

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

(X) QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES AND EXCHANGE ACT OF 1934  
For the quarterly period ended March 31, 2000

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES AND EXCHANGE ACT OF 1934  
For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number 0-16914

THE E. W. SCRIPPS COMPANY

(Exact name of registrant as specified in its charter)

Ohio

31-1223339

(State or other jurisdiction of  
incorporation or organization)

(I.R.S. Employer  
Identification Number)

312 Walnut Street  
Cincinnati, Ohio

45202

(Address of principal executive offices)

(Zip Code)

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

Not Applicable

(Former name, former address and former fiscal year, if changed since last  
report.)

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

Yes X

No

Indicate the number of shares outstanding of each of the issuer's classes  
of common stock, as of the latest practicable date. As of April 30, 2000  
there were 59,052,521 of the Registrant's Class A Common Shares outstanding  
and 19,216,913 of the Registrant's Common Voting Shares outstanding.

INDEX TO THE E. W. SCRIPPS COMPANY

REPORT ON FORM 10-Q FOR THE QUARTER ENDED MARCH 31, 2000

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PART I

ITEM 1. FINANCIAL STATEMENTS

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

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

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

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

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

PART II

ITEM 1. LEGAL PROCEEDINGS

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

ITEM 2. CHANGES IN SECURITIES

There were no changes in the rights of security holders during the quarter for which this report is filed.

ITEM 3. DEFAULTS UPON SENIOR SECURITIES

There were no defaults upon senior securities during the quarter for which this report is filed.

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

There were no matters submitted to a vote of security holders during the quarter for which this report is filed.

ITEM 5. OTHER INFORMATION

None.

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

Exhibits

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

Reports on Form 8-K

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

SIGNATURES

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

THE E. W. SCRIPPS COMPANY

Dated: May 10, 2000

BY: D. J. Castellini  
D. J. Castellini  
Senior Vice President and  
Chief Financial Officer

THE E. W. SCRIPPS COMPANY

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CONSOLIDATED BALANCE SHEETS

( in thousands )

	March 31, 2000 (Unaudited)	As of December 31, 1999	March 31, 1999 (Unaudited)
<b>ASSETS</b>			
Current Assets:			
Cash and cash equivalents	\$ 19,670	\$ 10,456	\$ 13,574
Accounts and notes receivable (less allowances -\$10,850, \$11,266, \$9,897)	274,812	280,829	217,844
Program rights and production costs	87,699	93,001	57,755
Network distribution fees	22,220	17,899	12,900
Inventories	17,442	16,235	16,566
Deferred income taxes	27,709	27,769	24,310
Miscellaneous	27,738	31,095	31,489
Total current assets	477,290	477,284	374,438
Investments	275,530	205,864	146,625
Property, Plant and Equipment	484,509	485,596	470,420
Goodwill and Other Intangible Assets	1,222,746	1,191,718	1,199,615
Other Assets:			
Program rights and production costs (less current portion)	78,679	75,702	62,550
Network distribution fees (less current portion)	41,353	50,066	57,031
Miscellaneous	33,348	33,974	34,304
Total other assets	153,380	159,742	153,885
<b>TOTAL ASSETS</b>	<b>\$ 2,613,455</b>	<b>\$ 2,520,204</b>	<b>\$ 2,344,983</b>

See notes to consolidated financial statements.

CONSOLIDATED BALANCE SHEETS

( in thousands, except share data )

