.2
Cumulative effect of accounting change		(22.4)			
Net income	\$ 128.7	\$ 83.9	\$ 66.6	\$ 48.9	\$ 88.2
<b>Share Data</b>					
Income before cumulative effect of accounting change	\$1.72	\$1.43	\$ .89	\$ .64	\$1.12
Cumulative effect of accounting change		(.30)			
Net income	\$1.72	\$1.13	\$ .89	\$ .64	\$1.12
Dividends	\$ .44	\$ .40	\$ .40	\$ .40	\$ .345
Common stock price:					
High	\$30.875	\$29.000	\$24.500	\$24.000	\$27.000
Low	22.875	22.125	14.750	13.000	16.880
<b>Other Financial Data</b>					
Depreciation, amortization, and write-down of intangible assets	\$ 120.9	\$ 121.9	\$ 112.1	\$ 106.6	\$ 102.1
Net cash flow from operating activities	226.8	204.8	210.6	199.1	221.1
Investing Activity:					
Capital expenditures	(103.9)	(145.2)	(151.0)	(85.0)	(86.7)
Other (investing)/divesting activity, net	108.5	19.1	(132.5)	11.0	(11.0)
Total assets	1,676.5	1,700.8	1,711.4	1,525.4	1,568.7
Long-term debt (including current portion)	247.9	441.9	491.8	367.6	421.0
Stockholders' equity	859.6	733.1	676.6	639.0	643.4
Long-term debt % of total capitalization	22%	38%	42%	37%	40%

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

Consolidated results of operations were as follows:

( in thousands, except per share data )

	1993	Change	1992	Change	1991
Operating revenues:					
Publishing	\$ 660,921	(10.7)%	\$ 740,068	(10.5)%	\$ 827,054
Broadcasting	284,294	2.5 %	277,287	13.0 %	245,450
Cable television	260,556	5.9 %	246,050	9.2 %	225,249
Other					1,804
Total operating revenues	\$ 1,205,771	(4.6)%	\$ 1,263,405	(2.8)%	\$ 1,299,557
Operating income:					
Publishing	\$ 76,979	2.6 %	\$ 75,055	(30.4)%	\$ 107,805
Broadcasting	81,958	17.2 %	69,932	22.3 %	57,170
Cable television	45,233	3.4 %	43,741	84.7 %	23,682
Other					152
Corporate	(14,166)	5.2 %	(14,938)	(16.1)%	(12,870)
Total operating income	190,004	9.3 %	173,790	(1.2)%	175,939
Interest expense	(27,286)		(34,247)		(38,727)
Miscellaneous, net	92,785		72,447		189
Income taxes	(108,599)		(94,001)		(63,654)
Minority interest	(18,218)		(11,670)		(7,117)
Cumulative effect of accounting change			(22,413)		
Net income	\$ 128,686	53.4 %	\$ 83,906	25.9 %	\$ 66,630
Per share of common stock:					
Income before cumulative effect of accounting change	\$1.72	20.3 %	\$1.43	60.7 %	\$ .89
Cumulative effect of accounting change			(.30)		
Net income	\$1.72	52.2 %	\$1.13	27.0 %	\$ .89
Weighted average shares outstanding	74,650	0.1 %	74,602	0.1 %	74,537
Effective income tax rate	42.5 %		44.3 %		46.3 %

The following items affected the comparability of the Company's reported results of operations:

(i) The Company divested the following operations:

1993 - Book publishing; newspapers in Tulare, California, and San Juan; Memphis television station; radio stations.

1992 - The Pittsburgh Press; TV Data; certain other investments.

1991 - George R. Hall Company.

The businesses referred to above, and any related gains on the sales of the businesses, are hereinafter referred to as the "Divested Operations." See Note 3B to the Consolidated Financial Statements.

The following items related to Divested Operations affected the comparability of the Company's reported results of operations:

( in thousands, except per share data )

	1993	1992	1991
Operating revenues	\$ 53,600	\$ 174,200	\$ 276,900
Operating income (loss)	7,600	(15,100)	32,800
Net gains recognized (before minority interests and income taxes)	91,874	77,983	
Net gains recognized (after minority interests and income taxes)	46,800	45,600	
Net gains recognized per share (after minority interests and income taxes)	\$ .63	\$ .61	

The Herald, a newspaper with a circulation of approximately 37,000 in Monterey, California, was acquired on December 31, 1992 in connection with the sale of The Pittsburgh Press.

(ii) In 1993 management changed the estimate of the additional amount of copyright fees the Company would owe when a dispute between the television industry and the American Society of Composers, Authors and Publishers was resolved ("ASCAP Adjustment"). The adjustment increased broadcasting operating income \$4,300,000 and net income \$2,300,000, \$.03 per share. See Note 4 to the Consolidated Financial Statements.

(iii) In 1993 the Company's agreement to guarantee up to \$53,000,000 of the Ogden, Utah, Standard Examiner's debt expired with a change in ownership of the Standard Examiner. The Company received a \$2,500,000 fee in connection with the transaction ("Ogden Fee"). The fee increased net income \$1,600,000, \$.02 per share. See Note 4 to the Consolidated Financial Statements.

(iv) In 1993 the Company realized a gain on the sale of certain publishing equipment ("Gain on Sale"). The gain increased publishing operating income \$1,100,000 and net income \$700,000, \$.01 per share. See Note 4 to the Consolidated Financial Statements.

(v) In 1993 the Company recorded a charge to restructure operations at the Denver Rocky Mountain News and United Media ("Restructuring Charge"). The charge included severance payments and a write-down of certain assets to estimated realizable value. The charge reduced publishing operating income \$6,300,000 and net income \$3,600,000, \$.05 per share. See Note 4 to the Consolidated Financial Statements.

(vi) In August 1993 the federal income tax rate was increased to 35%, retroactive to January 1, 1993, and management changed its estimate of the tax basis and lives of certain assets ("Income Tax Changes"). The net effect was to increase net income \$1,700,000, \$.02 per share. See Note 5 to the Consolidated Financial Statements.

- (vii) The Pittsburgh Press was not published after May 17, 1992 due to a strike ("Pittsburgh Strike"). Reported 1992 results include operating losses of \$32,700,000 and net losses of \$20,200,000, \$.27 per share, during the strike period. See Note 4 to the Consolidated Financial Statements. The Company sold The Pittsburgh Press on December 31, 1992 (see (i) above).
- (viii) In 1992 the Company adopted Financial Accounting Standard No. 106 - Employers' Accounting for Postretirement Benefits Other Than Pensions. The cumulative effect of the accounting change ("Cumulative Effect") decreased net income \$22,413,000, \$.30 per share, of which \$18,000,000, \$.24 per share, was associated with Divested Operations. See Note 2 to the Consolidated Financial Statements.
- (ix) In 1992 the Company reduced the carrying value of certain property and investments to estimated realizable value ("Write-downs"). The resultant \$3,500,000 charge reduced net income \$2,300,000, \$.03 per share. See Note 4 to the Consolidated Financial Statements.
- (x) In 1991 the Company agreed to settle a lawsuit filed in 1988 by Pacific West Cable Company that alleged violations of antitrust and unfair trade practice laws ("Sacramento Settlement"). The resultant charge reduced cable television operating income by \$12,000,000 and net income by \$6,300,000, \$.08 per share. See Note 4 to the Consolidated Financial Statements.

The items above are excluded from the consolidated and segment operating results presented in the following pages of this Management's Discussion and Analysis. Management believes they are not relevant to understanding the Company's ongoing operations.

Net income per share was as follows:

	1993	Change	1992	Change	1991
Reported net income per share	\$ 1.72	52.2%	\$ 1.13	27.0 %	\$ .89
Note Ref.					
(viii) Cumulative Effect			.30		
(i) Net gains on sales of Divested Operations	(.63)		(.61)		
(ii) - (vi) 1993 unusual items	(.03)				
(vii), (ix) Pittsburgh Strike and Write-downs			.30		
(x) Sacramento Settlement					.08
Adjusted net income per share	\$ 1.06	(5.4)%	\$ 1.12	15.5 %	\$ .97

The Company's average debt balance in 1993 was \$101,000,000 less than in 1992. The combined effects of reduced rates and lower average debt balances were in part offset by a decrease in capitalized interest in 1993. Interest expense decreased in 1992 as reduced rates and an increase in capitalized interest more than offset a \$37,000,000 increase in average debt balances. Capitalized interest costs, which in 1992 and 1991 primarily related to the construction of the new production facility at the Denver Rocky Mountain News, were as follows:

( in thousands )	1993	1992	1991
Interest costs capitalized	\$ 100 \$	4,500 \$	2,500

Miscellaneous includes the net gains described in (i), the Ogden Fee described in (iii), and the Write-downs described in (ix) above.

In 1993 the Company purchased 589,000 shares of Scripps Howard Broadcasting Company common stock, increasing the Company's ownership from 80.4% to 86.1%. The Company also acquired the remaining 2.7% minority interest in the Knoxville News-Sentinel.

The effective income tax rate decreased in 1993 and 1992 because pre-tax income increased, thereby reducing the relative impact of non-deductible amortization of goodwill. The rate in 1993 was also affected by the Income Tax Changes. See Note 5 to the Consolidated Financial Statements. The effective income tax rate in 1994 is expected to be approximately 43%.

RESULTS OF OPERATIONS

CONSOLIDATED - Operating results, excluding the Divested Operations (including the Pittsburgh Strike), ASCAP Adjustment, Gain on Sale, Restructuring Charge, and Sacramento Settlement, were as follows:

( in thousands )

	1993	Change	1992	Change	1991
Operating revenues:					
Publishing	\$ 636,643	6.8 %	\$ 595,899	2.6 %	\$ 580,967
Broadcasting	254,944	3.1 %	247,225	14.2 %	216,395
Cable television	260,556	5.9 %	246,050	9.2 %	225,249
Total operating revenues	\$ 1,152,143	5.8 %	\$ 1,089,174	6.5 %	\$ 1,022,611
Operating income:					
Publishing	\$ 83,147	(15.6)%	\$ 98,464	19.0 %	\$ 82,758
Broadcasting	69,071	12.1 %	61,606	24.3 %	49,568
Cable television	45,233	3.4 %	43,741	22.6 %	35,682
Corporate	(14,166)	5.2 %	(14,938)	(16.1)%	(12,870)
Total operating income	\$ 183,285	(3.0)%	\$ 188,873	21.7 %	\$ 155,138
Other Financial and Statistical Data:					
Total advertising revenues	\$ 655,207	7.1 %	\$ 611,788	7.5 %	\$ 569,197
Advertising revenues as a percentage of total revenues	56.9 %		56.2 %		55.7 %
Total capital expenditures	\$ 103,115	(27.2)%	\$ 141,665	(3.4)%	\$ 146,634

SEGMENTS - Operating results, excluding the Divested Operations (including the Pittsburgh Strike), ASCAP Adjustment, Gain on Sale, Restructuring Charge, and Sacramento Settlement, for each of the Company's business segments are presented on the following pages.

