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**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM S-8**

**REGISTRATION STATEMENT  
Under  
The Securities Act of 1933**

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**THE E. W. SCRIPPS COMPANY**

(Exact name of registrant as specified in its charter)

**Ohio**  
(State or other jurisdiction of  
incorporation or organization)

**31-1223339**  
(I.R.S. Employer  
Identification No.)

**312 Walnut Street, Cincinnati, Ohio**  
(Address of Principal Executive Offices)

**45202**  
(Zip Code)

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**THE E. W. SCRIPPS COMPANY  
AMENDED AND RESTATED 1997 LONG-TERM INCENTIVE PLAN**  
(Full title of the plan)

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**M. Denise Kuprionis**  
**Vice President, Corporate Secretary, and Director of Legal Affairs**  
**The E. W. Scripps Company**  
**312 Walnut Street, Suite 2800**  
**Cincinnati, Ohio 45202**  
(Name and address of agent for service)

**(513) 977-3835**  
(Telephone number, including area code, of agent for service)

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**CALCULATION OF REGISTRATION FEE**

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Title of securities to be registered	Amount to be registered (1)	Proposed maximum offering price per share (2)	Proposed maximum aggregate offering price (2)	Amount of registration fee
Class A Common Shares, \$.01 par value	6,000,000	\$51.21	\$307,260,000	\$36,165

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- (1) Pursuant to Rule 416 under the Securities Act of 1933, as amended, this Registration Statement shall also include an indeterminable number of Class A Common Shares that may become issuable pursuant to the anti-dilution provisions of the Registrant's Amended and Restated 1997 Long-Term Incentive Plan.
- (2) Estimated solely for the purposes of calculating the registration fee in accordance with Rules 457(c) and 457(h)(1) under the Securities Act of 1933, as amended, and based upon the average of the high and low sale prices of the Class A Common Shares as reported on the New York Stock Exchange on May 25, 2005.
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## REGISTRATION OF ADDITIONAL SECURITIES UNDER LONG-TERM INCENTIVE PLAN

This Registration Statement on Form S-8 is being filed solely to register, pursuant to the Securities Act of 1933, as amended, 6,000,000 additional Class A Common Shares of The E. W. Scripps Company (the "Company") issuable pursuant to the Company's Amended and Restated 1997 Long-Term Incentive Plan (the "Plan").

The Company has previously filed a registration statement on Form S-8 (File No. 333-89824) (the "Prior Form S-8") covering 18,317,400 of its Class A Common Shares (as adjusted for a subsequent two for one stock split) authorized for issuance under the Plan. The Prior Form S-8 is incorporated herein by reference in this Registration Statement and made a part hereof.

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**PART II**

**INFORMATION REQUIRED IN THE REGISTRATION STATEMENT**

**Item 8 EXHIBITS**

<u>Exhibit Number</u>	<u>Exhibit Description</u>
*4	The E. W. Scripps Company Amended and Restated 1997 Long-Term Incentive Plan (filed as an exhibit to our Proxy Statement filed with the Securities and Exchange Commission on March 21, 2005, and incorporated herein by reference).
5	Opinion of Baker & Hostetler LLP
23.1	Consent of Baker & Hostetler LLP (included in Exhibit 5)
23.2	Consent of Deloitte & Touche LLP
24	Power of Attorney

\* Previously filed.

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Director

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Paul K. Scripps

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Director

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Ronald W. Tysoe

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Director

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Julie A. Wrigley

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Director

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David A. Galloway

\*Joseph G. NeCastro, by signing his name hereto, does sign this Registration Statement on behalf of the persons indicated above pursuant to the powers of attorney duly executed by such persons and filed as Exhibit 24 to this Registration Statement.

By: /s/ Joseph G. NeCastro  
Joseph G. NeCastro  
Attorney-in-Fact

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## EXHIBIT INDEX

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5	Opinion of Baker & Hostetler LLP
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23.2	Consent of Deloitte & Touche LLP
24	Power of Attorney
* Previously filed.	