	March 31, 2000 (Unaudited)	As of December 31, 1999	March 31, 1999 (Unaudited)
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>			
Current Liabilities:			
Current portion of long-term debt	\$ 274,126	\$ 267,600	\$ 230,785
Accounts payable	91,206	116,201	96,312
Customer deposits and unearned revenue	35,964	40,583	38,084
Accrued liabilities:			
Employee compensation and benefits	40,681	46,464	39,555
Network distribution fees	40,877	41,712	38,793
Miscellaneous	87,506	64,908	67,503
Total current liabilities	570,360	577,468	511,032
Deferred Income Taxes	167,084	143,912	123,732
Long-Term Debt (less current portion)	501,842	501,847	503,813
Other Long-Term Obligations and Minority Interests (less current portion)	140,141	132,702	123,248
Stockholders' Equity:			
Preferred stock, \$.01 par - authorized: 25,000,000 shares; none outstanding			
Common stock, \$.01 par:			
Class A - authorized: 120,000,000 shares; issued and outstanding: 59,033,621; 58,925,449; and 59,102,871 shares	590	589	591
Voting - authorized: 30,000,000 shares; issued and outstanding: 19,216,913; 19,216,913; and 19,218,913 shares	192	192	192
Total	782	781	783
Additional paid-in capital	139,713	136,731	147,703
Retained earnings	996,085	973,432	891,346
Unrealized gains on securities available for sale	101,573	57,298	46,744
Foreign currency translation adjustment	946	973	320
Unvested restricted stock awards	(5,071)	(4,940)	(3,738)
Total stockholders' equity	1,234,028	1,164,275	1,083,158
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>	<b>\$ 2,613,455</b>	<b>\$ 2,520,204</b>	<b>\$ 2,344,983</b>

See notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF INCOME ( UNAUDITED )

( in thousands, except per share data )

	Three months ended March 31,	
	2000	1999
<b>Operating Revenues:</b>		
Advertising	\$ 317,699	\$ 282,977
Circulation	38,349	40,424
Licensing	16,251	15,766
Joint operating agency distributions	10,883	10,917
Affiliate fees	14,630	11,937
Other	13,047	14,239
Total operating revenues	410,859	376,260
<b>Operating Expenses:</b>		
Employee compensation and benefits	127,292	117,980
Newsprint and ink	37,192	37,303
Amortization of purchased programming	28,038	23,587
Other operating expenses	117,272	105,664
Depreciation	17,074	16,353
Amortization of intangible assets	9,734	9,636
Total operating expenses	336,602	310,523
Operating Income	74,257	65,737
<b>Other Credits (Charges):</b>		
Interest expense	(12,636)	(11,073)
Investment results, net of expenses	(9,062)	(66)
Net gains on divested operations	6,269	
Miscellaneous, net	946	1,368
Net other credits (charges)	(14,483)	(9,771)
Income Before Taxes and Minority Interests	59,774	55,966
Provision for Income Taxes	25,114	22,932
Income Before Minority Interests	34,660	33,034
Minority Interests	1,056	1,033
Net Income	\$ 33,604	\$ 32,001
<b>Net Income per Share of Common Stock:</b>		
Basic	\$.43	\$.41
Diluted	.43	.40

See notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF CASH FLOWS ( UNAUDITED )

( in thousands )

	Three months ended March 31,	
	2000	1999
Cash Flows from Operating Activities:		
Net income	\$ 33,604	\$ 32,001
Adjustments to reconcile net income to net cash flows from operating activities:		
Depreciation and amortization	26,808	25,989
Deferred income taxes	(613)	3,824
Minority interests in income of subsidiary companies	1,056	1,033
Network distribution fee amortization greater (less) than payments	3,182	(6,598)
Program cost amortization greater (less) than payments	(8,950)	(13,060)
Other changes in certain working capital accounts, net	(4,340)	13,148
Miscellaneous, net	6,570	3,760
Net operating activities	57,317	60,097
Cash Flows from Investing Activities:		
Additions to property, plant and equipment	(15,014)	(14,198)
Purchase of subsidiary company and long-term investments	(52,093)	(8,835)
Sale of subsidiary companies and long-term investments	24,660	
Change in short-term investments, net		20,525
Miscellaneous, net	(630)	4,260
Net investing activities	(43,077)	1,752
Cash Flows from Financing Activities:		
Increase in long-term debt	7,900	759
Payments on long-term debt	(1,394)	(36,827)
Repurchase Class A Common shares		(16,709)
Dividends paid	(10,951)	(10,970)
Dividends paid to minority interests	(392)	(392)
Miscellaneous, net (primarily employee stock compensation)	(189)	445
Net financing activities	(5,026)	(63,694)
Increase (Decrease) in Cash and Cash Equivalents	9,214	(1,845)
Cash and Cash Equivalents:		
Beginning of year	10,456	15,419
End of period	\$ 19,670	\$ 13,574
Supplemental Cash Flow Disclosures:		
Interest paid, excluding amounts capitalized	\$ 9,236	\$ 7,709
Income taxes paid	8,948	11,457
Destin newspaper traded for Fort Pierce newspaper (see Note 2)	3,857	

See notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME  
AND STOCKHOLDERS' EQUITY ( UNAUDITED )

( in thousands, except share data )

	Common Stock	Additional Paid-in Capital	Retained Earnings	Accumulated Other Comprehensive Income	Unvested Restricted Stock Awards	Total Stockholders' Equity
Balances at December 31, 1998	\$ 785	\$ 161,878	\$ 870,315	\$ 39,485	\$ (3,731)	\$ 1,068,732
Comprehensive income:						
Net income			32,001			32,001
Unrealized gains, net of deferred tax of \$4,253				7,898		7,898
Less: reclassification adjustment for gains in income, net of deferred tax of \$31				(58)		(58)
Increase in unrealized gains on securities				7,840		7,840
Foreign currency translation adjustments				(261)		(261)
Total			32,001	7,579		39,580
Dividends: declared and paid - \$.14 per share			(10,970)			(10,970)
Repurchase 391,100 Class A Common Shares	(4)	(16,705)				(16,709)
Compensation plans, net: 169,825 shares issued; 821 shares repurchased	2	1,199			(7)	1,194
Tax benefits of compensation plans		1,331				1,331
Balances at March 31, 1999	\$ 783	\$ 147,703	\$ 891,346	\$ 47,064	\$ (3,738)	\$ 1,083,158
Balances at December 31, 1999	\$ 781	\$ 136,731	\$ 973,432	\$ 58,271	\$ (4,940)	\$ 1,164,275
Comprehensive income:						
Net income			33,604			33,604
Unrealized gains, net of deferred tax of \$24,278				45,080		45,080
Less: reclassification adjustment for gains in income, net of deferred tax of (\$433)				(805)		(805)
Increase in unrealized gains on securities				44,275		44,275
Foreign currency translation adjustments				(27)		(27)
Total			33,604	44,248		77,852
Dividends: declared and paid - \$.14 per share			(10,951)			(10,951)
Compensation plans, net: 133,251 shares issued; 25,079 shares repurchased	1	1,982			(131)	1,852
Tax benefits of compensation plans		1,000				1,000
Balances at March 31, 2000	\$ 782	\$ 139,713	\$ 996,085	\$ 102,519	\$ (5,071)	\$ 1,234,028

See notes to consolidated financial statements.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

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

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

( in thousands )

	Three months ended March 31,	
	2000	1999
Basic weighted-average shares outstanding	77,977	78,096
Effect of dilutive securities:		
Unvested restricted stock held by employees	116	192
Stock options held by employees	731	838
Diluted weighted-average shares outstanding	78,824	79,126

Recently Issued Accounting Standards - The Financial Accounting Standards Board issued FAS No. 133 - Accounting for Derivative Instruments and Hedging Activities. The standard, which must be adopted by January 1, 2001, will not have a material effect on the Company's financial position or its results of operations. Under the new standard changes in the fair value of foreign currency forward and option contracts will be initially reported as a separate component of comprehensive income and reclassified into earnings when the related licensing revenue is earned. Newsprint forward contracts will be recorded at fair value and changes in the value of the contracts will be initially reported as a separate component of comprehensive income and reclassified into earnings when the newsprint is consumed. The Company's accounting for put options and zero-cost collars will not change under the new standard.

The Emerging Issues Task Force reached a consensus on Issue 00-2 - Accounting for Web Site Development Costs at its March 2000 meeting. The consensus requires capitalization of certain costs incurred in the development of Internet sites. The Company currently capitalizes the cost of computer hardware and software used in the operation of its Internet sites, however all other development costs are expensed as incurred. Issue 00-2, which must be adopted by September 2000, will require the Company to capitalize such development costs, including graphics and other design costs. The Company has not yet quantified the impact of this change in accounting policy.