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

- Acquisitions of communications media businesses are based on multiples of EBITDA.
- Financial analysts use EBITDA to value communications media companies.
- Changes in depreciation and amortization are often unrelated to current performance. Management believes the year-over-year change in EBITDA is a more useful measure of year-over-year performance than the change in operating income because, combined with information on capital spending plans, it is a more reliable indicator of results that may be expected in future periods.
- Banks and other lenders use EBITDA to determine the Company's borrowing capacity.

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

PUBLISHING - Operating results for the publishing segment, excluding the Divested Operations (including the Pittsburgh Strike), Gain on Sale, and Restructuring Charge, were as follows:

( in thousands, except newsprint information )

	1993	Change	1992	Change	1991
Operating revenues:					
Local	\$ 178,253	5.1 %	\$ 169,634	1.4 %	\$ 167,307
Classified	143,258	16.2 %	123,314	2.9 %	119,866
National	12,042	(0.8)%	12,138	(3.1)%	12,523
Preprint	57,639	12.8 %	51,083	11.0 %	46,035
Newspaper advertising	391,192	9.8 %	356,169	3.0 %	345,731
Circulation	112,937	9.4 %	103,238	4.6 %	98,659
Licensing	55,083	(3.6)%	57,136	(8.1)%	62,167
Joint operating agency distributions	38,647	(3.4)%	40,018	9.2 %	36,647
Other	38,784	(1.4)%	39,338	4.2 %	37,763
Total operating revenues	636,643	6.8 %	595,899	2.6 %	580,967
Operating expenses:					
Employee compensation and benefits	236,167	10.6 %	213,520	5.4 %	202,577
Newsprint and ink	86,063	9.2 %	78,822	(14.3)%	91,980
Royalties	36,592	(2.0)%	37,346	0.5 %	37,161
Other	156,249	17.8 %	132,631	(2.1)%	135,489
Depreciation and amortization	38,425	9.4 %	35,116	13.3 %	31,002
Total operating expenses	553,496	11.3 %	497,435	(0.2)%	498,209
Operating income	\$ 83,147	(15.6)%	\$ 98,464	19.0 %	\$ 82,758
Other Financial and Statistical Data:					
Earnings before interest, income taxes, depreciation, and amortization ("EBITDA")	\$ 121,572	(9.0)%	\$ 133,580	17.4 %	\$ 113,760
Percent of operating revenues:					
Operating income	13.1 %		16.5 %		14.2 %
EBITDA	19.1 %		22.4 %		19.6 %
Capital expenditures	\$ 24,942	(66.2)%	\$ 73,723	(28.9)%	\$ 103,759
Advertising inches:					
Local	8,167	9.0 %	7,493	(3.7)%	7,779
Classified	11,328	21.0 %	9,362	0.6 %	9,303
National	362	7.7 %	336	(17.8)%	409
Total full run ROP	19,857	15.5 %	17,191	(1.7)%	17,491
Newsprint information:					
Consumption (in tonnes)	187,971	6.4 %	176,717	3.4 %	170,981
Weighted average price per tonne	\$ 439	2.8 %	\$ 427	(18.1)%	\$ 522



Publishing revenues in 1993 were boosted by the fourth quarter 1992 acquisition of three California daily newspapers. See Note 3A to the Consolidated Financial Statements.

Excluding the acquired newspapers, total advertising revenues increased 5.0% in 1993 and 3.0% in 1992. The strengthening demand for classified advertising that began in 1992 continued throughout 1993. Excluding the acquired newspapers, classified advertising revenues increased 11.2% and volume increased 5.7% in 1993.

Demand for local advertising remained sluggish in 1993, particularly in the Company's California markets, but began to improve in the fourth quarter of the year. Local advertising revenues increased 1.9% in the fourth quarter to finish the year up 0.3%, excluding the effects of the acquired newspapers.

Domestic licensing revenues decreased 0.8% and foreign licensing revenues decreased 5.3% in 1993, after decreasing 11% and 6.3% in 1992. In Japan, which accounts for approximately 60% of foreign licensing revenue and 37% of total licensing revenue, revenues in local currency decreased 12% in 1993 and 8.3% in 1992. The change in the exchange rate for the Japanese yen increased licensing revenues \$2,700,000 in 1993 and \$1,100,000 in 1992.

Operating expenses in 1993 were affected by the inclusion of the acquired newspapers for the full year. Excluding the acquired newspapers, employee compensation and benefits increased approximately 4% and other expenses increased approximately 10% in 1993. Other expenses increased primarily because of start-up costs associated with a new production facility and new editions at the Denver Rocky Mountain News.

Depreciation expense for 1992 and 1991 includes charges of \$5,500,000 and \$4,000,000, respectively, to reduce the book value of certain equipment to estimated net realizable value. Depreciation and amortization increased in 1993 because of the acquired newspapers and the new production facility in Denver.

Capital expenditures were unusually high in 1992 and in 1991 due to the construction of the new production facility in Denver. Capital expenditures in 1994 are expected to be approximately \$20,000,000. Depreciation and amortization is expected to increase approximately 5% in 1994.

BROADCASTING - Operating results for the broadcasting segment, excluding the Divested Operations and ASCAP Adjustment, were as follows:

( in thousands )

	1993	Change	1992	Change	1991
Operating revenues:					
Local	\$ 130,603	8.7 %	\$ 120,148	12.7 %	\$ 106,610
National	114,558	4.9 %	109,204	9.8 %	99,459
Political	1,344		8,836		665
Other	8,439	(6.6)%	9,037	(6.5)%	9,661
Total operating revenues	254,944	3.1 %	247,225	14.2 %	216,395
Operating expenses:					
Employee compensation and benefits	70,213	5.1 %	66,814	13.7 %	58,739
Program costs	53,621	(7.5)%	57,992	5.5 %	54,965
Other	41,633	2.0 %	40,815	11.0 %	36,756
Depreciation and amortization	20,406	2.0 %	19,998	22.2 %	16,367
Total operating expenses	185,873	0.1 %	185,619	11.3 %	166,827
Operating income	\$ 69,071	12.1 %	\$ 61,606	24.3 %	\$ 49,568
Other Financial and Statistical Data:					
Earnings before interest, income taxes, depreciation, and amortization ("EBITDA")	\$ 89,477	9.6 %	\$ 81,604	23.8 %	\$ 65,935
Percent of operating revenues:					
Operating income	27.1 %		24.9 %		22.9 %
EBITDA	35.1 %		33.0 %		30.5 %
Capital expenditures	\$ 9,234	32.9 %	\$ 6,948	25.7 %	\$ 5,529

Revenues increased at most of the Company's television stations in 1993 and in 1992. Revenues at the Fox affiliates have been particularly strong.

Program costs decreased in 1993 as several syndicated programs previously aired by the Company's stations were replaced with less-costly programs.

Revenues and operating expenses in 1992 were affected by the inclusion of Baltimore television station WMAR, acquired May 30, 1991, for the full year.

Capital expenditures in 1994 are expected to be approximately \$14,000,000. Depreciation and amortization is expected to increase approximately 5% in 1994.

CABLE TELEVISION - Operating results for the cable television segment, excluding the Sacramento Settlement, were as follows:

( in thousands, except per subscriber information )

	1993	Change	1992	Change	1991
Operating revenues:					
Basic services	\$ 176,390	3.8 %	\$ 170,012	11.6 %	\$ 152,316
Premium programming services	47,566	5.0 %	45,293	0.0 %	45,280
Other monthly service	14,894	12.3 %	13,259	(4.0)%	13,807
Advertising	9,071	8.1 %	8,394	18.7 %	7,071
Installation and miscellaneous	12,635	39.0 %	9,092	34.2 %	6,775
Total operating revenues	260,556	5.9 %	246,050	9.2 %	225,249
Operating expenses:					
Employee compensation and benefits	39,237	2.4 %	38,332	5.7 %	36,252
Program costs	55,548	8.4 %	51,225	11.5 %	45,938
Other	60,511	9.4 %	55,328	7.5 %	51,468
Depreciation and amortization	60,027	4.5 %	57,424	2.7 %	55,909
Total operating expenses	215,323	6.4 %	202,309	6.7 %	189,567
Operating income	\$ 45,233	3.4 %	\$ 43,741	22.6 %	\$ 35,682
Other Financial and Statistical Data:					
Earnings before interest, income taxes, depreciation, and amortization ("EBITDA")	\$ 105,260	4.0 %	\$ 101,165	10.5 %	\$ 91,591
Percent of operating revenues:					
Operating income	17.4 %		17.8 %		15.8 %
EBITDA	40.4 %		41.1 %		40.7 %
Capital expenditures	\$ 67,019	15.0 %	\$ 58,299	58.2 %	\$ 36,847
Average number of basic subscribers	684.3	4.2 %	656.7	4.1 %	630.9
Average monthly revenue per basic subscriber	\$ 31.73	1.6 %	\$ 31.22	4.9 %	\$ 29.75
Homes passed at December 31	1,149.4	1.8 %	1,128.8	3.3 %	1,093.1
Basic subscribers at December 31	701.0	4.1 %	673.1	4.3 %	645.5
Penetration at December 31	61.0 %		59.6 %		59.1 %

The legislation passed in October 1992 to re-regulate the cable television industry affected the Company's cable television operations in 1993. Basic rates were frozen April 5, 1993 and new regulated rates became effective September 1, 1993. The Federal Communications Commission recently announced revised rules that will further reduce regulated rates. Based upon the revised rules, revenues and EBITDA will decline in 1994.

Program costs as a percent of basic and premium programming service revenues increased from 23.2% in 1991 to 24.8% in 1993, primarily due to expanded and improved programming offered to basic subscribers and discounts provided to customers receiving multiple premium channels. Program costs as a percentage of basic and premium programming service revenues are expected to increase in 1994.

The Company is upgrading the distribution systems for its Knoxville, Chattanooga, and Sacramento systems. Capital expenditures on these and other projects are expected to be approximately \$60,000,000 in 1994. Depreciation and amortization is expected to increase approximately 3% in 1994.

#### LIQUIDITY AND CAPITAL RESOURCES

Cash flow from operating activities was \$227,000,000 in 1993 compared to \$205,000,000 in 1992.

Cash flow from operating activities and cash received in the sales of subsidiary companies totaled \$367,000,000 in 1993 and was used primarily for capital expenditures of \$104,000,000, acquisitions (including minority interests in subsidiary companies) and investments of \$41,700,000, debt reduction of \$194,000,000, and dividend payments of \$38,300,000. The debt to total capitalization ratio at December 31 was .22 in 1993 and .38 in 1992.

