

Louis John Jeffry
 Form 4
 December 14, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 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 *
 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)
 12/12/2012

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/12/2012		M		14,667	A	\$ 3.75
Common Stock	12/12/2012		M		32,353	A	\$ 3.4
Common Stock	12/12/2012		M		3,750	A	\$ 3.4
Common Stock	12/12/2012		M		77,647	A	\$ 3.4
Common Stock					28,026	I	

By John J. Louis, Jr.
 Trust under

Common Stock				36,389	I	the Will of John J. Louis fbo Kimberly C. Louis Stewart ⁽¹⁾ 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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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	\$ 3.75	12/12/2012		M	14,667	⁽²⁾	02/24/2017		14,667

Director Stock Option (Right to Buy)								Common Stock	
Director Stock Option (Right to Buy)	\$ 3.4	12/12/2012	M	32,353	04/28/2009	04/28/2017		Common Stock	32,353
Director Stock Option (Right to Buy)	\$ 3.4	12/12/2012	M	3,750	(3)	04/28/2017		Common Stock	3,750
Director Stock Option (Right to Buy)	\$ 3.4	12/12/2012	M	77,647	(2)	04/28/2017		Common Stock	77,647

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

12/14/2012

**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 vested with respect to 3,750 shares and vests with respect to the remaining shares on April 28, 2013.

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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