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

## 2. ACQUISITIONS AND DIVESTITURES

### Acquisitions

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

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

The following table presents additional information about the acquisitions:

( in thousands )

	Three months ended March 31,	
	2000	1999
Goodwill and other intangible assets acquired	\$ 44,381	\$ 4,250
Other assets acquired	2,646	58
Total	47,027	4,308
Fair value of Destin newspaper	(3,857)	
Liabilities assumed	(38)	(806)
Cash paid	\$ 43,132	\$ 3,502

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

### Divestitures

2000 - The Company sold its independent telephone directories in Memphis, Tennessee, Kansas City, Missouri, and North Palm Beach, Florida, and traded its Destin, Florida, newspaper and cash for the daily newspaper in Fort Pierce, Florida. The sales and trade resulted in net gains of \$6,300,000, \$3,800,000 after-tax (\$.05 per share).

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

( in thousands )

	Three months ended March 31,	
	2000	1999
Operating revenues	\$ 5,505	\$ 5,197
Operating income	293	285

### 3. UNUSUAL CREDITS AND CHARGES

In addition to the gains on divested operations described in Note 2, the Company's 2000 net investment income includes i) recognized net investment losses totaling \$2,000,000 and ii) a \$7,100,000 increase in accrued incentive compensation for Scripps Ventures I's portfolio managers (see Note 5). Net investment results reduced net income \$5,900,000 (\$.07 per share). The combined effect of unusual credits and charges was to reduce net income \$2,100,000, (\$.02 per share).

### 4. LONG-TERM DEBT

Long-term debt consisted of the following:

( in thousands )

	March 31, 2000	As of December 31, 1999	March 31, 1999
Variable rate credit facilities, including commercial paper	\$ 573,590	\$ 565,689	\$ 530,745
\$100 million, 6.625% note, due in 2007	99,890	99,887	99,876
\$100 million, 6.375% note, due in 2002	99,949	99,944	99,930
Other notes	2,539	3,927	4,047
Total long-term debt	775,968	769,447	734,598
Current portion of long-term debt	274,126	267,600	230,785
Long-term debt (less current portion)	\$ 501,842	\$ 501,847	\$ 503,813

The Company has a Competitive Advance and Revolving Credit Facility Agreement, which permits aggregate borrowings up to \$700,000,000 (the "Variable Rate Credit Facilities"). The Variable Rate Credit Facilities are comprised of two unsecured lines, one limited to \$400,000,000 principal amount maturing in 2000, and the other limited to \$300,000,000 principal amount maturing in 2002. Borrowings under the Variable Rate Credit Facilities are available on a committed revolving credit basis at the Company's choice of three short-term rates or through an auction procedure at the time of each borrowing. The Variable Rate Credit Facilities are also used by the Company in whole or in part, in lieu of direct borrowings, as credit support for its commercial paper. The weighted-average interest rates on the Variable Rate Credit Facilities were 6.1% at March 31, 2000, 6.0% at December 31, 1999, and 5.0% at March 31, 1999.

## 5. INVESTMENTS

Investments consisted of the following:

( in thousands )

	March 31, 2000	As of December 31, 1999	March 31, 1999
Securities available for sale (at market value):			
Time Warner common stock (1,344,000 shares)	\$ 134,455	\$ 97,227	\$ 95,211
Centra Software (1,792,500 common shares)	37,532		
garden.com (2,414,000 common shares and 276,000 warrants)	21,098	22,636	
iVillage (270,000 common shares)	5,699	5,897	
Other	7,686	9,177	5,360
Total available-for-sale securities	206,470	134,937	100,571
Investments accounted for using the equity method	7,210	7,578	7,443
Other (primarily investments in private companies, at adjusted cost)	61,850	63,349	38,611
Total investments	\$ 275,530	\$ 205,864	\$ 146,625
Unrealized gains on securities available for sale	\$ 156,332	\$ 88,214	\$ 71,928

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

The Company intends to sell its iVillage investment in 2000, at the end of the mandatory lock-up period. The Company has executed a zero-cost collar on 229,000 iVillage shares, giving the company the right to sell those shares at prices between \$21.02 and \$22.65 and giving the counter party the right to purchase the shares at prices between \$24.35 and \$26.24. The closing price of iVillage common stock was \$15.50 on March 31, 2000.