Consolidated capital expenditures are expected to total approximately \$100,000,000 in 1994, including The Home & Garden Television Network ("Home & Garden"), a 24-hour cable channel set for launch in late 1994. Scheduled maturities of long-term debt in 1994 total \$96,400,000. The Company expects to finance its capital requirements and start-up costs for Home & Garden primarily through cash flow from operations.

#### EFFECTS OF PRICE CHANGES

General inflation has not been detrimental to the Company's long-term operating results. However, year-to-year comparisons can be significantly affected by newsprint price changes. Because the supply of newsprint has exceeded demand, its price generally declined from 1988 through August 1992. The price of newsprint has moved in a narrow band since that time, but has trended higher. The price of newsprint peaked in 1988 when it was approximately 25% higher than the current price.

#### PROPOSED MERGER

On February 17, 1994 the Company announced it had offered to acquire the 13.9% of Scripps Howard Broadcasting Company ("SHB") that it does not already own. In a merger proposal made to the SHB board of directors, the Company offered to exchange three shares of Class A Common stock for each SHB share. Directors of SHB have formed a special committee to evaluate the offer. The merger is subject to the execution of a mutually agreeable definitive agreement, regulatory approvals, and a vote of SHB shareholders. If the merger is effected under the terms proposed by the Company, an additional 4,300,000 shares of Class A Common stock would be issued. There can be no assurance that the merger will be entered into or that any transaction will be consummated.

INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Stockholders,  
The E.W. Scripps Company:

We have audited the accompanying consolidated balance sheets of The E.W. Scripps Company and subsidiary companies (Company) as of December 31, 1993 and 1992, and the related consolidated statements of income, stockholders' equity, and cash flows for each of the three years in the period ended December 31, 1993. Our audits also included the financial statement schedules listed in the Index at Item 14. These financial statements and financial statement schedules are the responsibility of the Company's management. Our responsibility is to express an opinion on the financial statements and financial statement schedules based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such consolidated financial statements present fairly, in all material respects, the financial position of the Company at December 31, 1993 and 1992, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 1993 in conformity with generally accepted accounting principles. Also, in our opinion, such financial statement schedules, when considered in relation to the basic consolidated financial statements taken as a whole, present fairly in all material respects the information set forth therein.

As discussed in Note 2 to the consolidated financial statements, as of December 31, 1993 the Company changed its method of accounting for certain investments to conform with Statement of Financial Accounting Standards No. 115.

As discussed in Note 2 to the consolidated financial statements, in 1992 the Company changed its method of accounting for postretirement benefits other than pensions to conform with Statement of Financial Accounting Standards No. 106.

DELOITTE & TOUCHE  
Cincinnati, Ohio  
January 26, 1994

CONSOLIDATED BALANCE SHEETS  
 ( in thousands )

	As of December 31,	
	1993	1992
<b>ASSETS</b>		
Current Assets:		
Cash and cash equivalents	\$ 18,606	\$ 18,976
Accounts and notes receivable (less allowances - 1993, \$6,995; 1992, \$12,325)	150,671	154,609
Program rights	42,388	46,436
Inventories	23,748	34,475
Deferred income taxes	18,097	10,638
Miscellaneous	19,485	22,798
Total current assets	272,995	287,932
Investments	73,287	28,223
Property, Plant, and Equipment	712,726	719,097
Goodwill and Other Intangible Assets	552,989	602,567
Other Assets:		
Program rights (less current portion)	43,257	45,996
Miscellaneous	21,228	16,940
Total other assets	64,485	62,936
<b>TOTAL ASSETS</b>	<b>\$ 1,676,482</b>	<b>\$ 1,700,755</b>
See notes to consolidated financial statements.		

CONSOLIDATED BALANCE SHEETS

( in thousands, except share data )

	As of December 31,	
	1993	1992
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Current Liabilities:		
Current portion of long-term debt	\$ 96,383	\$ 66,152
Accounts payable	79,334	98,664
Customer deposits and unearned revenue	17,480	13,223
Accrued liabilities:		
Employee compensation and benefits	31,599	29,169
Copyright and programming costs	6,986	12,738
Artist and author royalties	10,985	11,522
Interest	2,834	8,560
Income taxes	7,763	2,996
Miscellaneous	34,959	26,306
Total current liabilities	288,323	269,330
Deferred Income Taxes	175,308	110,201
Long-Term Debt (less current portion)	151,535	375,705
Other Long-Term Obligations and Minority Interests	201,681	212,415
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: 1993 - 54,586,495 shares; 1992 - 54,442,061 shares	546	544
Voting - authorized: 30,000,000 shares; issued and outstanding: 1993 and 1992 - 20,174,833 shares	202	202
Total	748	746
Additional paid-in capital	97,945	94,366
Retained earnings	733,978	638,139
Unrealized gains on securities available for sale	27,381	
Unvested restricted stock awards	(1,009)	(516)
Foreign currency translation adjustment	592	369
Total stockholders' equity	859,635	733,104
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>	<b>\$ 1,676,482</b>	<b>\$ 1,700,755</b>

See notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF INCOME

( in thousands, except per share data )

	Years ended December 31,		
	1993	1992	1991
Operating Revenues:			
Advertising	\$ 401,247	\$ 432,799	\$ 496,535
Circulation	116,413	123,375	145,730
Other publishing	143,261	183,894	184,789
Total publishing	660,921	740,068	827,054
Broadcasting	284,294	277,287	245,450
Cable television	260,556	246,050	225,249
Other			1,804
Total operating revenues	1,205,771	1,263,405	1,299,557
Operating Expenses:			
Employee compensation and benefits	375,846	417,090	427,970
Broadcast and cable television programming costs	111,286	111,645	103,262
Newsprint and ink	89,062	90,044	122,027
Settlement of Sacramento cable television litigation			12,000
Other operating expenses	318,695	348,907	346,234
Depreciation	88,745	88,330	81,311
Amortization of intangible assets	32,133	33,599	30,814
Total operating expenses	1,015,767	1,089,615	1,123,618
Operating Income	190,004	173,790	175,939
Other Credits (Charges):			
Interest expense	(27,286)	(34,247)	(38,727)
Net gains on sales of subsidiary companies	91,874	77,983	
Miscellaneous, net	911	(5,536)	189
Net other credits (charges)	65,499	38,200	(38,538)
Income Before Income Taxes, Minority Interests, and Cumulative Effect of Accounting Change	255,503	211,990	137,401
Provision for Income Taxes	108,599	94,001	63,654
Income Before Minority Interests and Cumulative Effect of Accounting Change	146,904	117,989	73,747
Minority Interests	18,218	11,670	7,117
Income Before Cumulative Effect of Accounting Change	128,686	106,319	66,630
Cumulative Effect of Accounting Change (net of deferred income tax of \$15,533)		(22,413)	
Net Income	\$ 128,686	\$ 83,906	\$ 66,630
Per Share of Common Stock:			
Income before cumulative effect of accounting change	\$1.72	\$1.43	\$.89
Cumulative effect of accounting change		(.30)	
Net income	\$1.72	\$1.13	\$.89

See notes to consolidated financial statements.



CONSOLIDATED STATEMENTS OF CASH FLOWS

( in thousands )

	1993	Years ended December 31, 1992	1991
Cash Flows From Operating Activities:			
Net income	\$ 128,686	\$ 83,906	\$ 66,630
Adjustments to reconcile net income to net cash flows from operating activities:			
Depreciation	88,745	88,330	81,311
Amortization of intangible assets	32,133	33,599	30,814
Deferred income taxes	37,308	16,873	7,832
Minority interests in income of subsidiary companies	18,218	11,670	7,117
Net gains on sales of subsidiary companies	(91,874)	(77,983)	
Cumulative effect of an accounting change		22,413	
Portion of Knoxville JOA termination costs paid in 1991			(17,225)
Changes in certain working capital accounts, net of effects from subsidiary companies purchased and sold	4,406	6,210	22,285
Miscellaneous, net	9,224	19,772	11,787
Net operating activities	226,846	204,790	210,551
Cash Flows From Investing Activities:			
Additions to property, plant, and equipment	(103,864)	(145,218)	(151,029)
Purchase of subsidiary companies, net of cash acquired	(32,024)	(12,510)	(131,053)
Investments in securities and unconsolidated affiliates	(9,686)	(6,607)	(4,092)
Sales of subsidiary companies	140,509	36,919	1,269
Miscellaneous, net	9,690	1,295	1,394
Net investing activities	4,625	(126,121)	(283,511)
Cash Flows From Financing Activities:			
Increases in long-term debt		50,500	273,970
Payments on long-term debt	(194,086)	(100,602)	(149,747)
Dividends paid	(32,847)	(29,841)	(29,814)
Dividends paid to minority interests	(5,483)	(6,160)	(5,469)
Miscellaneous, net	575	(690)	(456)
Net financing activities	(231,841)	(86,793)	88,484
Increase (Decrease) in Cash and Cash Equivalents	(370)	(8,124)	15,524
Cash and Cash Equivalents:			
Beginning of year	18,976	27,100	11,576
End of year	\$ 18,606	\$ 18,976	\$ 27,100
Supplemental Cash Flow Disclosures:			
Interest paid, excluding amounts capitalized	\$ 33,012	\$ 36,129	\$ 41,364
Income taxes paid	68,008	60,409	53,169
Increase in program rights and related liabilities	51,614	48,251	42,862
Received in the sale of The Pittsburgh Press:			
Net tangible assets of The Monterey County Herald		20,375	
Pittsburgh Post-Gazette preferred stock		14,000	

See notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY

( in thousands, except share data )

	Common Stock	Additional Paid-in Capital	Retained Earnings	Unrealized Gains on Securities Available for Sale	Unvested Restricted Stock Awards	Foreign Currency Translation Adjustment
As of December 31, 1990	\$ 745	\$ 92,148	\$ 547,258		\$ (1,398)	\$ 219
Net income			66,630			
Dividends: declared and paid - \$.40 per share			(29,814)			
Shares issued pursuant to compensation plans:						
15,550 shares of Class A Common,						
net of forfeitures of 4,000 shares	1	203			(204)	
Amortization of restricted stock awards					751	
Foreign currency translation adjustment						55
As of December 31, 1991	746	92,351	584,074		(851)	274
Net income			83,906			
Dividends: declared and paid - \$.40 per share			(29,841)			
Shares issued pursuant to compensation plans:						
86,164 shares of Class A Common,						
net of forfeitures of 3,500 shares		2,015			(373)	
Amortization of restricted stock awards					708	
Foreign currency translation adjustment						95
As of December 31, 1992	746	94,366	638,139		(516)	369
Net income			128,686			
Dividends: declared and paid - \$.44 per share			(32,847)			
Shares issued pursuant to compensation plans:						
165,775 shares of Class A Common,						
net of 4,270 shares forfeited and 17,071 shares						
repurchased by the Company	2	3,054			(817)	
Tax benefits on compensation plans		525				
Amortization of restricted stock awards					324	
Foreign currency translation adjustment						223
As of December 31, 1993	748	97,945	733,978		(1,009)	592
Adoption of FAS No. 115, net of						
deferred income tax of \$14,744				\$ 27,381		
Adjusted balances as of December 31, 1993	\$ 748	\$ 97,945	\$ 733,978	\$ 27,381	\$ (1,009)	\$ 592

See notes to consolidated financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Consolidation - The consolidated financial statements include the accounts of The E.W. Scripps Company and its majority-owned subsidiary companies ("Company").

