

Louis John Jeffry  
 Form 4  
 May 09, 2013

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Louis John Jeffry

2. Issuer Name and Ticker or Trading Symbol  
 GANNETT CO INC /DE/ [GCI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

GANNETT CO., INC., 7950 JONES BRANCH DRIVE

3. Date of Earliest Transaction (Month/Day/Year)  
 05/07/2013

Director  10% Owner  
 Officer (give title below)  Other (specify below)

(Street)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

MCLEAN, VA 22107

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |         |   |  |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---------|---|--|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |         |   |  |
| Common Stock                    | 05/07/2013                           |  | A                              | V   | 4,272   | A  | \$ 0  | 148,842 | D |  |
| Common Stock                    | 05/07/2013                           |  | A                              | V   | 5,506   | A  | \$ 18.6161  | 154,348 | D |  |
| Common Stock                    |                                      |  |                                |   |   |  |   | 28,026  | I | By John J. Louis, Jr. Trust under the Will of John J. Louis fbo Kimberly |

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|              |        |   |   |
|--------------|--------|---|---|
| Common Stock | 36,389 | I | C. Louis Stewart <sup>(1)</sup><br>By John J. Louis, Jr. Trust under the Will of John J. Louis fbo John Jeffry Louis <sup>(1)</sup> |
| Common Stock | 12,820 | I | By John J. Louis, Jr. Trust under the Will of John J. Louis fbo Tracy L. Merrill <sup>(1)</sup>                                     |
| Common Stock | 49,649 | I | By Marital Trust U/A John J. Louis, Jr. Trust <sup>(1)</sup>  |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title                         | Amount or Number of Shares |
|  |  |                                      |  |                                |   | Code   | V   | (A)                           | (D)                        |

|  |          |            |   |       |            |            |                 |       |    |
|--|----------|------------|---|-------|------------|------------|-----------------|-------|----|
| Director<br>Stock<br>Option<br>(Right to<br>Buy) | \$ 20.48 | 05/07/2013 | A | 7,734 | 05/07/2013 | 05/07/2021 | Common<br>Stock | 7,734 | \$ |
|--|----------|------------|---|-------|------------|------------|-----------------|-------|----|

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Louis John Jeffry<br>GANNETT CO., INC.<br>7950 JONES BRANCH DRIVE<br>MCLEAN, VA 22107 | X             |           |         |       |

## Signatures

|   |            |
|---|------------|
| /s/ Todd A. Mayman,<br>Attorney-in-Fact | 05/09/2013 |
|---|------------|

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) The reporting person resigned as trustee of the trust but retains investment power and voting power for the trust.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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