

Louis John Jeffry
Form 4
May 22, 2013

FORM 4

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

OMB APPROVAL

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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

(Last) (First) (Middle)

GANNETT CO., INC., 7950 JONES
BRANCH DRIVE

(Street)

MCLEAN, VA 22107

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
05/20/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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	05/20/2013		M	1,250	A \$ 3.4	155,598	D
Common Stock	05/20/2013		M	3,270	A \$ 15.21	158,868	D
Common Stock	05/20/2013		M	9,806	A \$ 13.91	168,674	D
Common Stock	05/20/2013		M	18,979	A \$ 13.91	187,653	D
Common Stock	05/20/2013		M	2,000	A \$ 13.91	189,653	D

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Common Stock		28,026	I	By John J. Louis, Jr. Trust under the Will of John J. Louis fbo Kimberly C. Louis Stewart ⁽¹⁾
Common Stock		36,389	I	By John J. Louis, Jr. Trust under the Will of John J. Louis fbo John Jeffry Louis ⁽¹⁾
Common Stock		12,820	I	By John J. Louis, Jr. Trust under the Will of John J. Louis fbo Tracy L. Merrill ⁽¹⁾
Common Stock		49,649	I	By Marital Trust U/A John J. Louis, Jr. Trust ⁽¹⁾

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,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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and 5)

	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Option (Right to Buy)								
		\$ 3.4	05/20/2013				Common Stock	1,250
	M			1,250	(2)	04/28/2017		
Director Stock Option (Right to Buy)		\$ 15.21	05/20/2013				Common Stock	3,270
	M			3,270	05/03/2011	05/03/2019		
Director Stock Option (Right to Buy)		\$ 13.91	05/20/2013				Common Stock	9,806
	M			9,806	(2)	05/01/2020		
Director Stock Option (Right to Buy)		\$ 13.91	05/20/2013				Common Stock	18,979
	M			18,979	(2)	05/01/2020		
Director Stock Option (Right to Buy)		\$ 13.91	05/20/2013				Common Stock	2,000
	M			2,000	(3)	05/01/2020		

Reporting Owners

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

Signatures

/s/ Todd A. Mayman,
Attorney-in-Fact

05/22/2013

**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.
- (2) The option is fully vested.
- (3) The option is fully vested with respect to 2,000 shares and vests with respect to the remaining shares in three equal annual installments beginning on May 1, 2014.

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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