Newspaper Joint Operating Agencies - The Company is currently a party to newspaper joint operating agencies ("JOAs") in five markets. JOAs combine all but the editorial operations of two competing newspapers in a market. In each JOA the managing party distributes a portion of JOA profits to the other party. The Company manages the JOA in Evansville. The JOAs in Albuquerque, Birmingham, Cincinnati, and El Paso are managed by the other parties to the JOAs. The Company managed the JOA in Pittsburgh prior to the sale of The Pittsburgh Press (see Note 3B).

The Company includes the full amount of Company-managed JOA assets and liabilities, and revenues earned and expenses incurred in the operation of the JOA, in the consolidated financial statements. Distributions of JOA operating profits to the non-managing party are included in other operating expenses in the Consolidated Statements of Income.

For JOAs managed by the other party, the Company includes distributions of JOA operating profits in operating revenues in the Consolidated Statements of Income. The Company does not include any assets or liabilities of JOAs managed by other parties in its Consolidated Balance Sheets as the Company has no residual interest in the net assets of the JOAs.

Goodwill and Other Intangible Assets - Goodwill and other intangible assets are stated at the lower of unamortized cost or fair value. Fair value is estimated based upon estimated future net cash flows. An impairment loss is recognized when the undiscounted estimated future net cash flows exceed the unamortized cost of the asset. Goodwill represents the cost of acquisitions in excess of tangible assets and identifiable intangible assets received. Cable television franchises are amortized generally over the remaining terms of acquired cable systems' franchise agreements and non-competition agreements over the terms of the agreements. Goodwill acquired after October 1970, customer lists, and other intangible assets are amortized over periods of up to 40 years. Goodwill acquired before November 1970 (\$6,600,000) is not amortized.

Income Taxes - Deferred income tax liabilities are provided for temporary differences between the tax basis and reported amounts of assets and liabilities that will result in taxable or deductible amounts in future years. The Company's temporary differences primarily result from accelerated depreciation and amortization for tax purposes and accrued expenses not deductible for tax purposes until paid. Also, the Company received a tax certificate from the Federal Communications Commission upon the sale of the Memphis television and radio stations, enabling the Company to defer payment of income taxes on the \$60,500,000 tax-basis gain for a minimum of two years.

Property, Plant, and Equipment - Depreciation is computed using the straight-line method over estimated useful lives. Interest costs related to major capital projects are capitalized and classified as property, plant, and equipment.

Program Rights - Program rights are recorded at the time such programs become available for broadcast. Program rights are stated at the lower of unamortized cost or fair value. Amortization is computed using the straight-line method based on the license period or based on usage, whichever yields the greater accumulated amortization for each program. The portion of the unamortized balance expected to be amortized within one year is classified as a current asset. The liability for program rights is not discounted for imputed interest. The current portion of the liability is included in accounts payable in the Consolidated Balance Sheets. Estimated fair values (which are based on current rates available to the Company for debt of the same remaining maturity) and the carrying amounts of the Company's program rights liabilities were as follows:

( in thousands )

	1993	1992
Liabilities for programs available for broadcast:		
Carrying amount	\$ 64,300	\$ 68,300
Fair value	58,700	64,500

Investments - The Company adopted Financial Accounting Standard ("FAS") No. 115 - Accounting for Certain Investments in Debt and Equity Securities effective December 31, 1993 (see Note 2). Investments in such securities are classified as either held to maturity, trading, or available for sale. Securities classified as held to maturity are carried at amortized cost. Securities classified as trading and available for sale are carried at fair value. Fair value is determined by reference to quoted market prices for those or similar securities. Unrealized gains or losses on securities classified as trading are recognized in income and unrealized gains or losses on securities available for sale are recognized as a separate component of stockholders' equity. The cost of securities sold is determined by specific identification.

Investments in 20%- to 50%-owned companies and joint ventures are accounted for under the equity method.

Inventories - Inventories are stated at the lower of cost or market. The cost of newsprint included in inventory is computed using the last in, first out ("LIFO") method. At December 31 newsprint inventories were approximately 25% of total inventories in 1993 and in 1992. The cost of other inventories is computed using the first in, first out ("FIFO") method. Inventories would have been \$200,000 higher at December 31, 1993 and 1992 if FIFO (which approximates current cost) had been used to compute the cost of newsprint.

Postemployment Benefits - The Company adopted FAS No. 112 - Employers' Accounting for Postemployment Benefits in 1993 (see Note 2). Postretirement benefits are recognized during the years that employees render service. Other postemployment benefits, such as disability-related benefits and severance, are recognized when the benefits become payable.

Self Insurance - The Company is primarily self-insured for employee health, workers' compensation, and general liability insurance. Self-insurance liabilities are estimated based upon claims filed and estimated claims incurred but not reported. The self-insurance liabilities are not discounted. Amounts estimated to be paid within one year are included in accrued liabilities in the Consolidated Balance Sheets.

Cash and Cash Equivalents - Cash and cash equivalents represent cash on hand, bank deposits, and highly liquid debt instruments with an original maturity of up to three months. Cash equivalents are stated at cost plus accrued interest, which approximates fair value.

Net Income Per Share - Net income per share computations are based upon the weighted average common shares outstanding. Common stock equivalents in the form of stock options are excluded from the computations as they have no material effect on the per share amounts. Weighted average shares outstanding were as follows:

( in thousands )

	1993	1992	1991
Weighted average shares outstanding	74,650	74,602	74,537

Reclassifications - For comparison purposes certain 1992 and 1991 items have been reclassified to conform with 1993 classifications.

## 2. ACCOUNTING CHANGES

The Company adopted FAS No. 115 - Accounting for Certain Investments in Debt and Equity Securities on December 31, 1993. As a result of the change, total assets increased \$42,125,000 and stockholders' equity increased \$27,381,000. Adoption of the new standard had no effect on retained earnings. The Company also adopted FAS No. 112 - Employers' Accounting for Postemployment Benefits in 1993. The change had no effect on the Company's financial statements.

In 1992 the Company adopted FAS No. 106 - Employers' Accounting for Postretirement Benefits Other Than Pensions. As a result of the change, operating income decreased \$2,100,000 and income before the cumulative effect decreased \$1,400,000, \$.02 per share. The Pittsburgh Press accounted for \$1,800,000 of the decrease in operating income and \$1,200,000, \$.02 per share, of the decrease in income before the cumulative effect (see Note 3B).

### 3. ACQUISITIONS AND DIVESTITURES

#### A. Acquisitions

1993 - The Company purchased 589,000 shares of Scripps Howard Broadcasting Company common stock for \$28,900,000, increasing the Company's ownership percentage from 80.4% to 86.1%. The Company also acquired the remaining 2.7% minority interest in the Knoxville News-Sentinel for \$2,800,000 and purchased a cable television system.

1992 - The Company purchased three daily newspapers in California (including The Herald in connection with the sale of The Pittsburgh Press - see Note 3B) and several cable television systems.

1991 - The Company purchased Baltimore television station WMAR for \$125,000,000 in cash and assumed liabilities totaling \$29,000,000. The Company also purchased several cable television systems.

The following table presents additional information about the acquisitions:

( in thousands )

	1993	1992	1991
Goodwill and other intangible assets acquired	\$ 19,647	\$ 8,001	\$ 101,873
Other assets acquired	90	9,167	57,828
Reduction in minority interests	12,287		
Previous interest in acquired newspaper		(3,936)	
Liabilities assumed and notes issued		(722)	(28,648)
Cash paid	32,024	12,510	131,053
Net assets of The Herald:			
Tangible assets		21,602	
Liabilities assumed		(1,227)	
Total acquisitions	\$ 32,024	\$ 32,885	\$ 131,053

The acquisitions have been accounted for as purchases, and accordingly the purchase prices were allocated to assets and liabilities based on the estimated fair value as of the dates of acquisition.

The acquired operations have been included in the consolidated statements of income from the dates of acquisition. The following table summarizes, on an unaudited, pro forma basis, the estimated combined results of the Company and WMAR for 1991, assuming the acquisition was completed at the beginning of the year. These results include certain adjustments, primarily increased interest expense and depreciation and amortization, and are not necessarily indicative of what the results would have been had the Company owned WMAR during 1991:

( in thousands, except per share data )

	1991
Operating revenues	\$ 1,313,200
Operating income	173,500
Net income	63,800
Net income per share	\$ .86

Pro forma results are not presented for the California newspaper, cable television, and minority interest acquisitions because the combined results of operations would not be significantly different from the reported amounts.

B. Divestitures

The Company divested the following operations:

1993 - Book publishing; newspapers in Tulare, California, and San Juan; Memphis television station; radio stations.

1992 - The Pittsburgh Press; TV Data; certain other investments.

1991 - George R. Hall Company.

The following table presents additional information about the divestitures:

( in thousands, except per share data )

	1993	1992	1991
Cash received	\$ 140,509	\$ 36,919	\$ 1,269
Notes and preferred stock		14,150	826
Net assets of The Herald:			
Tangible assets		21,602	
Liabilities assumed		(1,227)	
Total proceeds	140,509	71,444	2,095
Net assets (liabilities) disposed	48,635	(6,539)	2,095
Net gains recognized (before minority interests and income taxes)	\$ 91,874	\$ 77,983	
Net gains recognized (after minority interests and income taxes)	\$ 46,800	\$ 45,600	
Net gains recognized per share (after minority interests and income taxes)	\$ .63	\$ .61	\$ .00

Included in net assets (liabilities) disposed in 1992 are pension and other postretirement benefit obligations totaling \$36,500,000.

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

( in thousands )

	1993	1992	1991
Operating revenues	\$ 53,600	\$ 174,200	\$ 276,900
Operating income (loss)	7,600	(15,100)	32,800

#### 4. UNUSUAL CREDITS AND CHARGES

The Company's operating results include net after-tax gains on the sales of subsidiary companies of \$46,800,000, \$.63 per share, in 1993 and \$45,600,000, \$.61 per share, in 1992 (see Note 3B).