Several of the Company's investments in available-for-sale securities declined in value after March 31. As of May 9, 2000, the fair value of the Company's investments in available-for-sale securities was \$151,000,000.

Securities of private companies do not trade in public markets, so they do not have readily determinable fair values. However, using prices paid by other investors in the most recent round of financing as the fair value, the total estimated value of investments in private companies was \$106,000,000 on March 31, 2000.

The Company's Scripps Ventures Funds I and II invest in new businesses focusing on new media technology and educational media enterprises. Scripps Ventures I invested \$50,000,000. The managers' compensation includes a share of the portfolio's cumulative net gain (realized and unrealized) through June 2001 if a specified minimum return is achieved. This incentive compensation will be paid in 2001. The total accrued incentive compensation was increased to \$14,100,000 at March 31, 2000, based on the portfolio's net gain of \$94,000,000. Scripps Ventures II is authorized to invest up to \$100,000,000, and \$15,600,000 was invested as of March 31, 2000. The managers have a minority equity interest in the return on Scripps Ventures II's investments if a specified minimum return is achieved.

## 6. SEGMENT INFORMATION

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

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

( in thousands )

	Three months ended March 31,	
	2000	1999
<b>OPERATING REVENUES</b>		
Newspapers	\$ 230,910	\$ 222,577
Broadcast television	76,687	75,367
Category television	73,323	48,200
Licensing and other media	29,939	30,116
Total	\$ 410,859	\$ 376,260
<b>EBITDA</b>		
Newspapers	\$ 62,593	\$ 65,408
Broadcast television	23,554	21,448
Category television	15,338	4,994
Licensing and other media	4,406	4,251
Corporate	(4,826)	(4,375)
Total	\$ 101,065	\$ 91,726
<b>DEPRECIATION</b>		
Newspapers	\$ 10,045	\$ 9,377
Broadcast television	4,684	4,695
Category television	1,857	1,815
Licensing and other media	251	226
Corporate	237	240
Total	\$ 17,074	\$ 16,353
<b>AMORTIZATION OF INTANGIBLE ASSETS</b>		
Newspapers	\$ 5,591	\$ 5,646
Broadcast television	2,352	2,366
Category television	1,727	1,574
Licensing and other media	64	50
Total	\$ 9,734	\$ 9,636
<b>OPERATING INCOME</b>		
Newspapers	\$ 46,957	\$ 50,385
Broadcast television	16,518	14,387
Category television	11,754	1,605
Licensing and other media	4,091	3,975
Corporate	(5,063)	(4,615)
Total	\$ 74,257	\$ 65,737
<b>OTHER NONCASH ITEMS</b>		
Broadcast television	\$ (344)	\$ 290
Category television	(5,424)	(19,948)
Total	\$ (5,768)	\$ (19,658)

( in thousands )

	Three months ended March 31,	
	2000	1999
ADDITIONS TO PROPERTY, PLANT AND EQUIPMENT		
Newspapers	\$ 3,414	\$ 8,700
Broadcast television	8,675	3,073
Category television	906	1,228
Licensing and other media	1,798	487
Corporate	221	710
Total	\$ 15,014	\$ 14,198
BUSINESS ACQUISITIONS AND OTHER ADDITIONS TO LONG-LIVED ASSETS		
Newspapers	\$ 32,001	\$ 1,129
Broadcast television	14,605	55
Category television	577	14,739
Licensing and other media	8,956	6,051
Total	\$ 56,139	\$ 21,974
ASSETS		
Newspapers	\$1,238,158	\$1,231,383
Broadcast television	498,845	483,494
Category television	475,426	370,465
Licensing and other media	344,974	209,408
Corporate	56,052	50,233
Total	\$2,613,455	\$2,344,983

