

GANNETT CO INC /DE/  
Form 4  
March 11, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
GAVAGAN GEORGE R

(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)  
03/10/2005

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)  
Vice President and Controller

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/10/2005		M		10,000	A	\$ 54.31
Common Stock	03/10/2005		M		7,000	A	\$ 56.25
Common Stock	03/10/2005		M		7,400	A	\$ 59.5
Common Stock	03/10/2005		S		200	D	\$ 78.52
Common Stock	03/10/2005		S		400	D	\$ 78.55
							11,986
							18,986
							26,386
							26,186
							25,786

Edgar Filing: GANNETT CO INC /DE/ - Form 4

Common Stock	03/10/2005	S	200	D	\$ 78.56	25,586	D
Common Stock	03/10/2005	S	200	D	\$ 78.57	25,386	D
Common Stock	03/10/2005	S	500	D	\$ 78.58	24,886	D
Common Stock	03/10/2005	S	200	D	\$ 78.6	24,686	D
Common Stock	03/10/2005	S	500	D	\$ 78.62	24,186	D
Common Stock	03/10/2005	S	100	D	\$ 78.63	24,086	D
Common Stock	03/10/2005	S	4,000	D	\$ 78.67	20,086	D
Common Stock	03/10/2005	S	200	D	\$ 78.69	19,886	D
Common Stock	03/10/2005	S	200	D	\$ 78.75	19,686	D
Common Stock	03/10/2005	S	400	D	\$ 78.77	19,286	D
Common Stock	03/10/2005	S	1,300	D	\$ 78.78	17,986	D
Common Stock	03/10/2005	S	300	D	\$ 78.8	17,686	D
Common Stock	03/10/2005	S	700	D	\$ 78.81	16,986	D
Common Stock	03/10/2005	S	1,100	D	\$ 78.82	15,886	D
Common Stock	03/10/2005	S	700	D	\$ 78.85	15,186	D
Common Stock	03/10/2005	S	1,500	D	\$ 78.9	13,686	D
Common Stock	03/10/2005	S	700	D	\$ 78.91	12,986	D
Common Stock	03/10/2005	S	4,200	D	\$ 78.93	8,786	D
Common Stock	03/10/2005	S	500	D	\$ 78.94	8,286	D
Common Stock	03/10/2005	S	5,000	D	\$ 78.95	3,286	D
						1,155.86 <sup>(1)</sup>	I

Common  
StockBy 401(k)  
Plan

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Employee Stock Option (right to buy)	\$ 54.31	03/10/2005		M	10,000	<u>(2)</u> 12/05/2010	Common Stock	10,000
Employee Stock Option (right to buy)	\$ 56.25	03/10/2005		M	7,000	<u>(3)</u> 07/24/2010	Common Stock	7,000
Employee Stock Option (right to buy)	\$ 59.5	03/10/2005		M	7,400	<u>(4)</u> 12/09/2007	Common Stock	7,400

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

GAVAGAN GEORGE R  
GANNETT CO., INC.  
7950 JONES BRANCH DRIVE  
MCLEAN, VA 22107

Vice President and Controller

## Signatures

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

03/11/2005

\_\_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 information in this report is based on a plan statement dated as of March 1, 2005.
  - (2) The initial option for 10,000 shares vested in four equal installments beginning on December 5, 2001.
  - (3) The initial option for 7,000 shares vested in four equal installments beginning on July 24, 2001.
  - (4) The initial option for 7,400 shares vested in four equal installments beginning on December 9, 1998.

### Remarks:

First of two reports filed to report transactions by the reporting person on March 10, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.