1993 - Management changed the estimate of the additional amount of copyright fees the Company would owe when a dispute between the television industry and the American Society of Composers, Authors and Publishers ("ASCAP") was resolved. The adjustment increased operating income \$4,300,000 and net income \$2,300,000, \$.03 per share. The U.S. television industry challenged the copyright fees required to be paid to ASCAP under a formula established in 1950. The dispute concerned payments for the past ten years. The U.S. District Court of the Southern District of New York ruled on February 26, 1993, and the change in estimate was based on that ruling.

The Company's agreement to guarantee up to \$53,000,000 of the Ogden, Utah, Standard Examiner's debt expired with a change in ownership of the Standard Examiner. The Company received a \$2,500,000 fee in connection with the transaction. The fee increased net income \$1,600,000, \$.02 per share.

The Company realized a gain of \$1,100,000 on the sale of certain publishing equipment. The gain increased net income \$700,000, \$.01 per share.

In August 1993 the federal income tax rate was increased to 35%, retroactive to January 1, 1993, and management changed its estimate of the tax basis and lives of certain assets. The net effect was to increase net income \$1,700,000, \$.02 per share (see Note 5).

The Company recorded a \$6,300,000 charge to restructure operations at the Denver Rocky Mountain News and United Media. The charge included severance payments and a write-down of certain assets to estimated realizable value. The charge reduced net income \$3,600,000, \$.05 per share.

1992 - The Pittsburgh Press was not published after May 17 due to a strike. Reported 1992 results include operating losses of \$32,700,000 and net losses of \$20,200,000, \$.27 per share, during the strike period.

The Company reduced the carrying value of certain property and investments to estimated realizable value. The resultant \$3,500,000 charge reduced net income \$2,300,000, \$.03 per share.

1991 - The Company agreed to settle a lawsuit filed in 1988 by Pacific West Cable Company that alleged violations of antitrust and unfair trade practice laws. The resultant charge reduced operating income by \$12,000,000 and net income by \$6,300,000, \$.08 per share.

## 5. INCOME TAXES

The Internal Revenue Service ("IRS") is currently examining the Company's consolidated income tax returns for the years 1985 through 1990. Management believes that adequate provision for income taxes has been made for all open years.

In 1991 the Company reached agreement with the IRS to settle the audits of its 1982 through 1984 federal income tax returns. The IRS required the Company's broadcast operations to change to the accrual method of accounting for income tax purposes. There was no charge to income resulting from the settlement.

In August 1993 the federal income tax rate was increased to 35%, retroactive to January 1, 1993. The change in the tax rate increased the Company's deferred tax liabilities \$3,700,000. The resultant charge to income taxes reduced net income \$3,700,000, \$.05 per share. Also in 1993, management changed its estimate of the tax basis and lives of certain assets. The resulting change in the estimated tax liabilities for prior years increased net income \$5,400,000, \$.07 per share.

The approximate effect of the temporary differences giving rise to the Company's deferred income tax liabilities (assets) are as follows:

(in thousands )

	1993	1992
Accelerated depreciation and amortization	\$ 161,830	\$ 133,666
Deferred gain on sale of Memphis television and radio stations	23,126	
Investments	12,900	(1,423)
Accrued expenses not deductible until paid	(20,625)	(15,400)
Deferred compensation and retiree benefits	(10,380)	(9,784)
Other temporary differences, net	(260)	1,020
Total	166,591	108,079
State net operating loss carryforwards	(14,774)	(13,468)
Foreign tax credits and other carryforwards	(1,371)	(874)
Valuation allowance for state deferred tax assets and foreign tax credits	6,765	5,826
Net deferred tax liability	\$ 157,211	\$ 99,563

The Company's state net operating loss carryforwards expire from 2000 through 2018.



The provision for income taxes consists of the following:

( in thousands )

	1993	1992	1991
Current:			
Federal	\$ 57,144	\$ 63,817	\$ 41,261
State and local	9,877	9,294	10,327
Foreign	3,745	4,017	4,234
Total current	70,766	77,128	55,822
Deferred:			
Federal	47,672	13,384	7,518
Other	4,380	3,489	314
Total deferred	52,052	16,873	7,832
Total income taxes	122,818	94,001	63,654
Income taxes allocated to stockholders' equity	(14,219)		
Provision for income taxes	\$ 108,599	\$ 94,001	\$ 63,654

The difference between the statutory rate for federal income tax and the effective income tax rate is summarized as follows:

	1993	1992	1991
Statutory rate	35.0 %	34.0 %	34.0 %
Effect of:			
State and local income taxes	3.6	4.0	4.1
Amortization of goodwill	1.4	4.3	5.5
Increase in tax rate to 35% on deferred tax liabilities	1.4		
Change in estimated tax basis and lives of certain assets	(1.5)		
Difference between foreign and U.S. tax rates, including foreign tax credits	0.3	0.7	0.4
Miscellaneous	2.3	1.3	2.3
Effective income tax rate	42.5 %	44.3 %	46.3 %

## 6. LONG-TERM DEBT

Long-term debt consisted of the following at December 31:

( in thousands )

	1993	1992
Variable Rate Credit Facilities	\$ 88,000	\$ 190,500
7.375% notes, due in 1998	99,264	99,117
9.0% notes, due in 1996	50,000	50,000
8.5% notes, payable through 1994	8,334	36,667
10.3% note		62,500
Other notes	2,320	3,073
Total long-term debt	247,918	441,857
Current portion of long-term debt	96,383	66,152
Long-term debt (less current portion)	\$ 151,535	\$ 375,705
Fair value of long-term debt *	\$ 260,900	\$ 451,300
Weighted average interest rate on Variable Rate Credit Facilities at balance sheet date	3.4%	4.0%

\* Fair value is estimated based on current rates available to the Company for debt of the same remaining maturity.

The Company has a Competitive Advance/Revolving Credit Agreement which, at December 31, 1993, permitted maximum borrowings up to \$165,000,000, and additional lines of credit which, at December 31, 1993, totaled \$60,000,000 (collectively "Variable Rate Credit Facilities"). Maximum borrowings under the Variable Rate Credit Facilities are changed as the Company's anticipated needs change and are not indicative of the Company's short-term borrowing capacity. The Variable Rate Credit Facilities expire at various dates through September 1994 and may be extended upon mutual agreement.

In 1993 the Company prepaid the scheduled 1994 payment on the 10.3% note.

Certain long-term debt agreements contain maintenance requirements on net worth and coverage of interest expense and restrictions on dividends and incurrence of additional indebtedness.

Interest costs capitalized were as follows:

( in thousands )

	1993	1992	1991
Capitalized interest costs	\$ 100	\$ 4,500	\$ 2,500

7. INVESTMENTS

Investments consisted of the following at December 31:

( in thousands, except share data )

	1993	1992
Securities available for sale: *		
Pittsburgh Post-Gazette preferred stock, \$25 million face value, 8% cumulative dividend	\$ 14,000	\$ 14,000
Turner Broadcasting Class B common stock (589,165 shares)	15,907	7,985
Turner Broadcasting Class C preferred stock (convertible into 1,309,092 shares of Class B common stock)	35,345	3,285
Other	4,043	579
Total securities available for sale	69,295	25,849
Investments accounted for under the equity method	3,992	2,374
Total investments	\$ 73,287	\$ 28,223
Unrealized gains on securities available for sale	\$ 42,125	\$ 29,688

\* Effective December 31, 1993 the Company adopted FAS No. 115 (see Note 2). Investments classified as available for sale are carried at market value at December 31, 1993. At December 31, 1992 such securities were carried at the lower of cost or market. There were no unrealized losses in either year.

## 8. PROPERTY, PLANT, AND EQUIPMENT AND INTANGIBLE ASSETS

Property, plant, and equipment consisted of the following at December 31:

( in thousands )

	1993	1992
Land and improvements	\$ 45,199	\$ 48,265
Buildings and improvements	184,708	189,419
Equipment	972,674	971,490
Total	1,202,581	1,209,174
Accumulated depreciation	489,855	490,077
Net property, plant, and equipment	\$ 712,726	\$ 719,097

Goodwill and other intangible assets consisted of the following at December 31:

( in thousands )

	1993	1992
Goodwill	\$ 387,868	\$ 404,742
Cable television franchise costs	167,378	167,356
Customer lists	133,427	133,397
Licenses and copyrights	28,221	28,263
Non-competition agreements	32,089	34,211
Other	31,870	38,858
Total	780,853	806,827
Accumulated amortization	227,864	204,260
Net goodwill and other intangible assets	\$ 552,989	\$ 602,567

## 9. EMPLOYEE BENEFIT PLANS

The Company sponsors defined benefit plans covering substantially all non-union employees. Benefits are generally based on the employees' compensation and years of service. Funding is based on the requirements of the plans and applicable federal laws.

The Company also sponsors defined contribution plans covering substantially all non-union employees. The Company matches a portion of employees' voluntary contributions to these plans.

Union-represented employees are covered by retirement plans jointly administered by subsidiaries of the Company and the unions or by union-administered, multi-employer plans. Funding is based upon negotiated agreements.

Retirement plans expense consisted of the following:

( in thousands )

	1993	1992	1991
Service cost	\$ 8,434	\$ 8,282	7,200
Interest cost	13,395	14,266	14,132
Actual return on plan assets	(13,420)	(13,374)	(36,727)
Net amortization and deferral	(2,662)	(4,780)	18,911
Defined benefit plans	5,747	4,394	3,516
Multi-employer plans	1,044	1,664	2,694
Defined contribution plans	3,943	4,100	3,913
Total	10,734	10,158	10,123
Curtailed losses (gains) included in gain on the sales of subsidiary companies	253	(3,632)	
Total retirement plans expense	\$ 10,987	\$ 6,526	10,123

Assumptions used in the accounting for the defined benefit plans were as follows:

	1993	1992	1991
Discount rate as of December 31	7.0%	8.0%	8.5%
Expected long-term rate of return on plan assets	8.0%	9.0%	9.5%
Rate of increase in compensation levels	3.5%	4.5%	5.0%

The funded status of the defined benefit plans at December 31 was as follows:

( in thousands )

	1993	1992
Actuarial present value of vested benefits	\$ (136,719)	\$ (132,491)
Actuarial present value of accumulated benefits	\$ (146,178)	\$ (140,642)
Actuarial present value of projected benefits	\$ (180,843)	\$ (170,539)
Plan assets at fair value	172,688	177,786
Plan assets in excess of (less than) projected benefits	(8,155)	7,247
Unrecognized net loss (gain)	11,025	1,714
Unrecognized prior service cost	9,836	9,222
Unrecognized net asset at the date FAS No. 87 was adopted, net of amortization	(12,116)	(13,503)
Net pension asset recognized in the balance sheet	\$ 590	\$ 4,680

Plan assets consist of marketable equity and fixed-income securities.