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

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

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

FORWARD-LOOKING STATEMENTS

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

RESULTS OF OPERATIONS

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

( in thousands, except per share data )

	2000	Year-to-Date Change	1999
Operating revenues:			
Newspapers	\$ 230,024	3.7 %	\$ 221,752
Broadcast television	76,687	1.8 %	75,367
Category television	73,323	52.1 %	48,200
Licensing and other media	25,320	(1.6)%	25,744
Total	405,354	9.2 %	371,063
Divested operating units	5,505		5,197
Total operating revenues	\$ 410,859	9.2 %	\$ 376,260
Operating income:			
Newspapers	\$ 46,874	(6.8)%	\$ 50,282
Broadcast television	16,518	14.8 %	14,387
Category television	11,754		1,605
Licensing and other media	3,881	2.3 %	3,793
Corporate	(5,063)		(4,615)
Total	73,964	13.0 %	65,452
Divested operating units	293		285
Total operating income	74,257	13.0 %	65,737
Interest expense	(12,636)		(11,073)
Investment results, net of expenses	(9,062)		(66)
Net gains on divested operations	6,269		
Miscellaneous, net	946		1,368
Income taxes	(25,114)		(22,932)
Minority interest	(1,056)		(1,033)
Net income	\$ 33,604	5.0 %	\$ 32,001
Per share of common stock:			
Net income	\$ .43	7.5 %	\$ .40
Adjusted net income (excluding investment results and net gains on divested operations)	\$ .45		\$ .40

NEWSPAPERS - Operating results, excluding divested operations, were as follows:

( in thousands )

	2000	Year-to-Date Change	1999
Operating revenues:			
Local	\$ 67,539	0.6 %	\$ 67,106
Classified	73,787	9.2 %	67,599
National	8,779	5.9 %	8,292
Preprint and other	27,229	13.4 %	24,021
Newspaper advertising	177,334	6.2 %	167,018

Circulation	38,289	(5.2)%	40,370
Joint operating agency distributions	10,883	(0.3)%	10,917
Other	3,518	2.1 %	3,447
Total operating revenues	230,024	3.7 %	221,752
Operating expenses, excluding depreciation and amortizataion:			
Editorial and newspaper content	26,818	5.3 %	25,479
Newsprint and ink	36,230	(0.3)%	36,325
Other press and production	23,778	8.2 %	21,979
Circulation and distribution	28,131	16.7 %	24,107
Commercial printing and other	8,241	44.0 %	5,723
Advertising sales and marketing	22,078	11.1 %	19,878
General and administrative	22,287	(3.1)%	23,002
Total	167,563	7.1 %	156,493
EBITDA	62,461	(4.3)%	65,259
Depreciation and amortization	15,587	4.1 %	14,977
Operating income	\$ 46,874	(6.8)%	\$ 50,282
Other Financial and Statistical Data:			
Percent of operating revenues:			
EBITDA	27.2 %		29.4 %
Operating income	20.4 %		22.7 %
Capital expenditures	\$ 3,414		\$ 8,686
Business acquisitions and other additions to long-lived assets	32,001		1,129

Circulation revenue decreased primarily due to promotions and discounts offered in the Denver market. Circulation and distribution costs increased due to the effort to gain market share in Denver. Excluding Denver, EBITDA increased 1%.

Newsprint prices decreased 9%, which was offset by a 9% increase in newsprint consumed. The increase in consumption is primarily due to an 18% year-over-year increase in circulation in the Denver market.

The newspapers' Internet businesses had EBITDA of \$(1.0) million, compared to \$(0.2) million in the first quarter of 1999.