May 26, 2005

The E. W. Scripps Company  
312 Walnut Street  
28th Floor  
Cincinnati, Ohio 45202

Ladies and Gentlemen:

We have acted as counsel to The E. W. Scripps Company, an Ohio corporation (the "Company"), in connection with the Company's Registration Statement on Form S-8 (the "Registration Statement") being filed on the date hereof by the Company with the Securities and Exchange Commission under the Securities Act of 1933, as amended, to register 6,000,000 additional Class A Common Shares, \$.01 par value, of the Company (the "Shares") for issuance under and pursuant to the Company's Amended and Restated 1997 Long-Term Incentive Plan (the "Plan").

In connection with the foregoing, we have examined the Plan and such records of the corporate proceedings of the Company and such other documents as we have deemed necessary to render this opinion.

Based on such examination, we are of the opinion that the Shares, when issued, delivered and paid for in accordance with the terms and conditions of the Plan, will be legally and validly issued, fully paid and nonassessable.

We hereby consent to the filing of this opinion as Exhibit 5 to the Registration Statement.

Very truly yours,

/s/ Baker & Hostetler LLP

Baker & Hostetler LLP



**CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

We consent to the incorporation by reference in this Registration Statement on Form S-8 of our reports dated March 11, 2005, relating to the financial statements and financial statement schedule of The E. W. Scripps Company and subsidiary companies, and management's report on the effectiveness of internal control over financial reporting dated March 11, 2005, appearing in the Annual Report on Form 10-K of The E. W. Scripps Company and subsidiary companies for the year ended December 31, 2004.

/s/ Deloitte & Touche LLP

Cincinnati, Ohio  
May 23, 2005

POWER OF ATTORNEY

We, the undersigned officers and directors of The E. W. Scripps Company, an Ohio corporation (the "Company"), hereby constitute and appoint Kenneth W. Lowe, Richard A. Boehne, Joseph G. NeCastro, E. John Wolfzorn, Anatolio B. Cruz III, M. Denise Kuprionis, William Appleton and Eric J. Geppert as our true and lawful attorneys-in-fact and agents, each of whom may act, with full power of substitution and re-substitution, for us and in our stead, in any and all capacities to execute and file a Registration Statement on Form S-8 pursuant to the Securities Act of 1933, as amended, in order to register Class A Common Shares of the Company for issuance to officers and employees of the Company under the Company's Amended and Restated 1997 Long-Term Incentive Plan, and all amendments to such Registration Statement, and to file the same, with all exhibits thereto, and other documents in connection therewith, with the Securities and Exchange Commission, granting unto each said attorney-in-fact and agent full power and authority to do and perform each and every act and thing necessary or advisable to be done in connection therewith, hereby ratifying and confirming all that said attorney-in-fact and agent or substitute or substitutes may lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, this Power of Attorney (alone or in multiple counterparts all of which together shall constitute a single document) has been signed in the capacities indicated below on April 28, 2005.

/s/ William R. Burleigh  
William R. Burleigh  
Chairman of the Board

Nicholas B. Paumgarten  
Director

/s/ Kenneth W. Lowe  
Kenneth W. Lowe  
President, Chief Executive Officer and  
Director (Principal Executive Officer)

/s/ Paul K. Scripps  
Paul K. Scripps  
Director

/s/ Joseph G. NeCastro  
Joseph G. NeCastro  
Senior Vice President and Chief  
Financial Officer (Principal Financial  
and Accounting Officer)

/s/ Edward W. Scripps, Jr.  
Edward W. Scripps, Jr.  
Director

/s/ John H. Burlingame  
John H. Burlingame  
Director

/s/ Ronald W. Tysoe  
Ronald W. Tysoe  
Director

/s/ Jarl Mohn  
Jarl Mohn  
Director

/s/ Julie A. Wrigley  
Julie A. Wrigley  
Director

/s/ Jeff Sagansky  
Jeff Sagansky  
Director

/s/ David A. Galloway  
David A. Galloway  
Director

/s/ Nackey E. Scagliotti  
Nackey E. Scagliotti  
Director