The Company has unfunded health and life insurance benefit plans that are provided to certain retired employees. The combined number of 1) active employees eligible for such benefits and 2) retired employees receiving such benefits is approximately 5% of the Company's current workforce. The actuarial present value of the projected benefit obligation at December 31 was \$6,300,000 in 1993 and \$6,100,000 in 1992. The cost of the plan was \$600,000 in 1993 and in 1992 (excluding \$3,200,000 attributable to The Pittsburgh Press in 1992).

#### 10. SEGMENT INFORMATION

The net effect of the gain on sale of equipment and the restructuring charges reduced publishing operating income \$5,200,000 in 1993 (see Note 4). The change in accounting for health and life insurance benefits provided to certain retired employees reduced publishing operating income in 1992 by \$2,100,000 (of which \$1,800,000 relates to The Pittsburgh Press) (see Note 2).

Broadcasting operating income in 1993 was increased by \$4,300,000 as a result of the change in estimate of the additional amount of copyright fees owed ASCAP (see Note 4).

Cable television operating income was reduced in 1991 by the \$12,000,000 charge related to settlement of the Sacramento cable television litigation (see Note 4).

Other segment amounts represent the operating results of George R. Hall Company, which was sold by the Company in March 1991 (see Note 3B).

Financial information relating to the Company's business segments is as follows:

( in thousands )

	1993	1992	1991
<b>OPERATING REVENUES</b>			
Publishing	\$ 660,921	\$ 740,068	\$ 827,054
Broadcasting	284,294	277,287	245,450
Cable television	260,556	246,050	225,249
Other			1,804
Total operating revenues	\$ 1,205,771	\$ 1,263,405	\$ 1,299,557
<b>OPERATING INCOME</b>			
Publishing	\$ 76,979	\$ 75,055	\$ 107,805
Broadcasting	81,958	69,932	57,170
Cable television	45,233	43,741	23,682
Other			152
Corporate	(14,166)	(14,938)	(12,870)
Total operating income	\$ 190,004	\$ 173,790	\$ 175,939
<b>DEPRECIATION</b>			
Publishing	\$ 30,987	\$ 33,437	\$ 29,461
Broadcasting	9,470	9,174	8,237
Cable television	47,656	44,025	42,566
Other			21
Corporate	632	1,694	1,026
Total depreciation	\$ 88,745	\$ 88,330	\$ 81,311
<b>AMORTIZATION OF INTANGIBLE ASSETS</b>			
Publishing	\$ 7,550	\$ 8,058	\$ 7,990
Broadcasting	12,212	12,142	9,478
Cable television	12,371	13,399	13,343
Other			3
Total amortization of intangible assets	\$ 32,133	\$ 33,599	\$ 30,814
<b>ASSETS</b>			
Publishing	\$ 692,015	\$ 758,037	\$ 725,704
Broadcasting	465,622	492,373	520,284
Cable television	425,168	414,518	413,734
Corporate	93,677	35,827	51,713
Total assets	\$ 1,676,482	\$ 1,700,755	\$ 1,711,435
<b>CAPITAL EXPENDITURES</b>			
Publishing	\$ 25,192	\$ 76,095	\$ 107,244
Broadcasting	9,733	8,129	6,439
Cable television	67,019	58,299	36,847
Corporate	1,920	2,695	499
Total capital expenditures	\$ 103,864	\$ 145,218	\$ 151,029

Corporate assets are primarily cash, investments, and deferred income taxes.

## 11. COMMITMENTS AND CONTINGENCIES

The Company is involved in litigation arising in the ordinary course of business, none of which is expected to result in material loss.

The Company is committed to purchase approximately \$68,000,000 of program rights currently not available for broadcast, including programs not yet produced. If such programs are not produced the Company's commitment would expire without obligation.

The Company is diversified geographically and has a diverse customer base. The Company grants credit to substantially all of its customers. Management believes bad debt losses resulting from default by a single customer, or defaults by customers in any depressed region or business sector, would not have a material effect on the Company's financial position.

Minimum payments on non-cancelable leases at December 31, 1993 were as follows:

( in thousands )

1994	\$	7,500
1995		4,000
1996		2,100
1997		1,900
1998		1,900
Later years		12,800
Total	\$	30,200

Rental expense for cancelable and non-cancelable leases was as follows:

( in thousands )

	1993	1992	1991
Rental expense, net of sublease income	\$ 14,000	\$ 15,800	\$ 14,600

## 12. CAPITAL STOCK AND INCENTIVE PLANS

The capital structure of the Company includes Common Voting stock and Class A Common stock. The articles of the Company provide that the holders of Class A Common stock, who are not entitled to vote on any other matters except as required by Delaware law, are entitled to elect the greater of three or one-third of the directors of the Company.

The 1987 Long-Term Incentive Plan ("1987 Plan") provides for the awarding of stock options, stock appreciation rights, performance units, and Class A Common stock to key employees. The number of shares authorized for issuance under the 1987 Plan is 2,500,000.

Stock options may be awarded to purchase Class A Common stock at not less than 100% of the fair market value on the date the option is granted. Stock options will vest over an incentive period, conditioned upon the individual's employment through that period. The plan expires on December 9, 1997, except for options then outstanding.



Information related to stock options is as follows:

	Number of Shares	Price per Share
Outstanding at December 31, 1990	240,900	\$ 16 - 24
Granted in 1991	809,400	18 - 20
Forfeited in 1991	(23,000)	18 - 24
Outstanding at December 31, 1991	1,027,300	16 - 24
Granted in 1992	282,300	24 - 27
Exercised in 1992	(4,050)	18
Forfeited in 1992	(59,000)	20 - 27
Outstanding at December 31, 1992	1,246,550	16 - 27
Granted in 1993	667,500	24 - 34
Exercised in 1993	(133,775)	16 - 24
Forfeited in 1993	(40,775)	18 - 27
Outstanding at December 31, 1993	1,739,500	\$ 16 - 34
Exercisable at December 31, 1993	897,200	\$ 16 - 27

Awards of Class A Common stock will vest over an incentive period, conditioned upon the individual's employment throughout that period. During the vesting period shares issued are non-transferable, but the shares are entitled to all the rights of an outstanding share. Upon vesting, when the stock awards become taxable to the employees, additional awards of cash may also be made.

Information related to awards of Class A Common stock is as follows:

( in thousands, except share data )

	1993	1992	1991
Shares of Class A Common stock:			
Awarded	32,000	16,750	15,550
Forfeited	4,270	3,500	4,000
Compensation expense recognized	\$ 300	\$ 700	800

13. SUMMARIZED QUARTERLY FINANCIAL INFORMATION (Unaudited)

Summarized financial information is as follows:

( in thousands, except per share data )

1993	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter	Total
<b>Operating revenues:</b>					
Publishing	\$ 158,617	\$ 165,873	\$ 162,378	\$ 174,053	660,921
Broadcasting	61,845	77,401	67,178	77,870	284,294
Cable television	65,286	66,056	64,810	64,404	260,556
Total operating revenues	285,748	309,330	294,366	316,327	1,205,771
<b>Operating expenses:</b>					
Employee compensation and benefits	92,337	94,493	93,461	95,555	375,846
Broadcast and cable television program costs	26,136	28,983	28,892	27,275	111,286
Newsprint and ink	21,218	23,386	22,176	22,282	89,062
Other operating expenses	70,910	79,942	81,257	86,586	318,695
Depreciation and amortization	29,626	30,047	30,572	30,633	120,878
Total operating expenses	240,227	256,851	256,358	262,331	1,015,767
Operating income	45,521	52,479	38,008	53,996	190,004
Interest expense	(7,911)	(7,148)	(6,119)	(6,108)	(27,286)
Miscellaneous, net	23,961	613	(3,035)	71,246	92,785
Income taxes	(26,768)	(21,166)	(12,055)	(48,610)	(108,599)
Minority interests	(2,205)	(2,691)	(2,732)	(10,590)	(18,218)
Net income	\$ 32,598	\$ 22,087	\$ 14,067	\$ 59,934	\$ 128,686
Net income per share of common stock	\$ .44	\$ .30	\$ .19	\$ .80	\$1.72
Cash dividends per share of common stock	\$ .11	\$ .11	\$ .11	\$ .11	\$ .44

( in thousands, except per share data )

1992	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter	Total
Operating revenues:					
Publishing	\$ 195,703	\$ 191,282	\$ 166,290	\$ 186,793	\$ 740,068
Broadcasting	58,737	74,264	67,061	77,225	277,287
Cable television	59,148	60,935	61,785	64,182	246,050
Total operating revenues	313,588	326,481	295,136	328,200	1,263,405
Operating expenses:					
Employee compensation and benefits	111,618	106,636	98,191	100,645	417,090
Broadcast and cable television program costs	26,917	29,323	28,641	26,764	111,645
Newsprint and ink	26,093	22,688	19,656	21,607	90,044
Other operating expenses	81,587	84,355	87,838	95,127	348,907
Depreciation and amortization	28,567	29,494	29,433	34,435	121,929
Total operating expenses	274,782	272,496	263,759	278,578	1,089,615
Operating income	38,806	53,985	31,377	49,622	173,790
Interest expense	(8,212)	(7,534)	(9,441)	(9,060)	(34,247)
Miscellaneous, net	(190)	(1,186)	188	73,635	72,447
Income taxes	(14,054)	(19,923)	(10,227)	(49,797)	(94,001)
Minority interests	(1,653)	(3,089)	(2,813)	(4,115)	(11,670)
Income before cumulative effect	14,697	22,253	9,084	60,285	106,319
Cumulative effect	(22,413)				(22,413)
Net income (loss)	\$ (7,716)	\$ 22,253	\$ 9,084	\$ 60,285	\$ 83,906
Per share of common stock:					
Income before cumulative effect	\$ .20	\$ .30	\$ .12	\$ .81	\$1.43
Cumulative effect	(.30)				(.30)
Net income (loss)	\$ (.10)	\$ .30	\$ .12	\$ .81	\$1.13
Cash dividends per share of common stock	\$ .10	\$ .10	\$ .10	\$ .10	\$ .40

The sum of the quarterly net income per share amounts may not equal the reported annual amount because each is computed independently based upon the weighted average number of shares outstanding for that period.