BROADCAST TELEVISION - Operating results were as follows:

( in thousands )

	2000	Year-to-Date Change	1999
Operating revenues:			
Local	\$ 41,079	(0.5)%	\$ 41,303
National	30,052	3.8 %	28,939
Political	1,741		364
Other	3,815	(19.9)%	4,761
Total operating revenues	76,687	1.8 %	75,367
Operating expenses, excluding depreciation and amortization:			
Programming and station operations	37,287	(1.2)%	37,726
Sales and marketing	9,891	5.7 %	9,355
General and administrative	5,955	(12.9)%	6,838
Total	53,133	(1.5)%	53,919
EBITDA	23,554	9.8 %	21,448
Depreciation and amortization	7,036	(0.4)%	7,061
Operating income	\$ 16,518	14.8 %	\$ 14,387
Other Financial and Statistical Data:			
Percent of operating revenues:			
EBITDA	30.7 %		28.5 %
Operating income	21.5 %		19.1 %
Capital expenditures	\$ 8,675		\$ 3,073
Business acquisitions and other additions to long-lived assets	14,605		55

EBITDA improved primarily due to increased political advertising and cost reduction initiatives.

Other revenue is primarily network compensation. The Company's network compensation revenues decreased \$1.2 million in the first quarter of 2000, and are expected to be down approximately \$3.0 million, to \$10.0 million, for the full year.

CATEGORY TELEVISION - Operating results were as follows:

( in thousands )

	2000	Year-to-Date Change	1999
Operating revenues:			
Advertising	\$ 57,475	71.5 %	\$ 33,505
Affiliate fees	14,630	22.6 %	11,937
Other	1,218	(55.8)%	2,758
Total operating revenues	73,323	52.1 %	48,200
Operating expenses, excluding depreciation and amortization:			
Programming and production	19,958	29.9 %	15,370
Operations and distribution	8,516	49.0 %	5,716
Amortization of distribution fees	4,396	1.7 %	4,322
Sales and marketing	14,586	29.8 %	11,237
General and administrative	11,488	64.1 %	6,999
Total	58,944	35.1 %	43,644
EBITDA - consolidated networks	14,379		4,556
Share of pre-tax earnings of equity-method investments	959		438
Total EBITDA	15,338		4,994
Depreciation and amortization	3,584	5.8 %	3,389
Operating income (loss)	\$ 11,754		\$ 1,605
Other Financial and Statistical Data:			
Percent of operating revenues:			
EBITDA	20.9 %		10.4 %
Operating income	16.0 %		3.3 %
Payments for programming and network distribution fees less than (greater than) amounts recognized as expense	\$ (5,424)		\$ (19,948)
Capital expenditures	906		1,228
Business acquisitions and other additions to long-lived assets	577		14,739

According to the Nielsen Homevideo Index ("Nielsen"), HGTV was distributed to 60.5 million homes in March 2000, up 8.6 million from March 1999 and up 1.5 million in the quarter. Food Network was distributed to 46.4 million homes in March 2000, up 7.3 million from March 1999 and up 2.2 million in the quarter.

The Company launched DIY, its third network, in the fourth quarter of 1999. DIY had EBITDA of \$(2.0) million in the first quarter of 2000. HGTV's and Food Network's Internet businesses had EBITDA of \$(1.7) million in the first quarter of 2000, versus breakeven last year, primarily due to promotional spending for foodtv.com.

## LIQUIDITY AND CAPITAL RESOURCES

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

Management is authorized to repurchase an additional 2.2 million shares of the Company's Class A Common shares under a 1998 authorization from the Board of Directors.

The Company's Scripps Ventures Funds invest in new businesses focusing on new media technology and educational media enterprises. See Note 5 to the Consolidated Financial Statements. The Board of Directors has authorized up to \$150 million of such investments. At March 31, 2000, an additional \$84 million remains to be invested under the authorization.

Net debt (borrowings less cash equivalent and other short-term investments) increased \$6.3 million, to \$776 million at March 31, 2000. The Company currently intends to repay debt only when there are not more productive uses for excess cash. The Company expects to extend the \$400 million one-year portion of its variable credit facility, or to refinance borrowings under that line.