THE E.W. SCRIPPS COMPANY

Index to Consolidated Financial Statement Schedules

Marketable Securities - Other Investments	S-2
Property, Plant, and Equipment	S-3
Accumulated Depreciation of Property, Plant, and Equipment	S-4
Valuation and Qualifying Accounts	S-5
Supplementary Income Statement Information	S-6

MARKETABLE SECURITIES - OTHER INVESTMENTS  
FOR THE YEAR ENDED DECEMBER 31, 1993

SCHEDULE I

(in thousands, except share data)

COLUMN A	COLUMN B	COLUMN C	COLUMN D	COLUMN E
Name of Issuer and Title of Each Issue	Number of Shares or Face Amount of Security	Cost of Each Issue	Market Value Of Each Issue At December 31, 1993	Carrying Value in Balance Sheet
Securities Available for Sale				
Turner Broadcasting Company Class C preferred stock	218,182 shares (convertible into 1,309,092 shares of Class B common stock)	\$ 3,285	\$ 35,345	\$ 35,345
Turner Broadcasting Company Class B common stock	589,165 shares	7,985	15,907	15,907
Pittsburgh Post-Gazette preferred stock	\$25 million face value, 8% cumulative dividend	14,000	14,000	14,000
Other		1,900	4,043	4,043
Total securities available for sale (1)		27,170	69,295	69,295
Investments accounted for under the equity method (2)		3,992	3,992	3,992
Total Investments		\$ 31,162	\$ 73,287	\$ 73,287

(1) Effective December 31, 1993 the Company adopted FAS No. 115. See Note 2 to the Consolidated Financial Statements. Investments classified as available for sale are carried at market value at December 31, 1993. At December 31, 1992 such securities were carried at the lower of cost or market. There were no unrealized losses in either 1993 or 1992.

(2) Market values could not be reasonably estimated for investments accounted for under the equity method. Amount reported in Column D represents carrying value.

PROPERTY, PLANT, AND EQUIPMENT  
FOR THE YEARS ENDED DECEMBER 31, 1993, 1992, AND 1991

SCHEDULE V

( in thousands )

COLUMN A	COLUMN B	COLUMN C	COLUMN D	COLUMN E	COLUMN F
CLASSIFICATION	BALANCE BEGINNING OF PERIOD	ADDITIONS AT COST	RETIRE- MENTS	OTHER ADD (1) (DEDUCT)	BALANCE END OF PERIOD
YEAR ENDED DECEMBER 31, 1993:					
Land and improvements	\$ 48,265	\$ 449	\$ 1,848	\$ (1,667)	45,199
Buildings and improvements	189,419	6,327	3,399	(7,639)	184,708
Equipment	971,490	97,088	78,149	(17,755)	972,674
TOTAL	\$ 1,209,174	\$ 103,864	\$ 83,396	\$ (27,061)	1,202,581
YEAR ENDED DECEMBER 31, 1992:					
Land and improvements	\$ 43,898	\$ 2,812	\$ 49	\$ 1,604	48,265
Buildings and improvements	188,867	9,553	283	(8,718)	189,419
Equipment	885,993	132,853	15,492	(31,864)	971,490
TOTAL	\$ 1,118,758	\$ 145,218	\$ 15,824	\$ (38,978)	1,209,174
YEAR ENDED DECEMBER 31, 1991:					
Land and improvements	\$ 41,238	\$ 739	\$ 140	\$ 2,061	43,898
Buildings and improvements	158,420	25,020	254	5,681	188,867
Equipment	772,632	125,270	24,248	12,339	885,993
TOTAL	\$ 972,290	\$ 151,029	\$ 24,642	\$ 20,081	1,118,758

1) Other changes include the following acquisitions and divestitures:

- 1993: Purchase of cable television system. Divestiture of the Company's San Juan and Tulare, California, newspapers, its book publishing operations, its Memphis television station, and its radio stations.
- 1992: Purchase of daily newspapers in California and several cable television systems. Divestiture of the Company's Pittsburgh newspaper and its television listings operations.
- 1991: Purchase of Baltimore television station and several cable television systems. Divestiture of George R. Hall Company.

ACCUMULATED DEPRECIATION OF PROPERTY, PLANT & EQUIPMENT  
FOR THE YEARS ENDED DECEMBER 31, 1993, 1992, AND 1991

SCHEDULE VI

(in thousands)

COLUMN A	COLUMN B	COLUMN C	COLUMN D	COLUMN E	COLUMN F
CLASSIFICATION	BALANCE BEGINNING OF PERIOD	ADDITIONS CHARGED TO COSTS AND EXPENSES	RETIRE- MENTS	OTHER ADD (1) (DEDUCT)	BALANCE END OF PERIOD
YEAR ENDED DECEMBER 31, 1993:					
Land and improvements	\$ 1,842	\$ 277	\$ 20	\$ (207)	1,892
Buildings and improvements	51,287	6,486	2,789	(3,921)	51,063
Equipment	436,948	81,982	69,101	(12,929)	436,900
TOTAL	\$ 490,077	\$ 88,745	\$ 71,910	\$ (17,057)	489,855
YEAR ENDED DECEMBER 31, 1992:					
Land and improvements	\$ 1,654	\$ 240	\$	\$ (52)	1,842
Buildings and improvements	55,999	6,542	177	(11,077)	51,287
Equipment	406,577	81,548	14,771	(36,406)	436,948
TOTAL	\$ 464,230	\$ 88,330	\$ 14,948	\$ (47,535)	490,077
YEAR ENDED DECEMBER 31, 1991:					
Land and improvements	\$ 1,468	\$ 253	67	\$	1,654
Buildings and improvements	50,422	5,593	16		55,999
Equipment	355,098	75,465	23,468	(518)	406,577
TOTAL	\$ 406,988	\$ 81,311	\$ 23,551	\$ (518)	464,230

Depreciation is computed using the straight-line method over the following useful lives:

Land improvements and building improvements	5 to 20 years
Buildings	20 to 35 years
Equipment	3 to 20 years

1) Other changes include the following divestitures:

1993: Divestiture of the Company's San Juan and Tulare, California, newspapers, its book publishing operations, its Memphis television station, and its radio stations.

1992: Divestiture of the Company's Pittsburgh newspaper and its television listings operations.

1991: Divestiture of George R. Hall Company.

VALUATION AND QUALIFYING ACCOUNTS  
FOR THE YEARS ENDED DECEMBER 31, 1993, 1992, AND 1991

SCHEDULE VIII

( in thousands )

COLUMN A	COLUMN B	COLUMN C	COLUMN D	COLUMN E	COLUMN F
CLASSIFICATION	BALANCE BEGINNING OF PERIOD	ADDITIONS CHARGED TO COSTS AND EXPENSES	DEDUCTIONS AMOUNTS CHARGED OFF-NET	INCREASE (DECREASE) RECORDED ACQUISITIONS (DIVESTITURES)	BALANCE END OF PERIOD
YEAR ENDED DECEMBER 31, 1993:					
Allowance for doubtful accounts receivable	\$ 6,177	\$ 9,080	\$ 8,414	\$ (527)	6,316
Allowance for sales returns	6,148	1,262	876	(5,855)	679
Total receivable allowances	\$ 12,325	\$ 10,342	\$ 9,290	\$ (6,382)	6,995
YEAR ENDED DECEMBER 31, 1992:					
Allowance for doubtful accounts receivable	\$ 5,990	\$ 10,637	\$ 10,783	\$ 333	6,177
Allowance for sales returns	4,631	5,833	4,316		6,148
Total receivable allowances	\$ 10,621	\$ 16,470	\$ 15,099	\$ 333	12,325
YEAR ENDED DECEMBER 31, 1991:					
Allowance for doubtful accounts receivable	\$ 5,288	\$ 10,792	\$ 10,577	\$ 487	5,990
Allowance for sales returns	3,524	6,026	4,919		4,631
Total receivable allowances	\$ 8,812	\$ 16,818	\$ 15,496	\$ 487	10,621



SUPPLEMENTARY INCOME STATEMENT INFORMATION  
 FOR YEARS ENDED DECEMBER 31, 1993, 1992, AND 1991

SCHEDULE X

( in thousands )

COLUMN A	COLUMN B CHARGED TO COSTS AND EXPENSES		
ITEM	1993	1992	1991
Maintenance and repairs	\$ 16,333	\$ 16,440	\$ 15,370
Amortization of intangible assets	32,133	33,599	30,814
Taxes, other than income and payroll	15,067	11,723	10,065
Advertising costs	24,011	22,111	20,928
Royalty expense	35,771	46,140	44,716

Royalty expense in 1993 was reduced by the change in estimate of the additional amount of copyright fees the Company would owe when a dispute between the television industry and the American Society of Composers, Authors and Publishers was resolved. See Note 4 to the Consolidated Financial Statements.



THE E.W. SCRIPPS COMPANY

Index to Exhibits

Exhibit Number	Description of Item	Page	Exhibit No. Incorporated
3.01	Certificate of Incorporation of the Company	(1)	3.01
3.02	By-laws of the Company	(1)	3.02
4.01	Class A Common Stock Certificate	(5)	4
4.02	Form of Indenture	(2)	4.1
4.03	Form of Debt Securities	(2)	4.2
4.04	Form of Guarantee	(2)	4.3
10.01	Amended and Restated Joint Operating Agreement, dated January 1, 1979, among Journal Publishing Company, New Mexico State Tribune Company, and Albuquerque Publishing Company, as amended	(1)	10.01
10.02	Amended and Restated Joint Operating Agreement, dated February 29, 1988, among Birmingham News Company and Birmingham Post Company	(1)	10.02
10.03	Joint Operating Agreement, dated September 23, 1977, between the Cincinnati Enquirer, Inc., and the Company, as amended	(1)	10.03
10.04	Joint Operating Agreement, dated May 24, 1989, between the El Paso Times, Inc. and the Company, as amended	(11)	10.04
10.05	Amended and Restated Joint Operating Agreement, dated October 23, 1986, among Evansville Press Company, Inc., Hartmann Publications, Inc., and Evansville Printing Corporation	(1)	10.05
10.06	Building Lease, dated April 25, 1984, among Albuquerque Publishing Company, Number Seven, and Jefferson Building Partnership	(1)	10.08A
10.06A	Ground Lease, dated April 25, 1984, among Albuquerque Publishing Company, New Mexico State Tribune Company, Number Seven, and Jefferson Building Partnership	(1)	10.08B
10.07	Agreement, dated August 17, 1989, between United Feature Syndicate, Inc. and Charles M. Schulz and the Trustees of the Schulz Family Renewal Copyright Trust, as amended	(1)	10.11
10.08	Agreement, dated March 15, 1984, between United Feature Syndicate, Inc., and Meow, Incorporated, as amended	(1)	10.12
10.20	Competitive Advance and Revolving Credit Facility Agreement, dated September 30, 1988, among the Company, Scripps Howard, Inc., and Chemical Bank, et.al.	(3)	10.15
10.20A	Consent and Agreement, dated September 22, 1989, among Scripps Howard, Inc. and each of the banks party to the Competitive Advance and Revolving Credit Facility Agreement, dated September 30, 1988	(7)	10.29D
10.20B	First Amendment, dated June 30, 1990, to the Competitive Advance and Revolving Credit Facility Agreement, dated September 30, 1988	(7)	10.29B
10.20C	Consent and Second Amendment, dated September 23, 1990, among Scripps Howard, Inc. and each of the banks party to the Competitive Advance and Revolving Credit Facility Agreement, dated September 30, 1988	(7)	10.29A
10.20D	Consent and Second Amendment, dated September 22, 1991, among Scripps Howard, Inc. and each of the banks party to the Competitive Advance and Revolving Credit Facility Agreement dated September 30, 1988	(7)	10.29C
10.20E	Third Amendment Agreement dated December 6, 1991, amending the Competitive Advance and Revolving Credit Facility Agreement dated September 30, 1988	(2)	10.03
10.20F	Unconditional Guarantee dated December 6, 1991 by The E. W. Scripps Company of the indebtedness of Scripps Howard, Inc., under the Competitive Advance and Revolving Credit Agreement dated September 30, 1988	(2)	10.20
10.21	Master Note Agreement dated June 15, 1990	(7)	10.34
10.22	Short-Term/Medium-Term Note Facility	(7)	10.33
10.22A	First Amendment Agreement, dated December 9, 1991, amending Credit Agreement, dated September 21, 1990, between Scripps Howard, Inc., the Lenders named therein, and the Travelers Insurance Company, as agent for the Lenders	(2)	10.09
10.22B	Guaranty, dated December 9, 1991, by The E. W. Scripps Company of the indebtedness of Scripps Howard, Inc. under the Credit Agreement, dated September 21, 1990, between Scripps Howard, Inc., the Lenders named therein, and the Travelers Insurance Company, as agent for the Lenders	(2)	10.32
10.23	9.0% Senior Notes due February 15, 1996 (Various agreements totaling \$50,000,000)	(7)	10.32
10.24	Loan Agreement, dated August 15, 1988, between Scripps Howard, Inc. and Metropolitan Life Insurance Company	(3)	10.16
10.24A	First Amendment Agreement dated December 1991, amending Loan Agreement dated August 15, 1988, between Scripps Howard, Inc. and Metropolitan Life Insurance Company	(2)	10.07
10.24B	Guarantee dated December 1991, by the E. W. Scripps Company of the indebtedness of Scripps Howard, Inc., under the Loan Agreement, dated August 15, 1988, between Scripps Howard, Inc. and Metropolitan Life Insurance Company	(2)	10.31
10.25	Scripps Howard, Inc. Guaranteed Medium Term Notes, The E. W. Scripps Company Guarantor Agency Agreement	(10)	1
10.25A	Scripps Howard, Inc. Medium Term Note, Series A, Fixed Rate	(10)	4.1
10.25B	Scripps Howard, Inc. Medium Term Note, Series A, Floating Rate	(10)	4.2
10.40	Second Amended and Restated Partnership Agreement for Sacramento Cable Television, dated January 17, 1985, between Scripps Howard Cable Company and Sacramento and River City Cablevision, Inc.	(1)	10.29
10.41	Asset Purchase Agreement, dated May 30, 1991 between Scripps Howard Broadcasting Company and Gillett Holdings, Inc. et.al.	(6)	(C)
10.42	Asset Exchange Agreement dated December 17, 1992 between Blade Communications, Inc., Monterey Peninsula Herald Company, Scripps Howard, Inc., and Pittsburgh Press Company	(9)	(C)
10.43A	Asset Purchase Agreement Among Scripps Howard Broadcasting Company, Ellis Communications, Inc., and Elcom of Memphis, Inc.	(12)	(C)
10.43B	Asset Purchase Agreement Between Scripps Howard Broadcasting Company and Capitol Broadcasting Company, Incorporated	(12)	(C)
10.43C	Asset Purchase Agreement Among Scripps Howard Broadcasting Company, Baycom Oregon L.P., and Baycom Partners, L.P.	(12)	(C)
10.50	Media Pension Plan (As Amended and Restated Effective January 1, 1994), as amended	(4)	19.01

10.51	Media Savings and Thrift Plan (As Amended and Restated Effective January 1, 1995), as amended	(4)	19.02
10.52	Description of Annual and Medium Term Bonus Plan	(1)	10.34
10.52A	Description of Deferred Compensation Plan	(1)	10.35A
10.52B	Form of Election Agreement for Annual Bonus Plan Deferral	(1)	10.35B
10.52C	Form of Election Agreement for Medium Term Bonus Plan Deferral	(1)	10.35C
10.53	1987 Long-Term Incentive Plan	(1)	10.36
10.53A	Form of Nonqualified Stock Option Agreement	(1)	10.36A
10.53B	Form of Restricted Share Award Agreement	(1)	10.36B
10.54	Agreement, dated December 24, 1959, between the Company and Charles E. Scripps, as amended	(1)	10.39A
10.54A	Assignment, Assumption, and Release Agreement, dated December 31, 1987, between the Company, Scripps Howard, Inc., and Charles E. Scripps	(1)	10.39B
10.54B	Amendment, dated June 21, 1988 to December 24, 1959 Agreement between the Company and Charles E. Scripps	(1)	10.39C

10.55	Board Representation Agreement, dated March 14, 1986, between The Edward W. Scripps Trust and John P. Scripps	(1)	10.44
10.56	Shareholder Agreement, dated March 14, 1986, between the Company and the Shareholders of John P. Scripps Newspapers	(1)	10.45
10.57	Scripps Family Trust Agreement dated October 15, 1992	(8)	1
12	Computation of Ratio of Earnings to Fixed Charges	E-4	
22	Subsidiaries of the Company	E-5	
24	Consent of Deloitte & Touche	E-6	

- (1) Incorporated by reference to Registration Statement on Form S-1 (File No. 33-21714).
- (2) Incorporated by reference to Registration Statement on Form S-3 (File No. 33-43989).
- (3) Incorporated by reference to The E.W. Scripps Company Annual Report on Form 10-K for the year ended December 31, 1988.
- (4) Incorporated by reference to Scripps Howard Broadcasting Company Annual Report on Form 10-K for the year ended December 31, 1985.
- (5) Incorporated by reference to The E.W. Scripps Company Annual Report on Form 10-K for the year ended December 31, 1990.
- (6) Incorporated by reference to Scripps Howard Broadcasting Company Current Report on Form 8-K dated May 30, 1991.
- (7) Incorporated by reference to Form 8 Amendment No. 1 to The E.W. Scripps Company Annual Report on Form 10-K for the year ended December 31, 1990.
- (8) Incorporated by reference to The E.W. Scripps Company Current Report on Form 8-K dated October 15, 1992.
- (9) Incorporated by reference to The E.W. Scripps Company Current Report on Form 8-K dated December 31, 1992.
- (10) Incorporated by reference to The E.W. Scripps Company Current Report on Form 8-K dated May 15, 1992.
- (11) Incorporated by reference to The E.W. Scripps Company Annual Report on Form 10-K for the year ended December 31, 1991.
- (12) Incorporated by reference to Scripps Howard Broadcasting Company Current Report on Form 8-K dated August 3, 1993.

## COMPUTATION OF RATIO OF EARNINGS TO FIXED CHARGES

EXHIBIT 12

( in thousands )

	1993	Years ended December 31, 1992	1991
EARNINGS AS DEFINED:			
Earnings from operations before income taxes after eliminating undistributed earnings of 20%- to 50%-owned affiliates	\$ 255,406	\$ 210,349	\$ 136,717
Fixed charges excluding capitalized interest and preferred stock dividends of majority-owned subsidiary companies	32,598	39,957	44,030
Earnings as defined	\$ 288,004	\$ 250,306	\$ 180,747
FIXED CHARGES AS DEFINED:			
Interest expense, including amortization of debt issue costs	\$ 27,286	\$ 34,247	\$ 38,727
Interest capitalized	66	4,458	2,528
Portion of rental expense representative of the interest factor	4,650	5,272	4,869
Preferred stock dividends of majority-owned subsidiary companies	82	119	89
Share of interest expense related to guaranteed debt 50%-owned affiliated company	662	438	434
Fixed charges as defined	\$ 32,746	\$ 44,534	\$ 46,647
RATIO OF EARNINGS TO FIXED CHARGES	8.80	5.62	3.87

Name of Subsidiary	Jurisdiction of Incorporated
Birmingham Post Company (Birmingham Post Herald)	Alabama
Channel 7 of Detroit, Inc., 86.1%-owned (through Scripps Howard Broadcasting Company) (WXYZ)	Michigan
Collier County Publishing Company (The Naples Daily News)	Florida
Denver Publishing Company (Rocky Mountain News)	Colorado
Evansville Courier Company, Inc., 88.4%-owned	Indiana
EWS and LR Cable (Atlanta area, Rome, Ga., Elizabethtown, Ky., Chattanooga and Knoxville, Tn., and Bluefield, Wv. cable television)	Colorado
Herald Post Publishing Company, 92.0%-owned (El Paso Herald Post)	Texas
John P. Scripps Newspapers, Inc. (Bremerton Sun, Redding Record Searchlight, San Luis Obispo Telegram-Tribune, Ventura County Newspapers, Watsonville Register-Pajaronian)	California
Knoxville News-Sentinel Company	Tennessee
Memphis Publishing Company (The Commercial Appeal)	Delaware
New Mexico State Tribune Company (The Albuquerque Tribune)	New Mexico
Monterey County Herald Company	Pennsylvania
Scripps Howard Broadcasting Company, 86.1%-owned (WMAR, Baltimore; WCPO, Cincinnati; WEWS, Cleveland; KSHB, Kansas City; KNXV, Phoenix; KJRH, Tulsa; WPTV, West Palm Beach, Home & Garden Television Network)	Ohio
Scripps Howard Cable Company, 86.1%-owned (through Scripps Howard Broadcasting Company) (Lake County, Florida and Longmont, Colorado cable television)	Colorado
Scripps Howard Cable Company of Sacramento, 86.1%-owned (through Scripps Howard Broadcasting Company) (Sacramento cable television)	Delaware
Scripps Howard, Inc. (The Cincinnati Post, The Kentucky Post)	Ohio
Scripps Howard Productions, Inc.	California
Stuart News Company (Stuart News, Jupiter Courier Journal)	Florida
Tampa Bay Television, 86.1%-owned (through Scripps Howard Broadcasting Company) (WFTS)	Delaware
United Feature Syndicate, Inc. (United Media, Newspaper Enterprise Association)	New York

INDEPENDENT AUDITORS' CONSENT

We consent to the incorporation by reference in Registration Statements Nos. 33-32740, 33-35525, and 33-50771 of The E.W. Scripps Company and subsidiary companies on Form S-8 and No. 33-43989 of The E.W. Scripps Company and subsidiary companies on Form S-3 of our report dated January 26, 1994 (which expresses an unqualified opinion and includes explanatory paragraphs relating to the changes in accounting for certain investments and for postretirement benefits other than pensions), appearing in this Annual Report on Form 10-K of The E.W. Scripps Company and subsidiary companies for the year ended December 31, 1993.

DELOITTE & TOUCHE  
Cincinnati, Ohio  
March 28, 1994