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

## MARKET RISK

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

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

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

( in thousands )	As of March 31, 2000		As of December 31, 1999	
	Cost Basis	Fair Value	Cost Basis	Fair Value
<b>Financial instruments subject to interest rate risk:</b>				
Variable rate credit facilities, including				
commercial paper	\$ 573,590	\$ 573,590	\$ 565,689	\$ 565,689
\$100 million, 6.625% note, due in 2007	99,890	95,000	99,887	94,668
\$100 million, 6.375% note, due in 2002	99,949	98,000	99,944	98,107
Other notes	2,539	1,510	3,927	2,836
<b>Total long-term debt</b>	<b>\$ 775,968</b>	<b>\$ 768,100</b>	<b>\$ 769,447</b>	<b>\$ 761,300</b>
<b>Financial instruments subject to market value risk:</b>				
Time Warner common stock (1,344,000 shares)	\$ 27,814	\$ 134,455	\$ 27,816	\$ 97,227
Centra Software (1,792,500 common shares)	3,652	37,532		
garden.com Inc. (2,414,000 common shares and 276,000 warrants)	9,628	21,098	9,625	22,636
iVillage Inc. (270,000 common shares)	5,892	5,699	5,897	5,897
Other available-for-sale securities	3,152	7,686	3,385	9,177
<b>Total investments in publicly-traded companies</b>	<b>50,138</b>	<b>206,470</b>	<b>46,723</b>	<b>134,937</b>
Investments in private companies	61,850	(a)	63,349	(a)

(a) Investments in private companies do not trade in public markets, so they do not have readily determinable fair values. However, based upon amounts paid for such securities by other investors in subsequent rounds of financing, if any, the estimated value of these investments exceeded their cost by approximately \$44,200,000 on March 31, 2000.

The Company manages interest rate risk primarily by maintaining a mix of fixed-rate and variable-rate debt. The Company currently does not use interest rate swaps, forwards or other derivative financial instruments to manage its interest rate risk. See Note 4 to the Consolidated Financial Statements. The weighted-average interest rate on borrowings under the Variable Rate Credit Facilities was 6.1% at March 31, 2000 and 6.0% at December 31, 1999.

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

Several of the Company's investments in publicly-traded companies declined in value after March 31. As of May 9, 2000, the fair value of the Company's investments in publicly-traded companies was \$151 million.

THE E. W. SCRIPPS COMPANY

Index to Exhibits

Exhibit No.	Item	Page
12	Ratio of Earnings to Fixed Charges	E-2

## RATIO OF EARNINGS TO FIXED CHARGES

EXHIBIT 12

( in thousands )

	Three months ended March 31,	
	2000	1999
EARNINGS AS DEFINED:		
Earnings from operations before income taxes after eliminating undistributed earnings of 20%- to 50%-owned affiliates	\$ 60,335	\$ 56,346
Fixed charges excluding capitalized interest and preferred stock dividends of majority-owned subsidiary companies	14,447	12,408
Earnings as defined	\$ 74,782	\$ 68,754
FIXED CHARGES AS DEFINED:		
Interest expense, including amortization of debt issue costs	\$ 12,636	\$ 11,073
Interest capitalized	14	11
Portion of rental expense representative of the interest factor	1,811	1,335
Preferred stock dividends of majority-owned subsidiary companies	20	20
Fixed charges as defined	\$ 14,481	\$ 12,439
RATIO OF EARNINGS TO FIXED CHARGES	5.16	5.53

3-MOS

	DEC-31-2000	
	MAR-31-2000	
		19,670
		0
	285,662	
	10,850	
	17,442	
	477,290	
		950,556
	466,047	
	2,613,455	
570,360		
	501,842	
0		
	0	
	782	
	1,233,246	
2,613,455		
		0
410,859		
		0
	0	
	333,612	
	2,990	
	12,636	
	59,774	
	25,114	
33,604		
	0	
	0	
		0
	33,604	
	\$.43	
	\$.43	

3-MOS

	DEC-31-1999	
	MAR-31-1999	
		13,574
		0
	227,741	
	9,897	
	16,566	
	374,438	904,432
	434,012	
	2,344,983	
511,032		
	503,813	
0		
	0	
	783	
2,344,983	1,082,375	
		0
	376,260	0
	0	
	307,718	
	2,805	
	11,073	
	55,966	
	22,932	
32,001		
	0	
	0	
		0
	32,001	
	\$.41	
	\$.40	